



**THE CLEARING CORPORATION OF INDIA LIMITED**

**(CIN: U65990MH2001PLC131804)**

Registered office: CCIL Bhavan, S. K. Bole Road, Dadar (West), Mumbai - 400 028.

Tel: 61546200 ♦ Fax: 24326042 Website: [www.ccilindia.com](http://www.ccilindia.com)

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE TWENTY FIRST ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF THE CLEARING CORPORATION OF INDIA LIMITED WILL BE HELD ON MONDAY , AUGUST 8, 2022 AT 3.00 P.M AT THE REGISTERED OFFICE OF THE COMPANY AT CCIL BHAVAN, S. K. BOLE ROAD, DADAR (WEST), MUMBAI - 400 028 THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO VISUAL MEANS (OAVM) FACILITY IN ACCORDANCE WITH THE APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 READ WITH CIRCULARS ISSUED BY MINISTRY OF CORPORATE AFFAIRS IN THIS REGARD, TO TRANSACT THE FOLLOWING BUSINESS :**

**Ordinary Business:**

1. To receive, consider and adopt:
  - (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, the reports of the Board of Directors and Auditors thereon; and
  - (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 and the report of the Auditors thereon.
2. To declare dividend @ 8.5% on Redeemable Non-convertible Cumulative Preference Shares (RNCPS-II) for the financial year ended March 31, 2022.
3. To declare dividend on Equity Shares, for the financial year ended March 31, 2022.
4. To appoint a Director in place of Mr. B.Prasanna (holding DIN: 02257744), who retires by rotation and being eligible, offers himself for re-appointment.

**Special Business:**

5. Appointment of Dr. H. K. Pradhan (holding DIN-02607244) as an Independent Director of the Company and to consider, and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, (including any statutory modification(s) or re-enactment thereof) for the time being in force read with Schedule IV to the Companies Act, 2013, as amended from time to time and Directions for Central Counterparties issued by RBI, Dr. H. K. Pradhan (holding DIN : 02607244) who was appointed as an Additional Director (Independent) by the Board of Directors with effect from August 13, 2021 pursuant to Section 161 of the Companies Act, 2013 and Article 134 of the Articles of Association of the Company and who holds such office until the date of the this 21<sup>st</sup> Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing, under Section 160 of the Companies Act, 2013, from a member, proposing his candidature for the office of Director and whose appointment as an Independent Director has been recommended to the Shareholders by the Board of Directors, be and is hereby appointed as an Independent Director of the Company to hold office for a period of three consecutive years with effect from August 13, 2021 to August 12, 2024 and his period of office shall not be liable to be determined for retirement by rotation.”

6. Appointment of Dr. D. Manjunath (holding DIN-08920625) as an Independent Director of the Company and to consider, and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, (including any statutory modification(s) or re-enactment thereof) for the time being in force read with Schedule IV to the Companies Act, 2013, as amended from time to time and Directions for Central Counterparties issued by RBI, Dr D.Manjunath (holding DIN : 08920625) who was appointed as an Additional Director (Independent) by the Board of Directors with effect from May 9, 2022 pursuant to Section 161 of the Companies Act, 2013 and Article 134 of the Articles of Association of the Company and who holds such

office until the date of the this 21<sup>st</sup> Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing, under Section 160 of the Companies Act, 2013, from a member, proposing his candidature for the office of Director and whose appointment as an Independent Director has been recommended to the Shareholders by the Board of Directors, be and is hereby appointed as an Independent Director of the Company to hold office for a period of three consecutive years with effect from May 9, 2022 to May 8, 2025 and his period of office shall not be liable to be determined for retirement by rotation.”

7. Re-appointment of Dr. Meena Hemchandra (holding DIN: 05337181) as an Independent Director of the Company and to consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof) for the time being in force, read with Schedule IV to the Companies Act, 2013, as amended from time to time and Directions for Central Counterparties issued by RBI, Dr. Meena Hemchandra (holding DIN :05337181) who was appointed as an Independent Director by the shareholders at the 18<sup>th</sup> Annual General Meeting held on July 12, 2019 for a period of three years with effect from January 23, 2019 and whose re-appointment as Independent Director has been approved by the Reserve Bank of India for a second term of three years under the provisions of Directions for Central Counterparties and in respect of whom the Company has received a notice in writing, under Section 160 of the Companies Act, 2013, from a member, proposing her candidature for the office of Director, and whose re-appointment has been recommended by the Board of Directors to the Shareholders by passing a Special Resolution, be and is hereby re-appointed as an Independent Director of the Company to hold office for a second term of three years with effect from January 23, 2022 to January 22, 2025 and her period of office shall not be liable to be determined for retirement by rotation.”

