

Corporate Governance

General information about company	
Scrip Code	000000
NSE Symbol	CDSL
MSEI Symbol	NOTLISTED
ISIN	INE736A01011
Name of the entity	Central Depository Services (India) Limited
Date of start of financial year	01-APR-2024
Date of end of financial year	31-MAR-2025
Reporting Quarter	Half Yearly
Date of Report	30-Sep-2024
Risk management committee	Applicable



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Annexure I																									
Annexure I to be submitted by listed entity on quarterly basis																									
I. Composition of Board of Directors																									
Sushri Kamala Kantharaj retired by rotation and was reappointed as a Non Independent Director at the Annual General Meeting held on August 17, 2024. Pursuant to SEBI (Depositories and Participants) Regulations 2018, any reappointment requires prior approval from SEBI. Accordingly application was made to SEBI and approval was received on September 12, 2024. Sushri Kamala Kantharaj participated in Board meeting held on August 23, 2024 as an invitee.																									
Yes																									
No		Disqualification of Directors under section 164 of the Companies Act, 2013																							
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1) of Listing Regulations]	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr.	Nehal Naleen Vora	02769054	Executive Director	Not Applicable	CEO-MD	11 - Aug-1973	No				Active	NA		24-Sep-2019	18-Sep-2024			1	0	1	0			
2	Mr.	Balkrishna Vinayak Chaubal	06497832	Non-Executive - Independent Director	Chairperson		22 - Dec-1954	No				Active	No		30-Jul-2019	30-Jul-2022		62.01	1	1	2	1			
3	Mr.	Bimal N Patel	03006605	Non-Executive - Independent	Not Applicable		29 - Jun -	No				Active	No		27-Sep-2019	27-Sep-2022		60.04	1	1	1	1			

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II. Composition of Committees

Disclosure of notes on composition of committees explanatory .Pursuant to SEBI Letter dated May 29, 2019, Independent External Persons (IEPs) may be included in the Nomination and Remuneration Committee for the limited purpose of recommendation relating to selection of Managing Director. Therefore, two IEPs i.e. Shri K. Chandrachoodan and Prof. Rishikesh T. Krishnan were appointed on January 06, 2024 and cease to be member w.e.f. date of approval received from SEBI i.e. August 29, 2024.

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson **Yes**

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06938830	Sidhartha Pradhan	Non-Executive - Independent Director	Chairperson	02-Jan-2020		
2	06731853	Rajeshree Rajnikant Sabnavis	Non-Executive - Independent Director	Member	17-Dec-2022		
3	08502007	Masil Jeya Mohan	Non-Executive - Non Independent Director	Member	02-Jan-2020		
4	06497832	Balkrishna Vinayak Chaubal	Non-Executive - Independent Director	Member	28-Sep-2019		
5	09660723	Mahalingam G	Non-Executive - Independent Director	Member	20-Mar-2023		

Nomination and remuneration committee

Whether the Audit Committee has a Regular Chairperson **Yes**

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06497832	Balkrishna Vinayak Chaubal	Non-Executive - Independent Director	Member	24-Aug-2019		
2	03006605	Bimal N Patel	Non-Executive - Independent Director	Member	07-Oct-2019		
3	06938830	Sidhartha Pradhan	Non-Executive - Independent Director	Member	04-May-2024		
4	09607394	Varsha Apte	Non-Executive - Independent Director	Member	14-Jun-2024		
5	09660723	Mahalingam G	Non-Executive - Independent Director	Chairperson	20-Mar-2023		
6	06731853	Rajeshree Rajnikant Sabnavis	Non-Executive - Independent Director	Member	17-Dec-2022		

