

Board Agenda Note for Circulation

To frame Internal Mechanism to obtain regular feedback, inputs, suggestions on regulatory, non-regulatory and operations matters.

AGENDA:

Background:

In accordance with SEBI Circular No. SEBI/HO/MRD/MRD-PoD-3/2024/088 dated June 25, 2024, it is mandated that MIIs establish an internal mechanism to regularly obtain feedback on regulatory, non-regulatory and operational matters from various stakeholders.

To comply with the above mandate, it is proposed that the following internal mechanism be established to regularly obtain feedback, input, and suggestions from various stakeholders.

Proposed mechanism to regularly obtain feedback on regulatory Matters:

1) Regular Meetings with the Compliance Officers of DPs and Chief Regulatory Officer (CRO) of Depository.

- **Objective:** Facilitate direct communication between depository participants and the compliance team on regulatory matters.
- **Participants:** Compliance Officers of DPs and CRO of the Depository.
- **Frequency:** CRO will engage with Compliance Officers of the DPs at least once in a financial year.

Proposed mechanism to regularly obtain feedback on non-regulatory and operational matters:

2) Regular Meetings with the Operations Head/Chief Operating Officer (COO) of the DPs with Chief Business Officer (CBO) and Chief Operating Officer (COO) of the Depository.

- **Objective:** Facilitate direct communication between the operations and business development team of depository participants and CDSL on non-regulatory and operational matters.
- **Participants:** Operations Head & Business Head of DPs and CBO & COO of the Depository.

- **Frequency:** CBO & COO will engage with Operations Head & Business head of the DPs at least once in a financial year.

3) Reporting to the Regulatory Oversight Committee (ROC):

- The outcome of the meetings held with Compliance Officers of the DPs be placed before the ROC along with actions taken or proposed to be taken by the CRO.
- The outcome of the meetings held with Operations and Business Head(s) of the DPs be placed before the ROC along with actions taken or proposed to be taken by the CBO and COO.

Approval Required:

The Board is hereby requested to consider and approve the Internal Mechanism to obtain regular feedback, inputs, suggestions on regulatory, non-regulatory and operations matters.

210th BOARD MEETING HELD ON AUGUST 23, 2024

MINUTES:

The Board was apprised about the following resolutions that were passed by circulation:

To frame Internal Mechanism to obtain regular feedback, inputs, suggestions on regulatory, non-regulatory and operations matters:

“RESOLVED THAT the approval of the Board of Directors be and is hereby accorded for establishment of internal mechanism to regularly obtain feedback on regulatory, non-regulatory and operational matters from various stakeholders and reporting of the outcome of meetings to Regulatory Oversight Committee (ROC) as per the note placed before the Board.

RESOLVED FURTHER THAT consent of the Board of Directors be and is hereby accorded for disclosure of the agenda and minutes to frame Internal Mechanism to obtain regular feedback, inputs, suggestions on regulatory, non-regulatory and operations matters on the website of the Company as the same is affecting the Depository Participants, Issuers and Investors.

RESOLVED FURTHER THAT Shri Nehal Vora, Managing Director and CEO, Smt. Nayana Ovalekar, Chief Regulatory Officer, Smt. Meena Pednekar, Vice President, Admission Cell & Regulatory Compliance and Shri Nilay Shah, Company Secretary and Head Legal be and are hereby severally authorized to do all such acts, things, and deeds necessary to give effect to the aforesaid resolution.”