8. Re-appointment of Mr. S.Vishvanathan (holding DIN : 02255828) as an Independent Director of the Company and to consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof) for the time being in force, read with Schedule IV to the Companies Act, 2013, as amended from time to time and Directions for Central Counterparties issued by RBI, Mr S.Vishvanathan (holding DIN :02255828) who was appointed as an Independent Director by the shareholders at the 14<sup>th</sup> Extra Ordinary General Meeting held on March 17, 2020 for a period of three years with effect from August 13, 2019 and whose re-appointment as Independent Director has been approved by the Reserve Bank of India for a second term with effect from August 13, 2022 to April 30, 2024 under the provisions of Directions for Central Counterparties and in respect of whom the Company has received a notice in writing, under Section 160 of the Companies Act, 2013, from a member, proposing his candidature for the office of Director, and whose re-appointment has been recommended by the Board of Directors to the Shareholders by passing a Special Resolution, be and is hereby re-appointed as an Independent Director of the Company to hold office for a second term with effect from August 13, 2022 to April 30, 2024 and his period of office shall not be liable to be determined for retirement by rotation.”

9. Re-appointment of Mr. R. Gandhi (holding DIN : 03341633) as an Independent Director of the Company and to consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof) for the time being in force, read with Schedule IV to the Companies Act, 2013, as amended from time to time and Directions for Central Counterparties issued by RBI, Mr. R. Gandhi (holding DIN :03341633) who was appointed as an Independent Director by the shareholders at the 14<sup>th</sup> Extra Ordinary General Meeting held on March 17, 2020 for a period of three years with effect from September 20, 2019 and whose re-appointment as Independent Director has been approved by the Reserve Bank of India for a second term of

three years under the provisions of Directions for Central Counterparties and in respect of whom the Company has received a notice in writing, under Section 160 of the Companies Act, 2013, from a member, proposing his candidature for the office of Director, and whose re-appointment has been recommended by the Board of Directors to the Shareholders by passing a Special Resolution, be and is hereby re-appointed as an Independent Director of the Company to hold office for a second term with effect from September 20, 2022 to September 19, 2025 and his period of office shall not be liable to be determined for retirement by rotation.”

10. Re-appointment of Mr. R. Gandhi (holding DIN : 03341633) as the Non-Executive Chairman of the Company and to consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof) for the time being in force, as amended from time to time, Articles of Association of the Company, Directions for Central Counterparties issued by RBI and approval of RBI in this regard, Mr. R. Gandhi (holding DIN :03341633) who was appointed as the Non-Executive Chairman of the Company by the shareholders at the 14<sup>th</sup> Extra Ordinary General Meeting held on March 17, 2020 for a period of three years with effect from September 20, 2019 and whose re-appointment as an Non-Executive Chairman has been approved by the Reserve Bank of India for a second term of three years under the provisions of Directions for Central Counterparties, and whose re-appointment has been recommended by the Board of Directors to the Shareholders by passing a Special Resolution, be and is hereby re-appointed as the Non-Executive Chairman of the Company to hold office for a second term of three years with effect from September 20, 2022 to September 19, 2025”

**“ RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution and for removal of any doubts or difficulties, the Board be and is hereby authorised to do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its absolute discretion deem necessary or desirable, to give, from time to time, such directions as may be necessary, expedient, usual or proper and to settle

any question or doubt that may arise in relation thereto or as the Board in its absolute discretion may think fit.”

**By Order of the Board of Directors,  
For The Clearing Corporation of India Limited**

**Sd/-  
Company Secretary**

**Mumbai, July 12, 2022**

**Registered Office:**

CCIL Bhavan,

S. K. Bole Road,

Dadar (West), Mumbai - 400 028

Tel: 61546200 /24396200 ♦ Fax: 24326042

Website: [www.ccilindia.com](http://www.ccilindia.com)

CIN-U65990MH2001PLC131804

Email ID- [ssd@ccilindia.co.in](mailto:ssd@ccilindia.co.in)

Prominent Landmark: Near Our Lady of Salvation Church (Portuguese Church)

**NOTES:**

- 1. The Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 2/2022 dated May 5, 2022 read with General Circular No. 21/2021 dated December 14, 2021, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 20/ 2020 dated May 5, 2020, General Circular No.17/2020 dated April 13, 2020 and General Circular No. 14/2020 dated April 8, 2020 (collectively referred to as 'MCA Circulars') has permitted the holding of the Annual General Meeting ('AGM') through Video Conferencing or other audio visual means ('VC/OAVM'), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('Act') read with rules framed thereunder and MCA Circulars, the AGM of the Company is being held through VC/OAVM on August 8, 2022 at 3.00 p.m. The deemed venue for the 21<sup>st</sup> AGM will be CCIL Bhavan, S.K. Bole Road, Dadar (West), Mumbai - 400 028.**
- 2. IN LIGHT OF THE MCA CIRCULARS, THE NOTICE ALONG WITH THE ANNUAL REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2022 CONSISTING OF BOARD'S REPORT, AUDITORS' REPORT, FINANCIAL**