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7	08626165	Umesh Bellur	Non-Executive - Independent Director	Member	31-Oct-2022		
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Stakeholders Relationship Committee							
Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03006605	Bimal N Patel	Non-Executive - Independent Director	Chairperson	17-Oct-2019		
2	08502007	Masil Jeya Mohan	Non-Executive - Non Independent Director	Member	23-May-2023		
3	02769054	Nehal Naleen Vora	Executive Director	Member	07-Oct-2019		
4	07917801	Kamala Kantharaj	Non-Executive - Non Independent Director	Member	26-Sep-2023		
5	09607394	Varsha Apte	Non-Executive - Independent Director	Member	14-Jun-2024		

Risk Management Committee							
Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06938830	Sidhartha Pradhan	Non-Executive - Independent Director	Chairperson	02-Jan-2020		
2	06731853	Rajeshree Rajnikant Sabnavis	Non-Executive - Independent Director	Member	17-Dec-2022		
3	08626165	Umesh Bellur	Non-Executive - Independent Director	Member	02-Jan-2020		
4	03006605	Bimal N Patel	Non-Executive - Independent Director	Member	20-Mar-2023		
5	09607394	Varsha Apte	Non-Executive - Independent Director	Member	14-Jun-2024		
6	02769054	Nehal Naleen Vora	Executive Director	Member	22-Jul-2024		
7	07917801	Kamala Kantharaj	Non-Executive - Non Independent Director	Member	22-Jul-2024		
8	99999999	Viraj Londhe	Independent External Professional	Member	26-Mar-2019		
9	99999999	Siddhartha roy	Independent External Professional	Member	13-Oct-2022		

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III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sushri Kamala Kantharaj retired by rotation and was reappointed as a Non Independent Director at the Annual General Meeting held on August 17, 2024. Pursuant to SEBI (Depositories and Participants) Regulations 2018, any reappointment requires prior approval from SEBI. Accordingly application was made to SEBI and approval was received on September 12, 2024. Sushri Kamala Kantharaj participated in Board meeting held on August 23, 2024 as an invitee.

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	20-Apr-2024			true	9	8	6
2	23-Apr-2024	2		true	9	8	5
3	04-May-2024	10		true	9	9	6
4	10-Jun-2024	36		true	10	8	6
5	02-Jul-2024	21		true	10	10	7
6	05-Jul-2024	2		true	10	9	6
7	03-Aug-2024	28		true	10	9	6
8	23-Aug-2024	19		true	9	9	7
9	13-Sep-2024	20		true	10	9	6



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IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

As per SEBI (Depositories and Participants) Regulations 2018, the Risk Management Committee shall comprise only of the public interest directors and independent external professional. Therefore, composition of Risk Management Committee consist of 9 Members out of which 7 are Directors and 2 are Independent External Professionals.

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	03-May-2024				true	5	5	4	0
2	Audit Committee	05-Jul-2024	62			true	5	5	4	0
3	Audit Committee	02-Aug-2024	27			true	5	5	4	0
4	Nomination and remuneration committee	01-Apr-2024				true	5	4	4	2
5	Nomination and remuneration committee	18-Apr-2024	16			true	5	5	5	2
6	Nomination and remuneration committee	20-Apr-2024	1			true	5	5	5	2
7	Nomination and remuneration committee	03-May-2024	12			true	5	5	5	0
8	Nomination and remuneration committee	10-Jun-2024	37			true	6	6	6	0

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9	Nomination and remuneration committee	13-Sep-2024	94			true	7	6	6	0
10	Risk Management Committee	21-May-2024				true	4	4	4	1
11	Risk Management Committee	18-Sep-2024	119			true	7	6	4	2

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			
Disclosure of notes of material transaction with related party			

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Other details of cyber security incidence or breaches or loss of data event		
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr	Date of the event	Brief details of the event



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VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Nilay Shah
2	Designation	Company Secretary and Compliance Officer

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	

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3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III		
1	Name of signatory	Nilay Shah
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability	There are no loans, guarantees, comfort letters or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the CDSL to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them.		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them			



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Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(D) Additional Information			
II. Affirmations			
Affirmations	Compliance Status		Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.			
Name			
Designation			
Place			
Date			



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