

CDSL/CS/SEBI/ANP/2020/68

30.04.2020

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

Dear Sir,

## Subject: Clarification – Corporate Governance Report submitted under SEBI (LODR) Regulations, 2015.

This is with reference to your email dated 28.04.2020 seeking the following clarification on Corporate Governance Report submitted under SEBI (LODR) Regulations, 2015:

We would like to inform you that till 29.04.2020, the Total number of members on the Audit Committee was 5 out of which 3 were Independent Directors and 2 are Non- Executive Directors .

You may kindly like to note that 2/3rd out of 5 works to 3.33 and hence we had 3 Independent Directors in the Committee. However as per the telephonic discussion with NSE official Mr. Sandeep Dhamal and as suggested by him to have 4 independent directors, we have inducted one more independent director in the audit Committee thereby adhering to the advice received from NSE

Therefore, w.e.f. 30.04.2020, there are 4 Independent Directors and 2 Non Executive Directors on the Audit Committee of CDSL.

Thank you.

Yours sincerely,

Sd/

Amita Paunikar

VP-Legal & Company Secretary