STATEMENTS AND OTHER DOCUMENTS REQUIRED TO BE ATTACHED THEREWITH (COLLECTIVELY REFERRED TO AS NOTICE) HAVE BEEN SENT ONLY TO THOSE MEMBERS WHOSE E-MAIL IDS ARE REGISTERED WITH THE COMPANY / DEPOSITORY THROUGH ELECTRONIC MEANS AND NO PHYSICAL COPY OF THE NOTICE HAS BEEN SENT BY THE COMPANY TO ANY MEMBER. THE NOTICE CONVENING THE 21<sup>ST</sup> AGM HAS ALSO BEEN UPLOADED ON THE WEBSITE OF THE COMPANY AT **www.ccilindia.com**. THE LINK IS MENTIONED BELOW :

<https://www.ccilindia.com/AboutUs/Promoters/Pages/OtherInformation.aspx>.

3. THE NOTICE OF ANNUAL GENERAL MEETING, ANNUAL REPORT INCLUDING FINANCIAL STATEMENTS ARE BEING SENT AT THE EMAIL IDS OF THE SHAREHOLDERS REGISTERED WITH THE COMPANY / DEPOSITORY PARTICIPANT. THOSE MEMBERS WHO HAVE NOT REGISTERED THEIR EMAIL IDS WITH THE COMPANY OR WANT TO CHANGE THEIR EMAIL IDS REGISTERED WITH THE COMPANY ARE REQUESTED TO REGISTER/RE-REGISTER THEIR EMAIL IDS BY SENDING THE DULY SIGNED DOCUMENT ENCLOSED AS **ANNEXURE II** TO THIS NOTICE AT THE FOLLOWING EMAIL ID OF THE COMPANY : [ssd@ccilindia.co.in](mailto:ssd@ccilindia.co.in). OR THE MEMBERS CAN REGISTER THE EMAIL IDS WITH THEIR DEPOSITORY PARTICIPANT. IF THERE IS ANY CHANGE IN THE E-MAIL ID ALREADY REGISTERED WITH THE COMPANY, MEMBERS ARE REQUESTED TO IMMEDIATELY NOTIFY SUCH CHANGE TO THE COMPANY / DEPOSITORY PARTICIPANT.
4. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THE AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM FACILITY, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF THE MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES TO ATTEND AND CAST VOTE IS NOT AVAILABLE FOR THIS AGM. HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.
5. MEMBERS INTENDING TO APPOINT THEIR AUTHORISED REPRESENTATIVES PURSUANT TO SECTION 113 OF THE ACT TO ATTEND THE AGM THROUGH VC OR OAVM FACILITY ARE REQUESTED TO SEND CERTIFIED COPY OF THE BOARD RESOLUTION ALONGWITH THE LETTER OF AUTHORITY/POWER OF ATTORNEY TO THE COMPANY AT THE FOLLOWING E-MAIL ID : [ssd@ccilindia.co.in](mailto:ssd@ccilindia.co.in).
6. In light of the MCA circular no. 14/2020 dated April 8, 2020, the meeting shall be conducted by a voting through show of hands. However, in case a poll is required to be taken during the AGM on any resolution, the same shall take place during the meeting and in such case, the members can convey/send their vote on the following e-mail ID: [ccilagm@ccilindia.co.in](mailto:ccilagm@ccilindia.co.in). **Further, the members can convey/send their vote, in case**

**poll is demanded, only through their email addresses registered with the Company given at the time of registration. In case the e-mail address is not registered with the Company, please follow the instructions as mentioned in Point no 3 above for registration of the same.**

7. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Business Items Nos. 5 to 10 set out above is annexed hereto and forms part of this Notice.
8. The attendance of the Members attending the AGM through VC or OAVM facility will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. Documents, if any, referred to in the Notice may be inspected through electronic mode by sending an e-mail to [ssd@ccilindia.co.in](mailto:ssd@ccilindia.co.in) during business hours between 10.30 A.M to 5.00 P.M. up to the date of Meeting and also during the continuation of the meeting through VC or OAVM facility.
10. Dividend for FY 2021-22 shall be paid by the Company through electronic mode as per the NEFT/ RTGS details furnished by the shareholders to the Company / available in the records of the Depository.
11. In absence of the NEFT/ RTGS details, the Company shall make an arrangement for dispatch of the dividend warrants/cheques to the Members.
12. The details as required under the Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India (ICSI), of Directors seeking appointment/ re-appointment at this Annual General Meeting under Items No 4 to 10 of the Notice, is enclosed to this Notice as **Annexure I**.
13. All resolutions passed at the meeting shall be considered as passed in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder. Further, the mechanism provided in the MCA circulars along with the provisions of the Act and rules are complied with.

#### **14. INSTRUCTIONS FOR PARTICIPATING IN AGM THROUGH VC / OAVM FACILITY**

In accordance with the aforementioned MCA Circulars, the Company has made arrangements for providing the VC facility to the Members for participating in the Meeting. The Members are requested to follow the instructions mentioned below in order to participate in the Meeting through VC mechanism:

- a. The Company has arranged for a Video Conferencing (VC) facility for the 21<sup>st</sup> Annual General Meeting. Following are the requisite details for accessing the same:
  - The VC facility will be provided through the WebEx tool/platform with recording for the meeting.



- You can join the VC using a Laptop/Desktop with Web Browser (Chrome, Internet Explorer, etc.) or using the WebEx App on the iPad/Android Tablet/phone.
  - You may install the Laptop/Desktop App from the link <https://www.webex.com/downloads.html>. This will enable you to join the meeting from the Laptop/Desktop.
  - Additionally, you may download and install the WebEx App on your iPad from the Apple App Store and from Play Store for the Android Tablet/phone (Search for WebEx).
- b. The meeting number to join the VC for the AGM will be communicated to the Members separately by e-mail.
  - c. The video/audio experience will be dependent of the Internet bandwidth/connectivity for the user.
  - d. The facility for joining the Meeting shall be kept open 15 minutes before the time scheduled to start the meeting and 15 minutes after the expiry of the said scheduled time.
  - e. Queries on the accounts and operations of the Company or the businesses covered under the Notice may be sent through email at [ssd@ccilindia.co.in](mailto:ssd@ccilindia.co.in) well before the date of the meeting so that the answers may be made readily available at the meeting.
  - f. Members are requested to send e-mail at [ssd@ccilindia.co.in](mailto:ssd@ccilindia.co.in) or call at the below numbers in case of any technical assistance required at the time of log in/ accessing/ voting at the Meeting through VC;

<b>SR NO</b>	<b>NAME OF THE CONCERNED PERSON</b>	<b>TELEPHONE Nos.</b>
1	Mr. Praveen Mata, SVP, IT Dept	022 6154 6213
2	Mr. Pankaj Srivastava, Company Secretary	022 61546548
3	Ms. Neha Samani, Secretarial Dept	022 61546543
4	Mr. Aditi Neema, Secretarial Dept	022 61546545

## **EXPLANATORY STATEMENT**

As required under Section 102(1) of the Companies Act 2013, the following statement sets out all material facts relating to the Ordinary and Special Business mentioned under Item Nos. 5 to 10 of the accompanying Notice dated July 12, 2022.

### **Item no 5**

The Board of Directors at its meeting held on August 6, 2021 upon the recommendation of the Nomination and Remuneration Committee, approved the appointment of Dr H.K.Pradhan (holding DIN-02607244) as an Additional Director (Independent) pursuant to Article 134 of the Articles of Association of the Company with effect from August 13, 2021 and also recommended to the shareholders, his appointment as an Independent Director, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 for a period of three consecutive years with effect from August 13, 2021 to August 12, 2024.

Pursuant to the provisions of Section 161 of the Companies Act, 2013 read with Article 134 of the Articles of Association of Company, Dr H.K.Pradhan holds office as an Additional Director (Independent) upto the date of this 21<sup>st</sup> Annual General Meeting. In accordance with section 160 of the Companies Act, 2013, the Company has received a notice from a member, proposing the candidature of Dr H.K.Pradhan for appointment as an Independent Director. His period of office is not liable to be determined for retirement by rotation.

Dr H.K. Pradhan holds M.A degree (Economics) from Utkal University, and M.Phil and PhD from University of Pune. He also holds Post Doctoral Fellow from Columbia University. He has around 36 years of experience as a Professor of Finance / Economics with reputed institutes namely XLRI, Jamshedpur, IFMI Chennai and NIBM, Pune. He has served as a member of the RBI Technical Advisory Committee (TAC) on Financial Markets and was an Independent Director in SBI Mutual Fund. He has also served as a member of the Board of Micro Credit Rating International Limited (MCRI) and as a member of the Index & Option Committee of the National Commodity and Derivative Exchange (NCDEX). He also worked as the Pacific Regional Advisor for the Commonwealth Secretariat, London, while serving concurrently as the Resident Debt Advisor with the Ministry of Finance, Government of Fiji Islands, during 2005 – 07. He was involved in advising government debt management programs in Commonwealth

developing countries, acted as expert for the United Nations Economic Commission for the Asia and Pacific (UNESCAP), and acted as an expert for the Commonwealth Secretariat, the World Bank, the Asian Development Bank, and the Crown Agent (London).

In the opinion of the Board, Dr H.K.Pradhan has vast experience in the areas of Finance, Risk Management and other related areas and his appointment on the Board as an Independent Director would be beneficial to the Company. The Board is also of the opinion that he fulfils the conditions specified in the Companies Act, 2013 and the rules framed thereunder as well as conditions stipulated in the Directions for Central Counterparties issued by RBI with respect to appointment of Directors on the Board of a CCP and is also independent of the management of the Company.

The Company has received from Dr H.K.Pradhan, a consent to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014 and intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified from being appointed as a Director under sub-section 2 of Section 164 of the Companies Act, 2013. Dr H.K.Pradhan has given a declaration to the Board to the effect that he meets the criteria of independence as provided under section 149(6) of the Companies Act, 2013. He has also given declaration that he has complied with the conditions/criteria stipulated under Companies (Appointment and Qualification of Directors) Rules, 2014 as amended / substituted by the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019.

Brief profile covering the details of his qualification, experience etc, as required in terms of Secretarial Standards on General Meeting (SS-2), is annexed to this Notice as **Annexure I**.

A copy of the draft letter for appointment of Dr. H.K. Pradhan as an Independent Director setting out the terms and conditions of the appointment would be available for inspection without any fee by the members at the Registered Office of the Company on any working day during normal business hours up to the date of Meeting and also during the continuation of the meeting.

The Board recommends for your approval the passing of the Special Item of business as mentioned in Item No. 5 as an Ordinary Resolution.

Documents, if any, referred above, are made available for inspection in terms of Point 9 of the Notes to the accompanying Notice.

None of the Directors, Key Managerial Persons of the Company and / or their relatives are concerned or interested, financially or otherwise, in the said resolution except Dr. H.K.Pradhan.

### **Item no 6**

The Board of Directors at its meeting held on May 9, 2022 upon the recommendation of the Nomination and Remuneration Committee, approved the appointment of Dr. D. Manjunath (holding DIN-08920625) as an Additional Director (Independent) pursuant to Article 134 of the Articles of Association of the Company with effect from May 9, 2022 and also recommended to the shareholders, his appointment as an Independent Director, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 for a period of three consecutive years with effect from May 9, 2022 to May 8, 2025.

Pursuant to the provisions of Section 161 of the Companies Act, 2013 read with Article 134 of the Articles of Association of Company, Dr. D. Manjunath holds office as an Additional Director (Independent) upto the date of this 21<sup>st</sup> Annual General Meeting. In accordance with section 160 of the Companies Act, 2013, the Company has received a notice from a member, proposing the candidature of Dr D.Manjunath for appointment as an Independent Director. His period of office is not liable to be determined for retirement by rotation.

Dr. D. Manjunath is a Professor in the Department of Electrical Engineering of IIT Bombay. He has a PhD from Rensselaer Polytechnic Institute and specializes in the general area of telecommunication and networking. He has co-authored two major textbooks in this area. His research has won him several professional recognitions. He was the head of the Computer Centre of IIT Bombay and responsible for its IT infrastructure that included general purposes and high-performance computing resources, software resources, and networking resources. In addition to carrying out major expansion and modernization of the IT infrastructure at IIT Bombay, he was responsible for introduction of several innovative

processes in procurement and maintenance. He consults on technology deployment and technology development widely with several organizations and has extensive experience in dealing with banking and financial segments. He has been a consultant to several banks and financial institutions for more than twenty years now. Over these years, he has been advising them on most of their major networking, computing, and software projects. He has given several lectures at IDRBT and worked with them. Most recently he has been working with the Reserve Bank of India on currency management, with NSE in analyzing their server infrastructure, and with Mumbai Police Department on a major IT project.

In the opinion of the Board, Dr. D. Manjunath has vast experience in the areas of Information Technology and other related areas and his appointment on the Board as an Independent Director would be beneficial to the Company. The Board is also of the opinion that he fulfils the conditions specified in the Companies Act, 2013 and the rules framed thereunder as well as conditions stipulated in the Directions for Central Counterparties issued by RBI with respect to appointment of Directors on the Board of a CCP and is also independent of the management of the Company.

The Company has received from Dr. D. Manjunath, a consent to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014 and intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified from being appointed as a Director under sub-section 2 of Section 164 of the Companies Act, 2013. Dr. D. Manjunath has given a declaration to the Board to the effect that he meets the criteria of independence as provided under section 149(6) of the Companies Act, 2013. He has also given declaration that he has complied with the conditions/criteria stipulated under Companies (Appointment and Qualification of Directors) Rules, 2014 as amended / substituted by the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019.

Brief profile covering the details of his qualification, experience etc, as required in terms of Secretarial Standards on General Meeting (SS-2), is annexed to this Notice as **Annexure I**.

A copy of the draft letter for appointment of Dr. D. Manjunath as an Independent Director setting out the terms and conditions of the appointment would be available for inspection without any fee by the members at the Registered Office of the Company on any working day during normal business hours up to the date of Meeting and also during the continuation of the meeting.

The Board recommends for your approval the passing of the Special Item of business as mentioned in Item No. 6 as an Ordinary Resolution.

Documents, if any, referred above, are made available for inspection in terms of Point 9 of the Notes to the accompanying Notice.

None of the Directors, Key Managerial Persons of the Company and / or their relatives are concerned or interested, financially or otherwise, in the said resolution except Dr. D. Manjunath.

#### **Item No. 7**

Dr. Meena Hemchandra was appointed as an Independent Director by the shareholders at the 18<sup>th</sup> Annual General meeting for a period of three years with effect from January 23, 2019. Dr. Hemchandra completed her first term as Independent Director on January 22, 2022.

Prior to completion of her term, the Nomination and Remuneration Committee and the Board of Directors, during the annual performance evaluation of Directors, carried out her performance evaluation and her performance has been rated as 'good' on various parameters laid down by the Board in respect of the criteria laid down for the performance evaluation of directors. The parameters majorly included attendance and contribution to the deliberations at the Board meeting and Committee meetings, performance of duties of directors as required under the Companies Act, 2013, professional conduct, roles, functions and duties of Independent Directors as stipulated under the Schedule IV (Code for Independent Directors) of the Companies Act, 2013.

Accordingly, the Board of Directors at their meeting held on August 6, 2021, based on the recommendation of the Nomination and Remuneration Committee and satisfactory performance review, granted in-principle approval for the re-appointment of Dr.

Hemchandra as an Independent Director for a second term of three years from January 23, 2022 to January 22, 2025 subject to the approval of RBI. RBI accorded its approval for the re-appointment of Dr. Meena Hemchandra as an Independent Director for a second term of three years i.e from January 23, 2022 to January 22, 2025.

The Board of Directors at its meeting held on December 15, 2021 took note of the approval of RBI for the re-appointment of Dr. Meena Hemchandra as Independent Director for a second term of three years from January 23, 2022 to January 22, 2025 and recommended her re-appointment to the shareholders for a second term of three years from January 23, 2022 to January 22, 2025 by way of a Special Resolution in terms of provisions of Section 149 of the Companies Act, 2013 and rules framed thereunder. Her period of office is not liable to be determined for retirement by rotation.

The Company has received a notice from a member, proposing the candidature of Dr Hemchandra for re-appointment as an Independent Director.

Dr Meena Hemchandra holds M.A Economics degree from Madurai Kamraj University. She is also qualified CAIIB and CFA and a PhD in Economics. She retired as an Executive Director, Reserve Bank of India in November 2017, after serving the organization for over 35 years. She is professionally qualified with varied, multifaceted experience and good IT skills – Reserve Management (5 Years), Foreign Exchange Management (9 Years); Large Corporate Finance (2 Years); Supervision and Regulation (9 Years); Note Mudran (4 Years); Training – both faculty and Principal - (6 years). She is Chairperson of the Committee of Directors on Risk Management and Member of the Audit Committee, Human Resources Committee and Regulatory Compliance Committee of CCIL.

In the opinion of the Board, Dr. Hemchandra has vast experience in the areas of Finance, Risk Management etc. and her continued association will be highly beneficial to the Company. The Board is also of the opinion that she fulfils the conditions specified in the Companies Act, 2013 and the rules framed thereunder as well as conditions stipulated in the Directions for Central Counterparties issued by RBI with respect to appointment of Directors on the Board of CCP and is also independent of the management of the Company.

The Company has received from Dr Hemchandra, a consent to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014 and intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified from being re-appointed as a Director under sub-section 2 of Section 164 of the Companies Act, 2013. Dr Hemchandra has given a declaration to the Board to the effect that she meets the criteria of independence as provided under section 149(6) of the Companies Act, 2013. She has also given declaration that she has complied with the conditions/criteria stipulated under Companies (Appointment and Qualification of Directors) Rules, 2014 as amended / substituted by the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019.

Brief profile covering the details of her qualification, experience etc, as required in terms of Secretarial Standards on General Meeting (SS-2), is enclosed to this Notice as **Annexure I**.

A copy of the draft letter for re-appointment of Dr. Hemchandra as an Independent Director setting out the terms and conditions of the appointment would be available for inspection without any fee by the members at the Registered Office of the Company on any working day during normal business hours up to the date of Meeting and also during the continuation of the meeting.

The Board recommends for your approval the passing of the Special Item of business as mentioned in Item No.7 as a Special Resolution.

Documents, if any, referred above, are made available for inspection in terms of Point 9 of the Notes to the accompanying Notice.

None of the Directors, Key Managerial Persons of the Company and / or their relatives are concerned or interested, financially or otherwise, in the said resolution except Dr Hemchandra.



## **Item No. 8**

Mr S.Vishvanathan was appointed as an Independent Director by the shareholders at the 14<sup>th</sup> Extra Ordinary General meeting for a period of three years with effect from August 13, 2019. Mr S.Vishvanathan would be completing his first term as Independent Director on August 12, 2022.

Prior to completion of his term, the Nomination and Remuneration Committee and the Board of Directors, during the annual performance evaluation of Directors, carried out his performance evaluation and his performance has been rated as 'good' on various parameters laid down by the Board in respect of the criteria laid down for the performance evaluation of directors. The parameters majorly included attendance and contribution to the deliberations at the Board meeting and Committee meetings, performance of duties of directors as required under the Companies Act, 2013, professional conduct, roles, functions and duties of Independent Directors as stipulated under the Schedule IV (Code for Independent Directors) of the Companies Act, 2013.

Accordingly, the Board of Directors at their meeting held on February 1, 2022, based on the recommendation of the Nomination and Remuneration Committee and satisfactory performance review, as also considering age criteria, granted in-principle approval for the re-appointment of Mr S.Vishvanathan as an Independent Director for a second term from August 13, 2022 to April 30, 2024 subject to the approval of RBI. RBI accorded its approval for the re-appointment of Mr S.Vishvanathan as an Independent Director for a second term from August 13, 2022 to April 30, 2024.

The Board of Directors through Circular Resolution No.1 /BOD/2022 took note of the approval of RBI for the re-appointment of Mr S.Vishvanathan as Independent Director for a second term from August 13, 2022 to April 30, 2024 and recommended his re-appointment to the shareholders for a second term from August 13, 2022 to April 30, 2024 by way of a Special Resolution in terms of provisions of Section 149 of the Companies Act, 2013 and rules framed thereunder. His period of office is not liable to be determined for retirement by rotation.

The Company has received a notice from a member, proposing the candidature of Mr S.Vishvanathan for re-appointment as an Independent Director.

Mr. S. Vishvanathan holds a Master's of Science degree in Physics and has completed his Masters of Business Administration and has a Certified Associate of the Indian Institute of Bankers (CAIIB) qualification. He has over 37 years of Banking experience with the State Bank of India (SBI). Mr. S Vishvanathan retired as the Managing Director & GE (Associates & Subsidiaries) of SBI. Earlier, he was the Deputy Managing Director (Mid Corporate) of SBI. He has also served as the Managing Director and CEO of SBI Capital Markets Limited (SBICAP) from June 2009 to August 2012. He has served in several important capacities, including an assignment in the New York Branch and stints as Regional Manager and Deputy General Manager in the Delhi Circle and as General Manager (Global Markets).

He is the Chairman of the Nomination and Remuneration Committee and a Member of the Audit Committee, Technical Approval Committee, Committee of Directors on Risk Management and Regulatory Compliance Committee of CCIL. He also acts as an Independent Director of Axis Bank Ltd and Director of Orient Paper and Industries Ltd.

In the opinion of the Board, Mr S.Vishvanathan has vast experience in the areas of Banking and Finance and his continued association will be highly beneficial to the Company. The Board is also of the opinion that he fulfils the conditions specified in the Companies Act, 2013 and the rules framed thereunder as well as conditions stipulated in the Directions for Central Counterparties issued by RBI with respect to appointment of Directors on the Board of CCP and is also independent of the management of the Company.

The Company has received from Mr S. Vishvanathan, a consent to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014 and intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified from being re-appointed as a Director under sub-section 2 of Section 164 of the Companies Act, 2013. Mr S.Vishvanathan has given a declaration to the Board to the effect that he meets the criteria of independence as provided under section 149(6) of the Companies Act, 2013. He has also given declaration that he has complied with the conditions/criteria stipulated under Companies (Appointment and Qualification of Directors) Rules, 2014 as amended /

substituted by the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019.

Brief profile covering the details of her qualification, experience etc, as required in terms of Secretarial Standards on General Meeting (SS-2), is enclosed to this Notice as **Annexure I.**

A copy of the draft letter for re-appointment of Mr S.Vishvanathan as an Independent Director setting out the terms and conditions of the appointment would be available for inspection without any fee by the members at the Registered Office of the Company on any working day during normal business hours up to the date of Meeting and also during the continuation of the meeting.

The Board recommends for your approval the passing of the Special Item of business as mentioned in Item No.8 as a Special Resolution.

Documents, if any, referred above, are made available for inspection in terms of Point 9 of the Notes to the accompanying Notice.

None of the Directors, Key Managerial Persons of the Company and / or their relatives are concerned or interested, financially or otherwise, in the said resolution except Mr S.Vishvanathan.

### **Item No. 9 and 10**

Mr R.Gandhi was appointed as an Independent Director and Non-Executive Chairman by the shareholders at the 14<sup>th</sup> Extra Ordinary General meeting for a period of three years with effect from September 20, 2019. Mr R. Gandhi would be completing his first term as Independent Director and Non-Executive Chairman on September 19, 2022.

Prior to completion of his term, the Nomination and Remuneration Committee and the Board of Directors, during the annual performance evaluation of Directors, carried out his performance evaluation and his performance has been rated as 'good' on various parameters laid down by the Board in respect of the criteria laid down for the performance evaluation of directors. The parameters majorly included attendance and contribution to the

deliberations at the Board meeting and Committee meetings, performance of duties of directors as required under the Companies Act, 2013, professional conduct, roles, functions and duties of Independent Directors as stipulated under the Schedule IV (Code for Independent Directors) of the Companies Act, 2013. The Independent Directors also at their separate meeting had carried out performance evaluation of Mr. R. Gandhi as the Chairman of the Company in terms of the requirements under the Companies Act, 2013 and expressed satisfaction for the performance of Mr. R. Gandhi as the Chairman of the Company.

Accordingly, the Board of Directors at their meeting held on February 1, 2022 took note of the major milestones achieved by the Company under Mr. R.Gandhi's Chairmanship and based on the recommendation of the Nomination and Remuneration Committee and satisfactory performance review, granted in-principle approval for the re-appointment of Mr R.Gandhi as an Independent Director and Non-Executive Chairman, for a second term from September 20, 2022 to September 19, 2025 subject to the approval of RBI. . RBI vide its letter dated May 23, 2022 accorded its approval for the re-appointment of Mr R. Gandhi as an Independent Director and Non-Executive Chairman for a second term from September 20, 2022 to September 19, 2025.

The Board of Directors through Circular Resolution No. 2 /BOD/2022 took note of the approval of RBI for the re-appointment of Mr R.Gandhi as an Independent Director and Non-Executive Chairman for a second term from September 20, 2022 to September 19, 2025 and recommended his re-appointment to the shareholders for a second term from September 20, 2022 to September 19, 2025 by way of a Special Resolution in terms of provisions of Section 149 of the Companies Act, 2013 and rules framed thereunder. His period of office is not liable to be determined for retirement by rotation.

The Company has received a notice from a member, proposing the candidature of Mr R.Gandhi for re-appointment as an Independent Director.

Mr. R. Gandhi is a financial sector policy expert and adviser. Currently, he advises banks, finance companies and fintech entities. His expertise includes banking and non-banking regulation, payment systems, financial markets, Fin Tech and currency management. He is a prolific speaker and covers, including these areas, wide range of subjects. He was a Deputy Governor of the Reserve Bank of India for three years from 2014 to 2017. He had

been a seasoned and accomplished central banker for 37 years. He had a three year secondment to the Securities and Exchange Board of India (SEBI), the capital market regulator. He also held the charge of Director of the Institute for Development and Research in Banking Technology (IDRBT), Hyderabad. He has been associated with various committees, working groups and task forces, both domestic and international. He was one of the initial members of the Monetary Policy Committee (MPC). He was a member of the Basel Committee on Banking Supervision (BCBS) and the Committee on Global Financial Systems (CGFS), Basel.

He has been educated in India and abroad. He has a master's degree in Economics from the Annamalai University, in Tamil Nadu, India. He also has post graduate level certificates in Management Information System from The American University, Washington DC, USA and in Capital Market from the City University of New York, New York, USA. His technical education includes a certificate course in System Programming from the IBM Education, Sydney, Australia. He also has a certificate in Gandhian Thoughts from the Madurai University, Tamil Nadu, India.

He is the Chairman of Corporate Social Responsibility Committee, Regulatory Compliance Committee, Human Resources Committee and member of various Committees of CCIL viz., Audit Committee, Nomination and Remuneration Committee, Committee of Directors on Risk Management (CODRM), Technical Approval Committee (TAC) and Bye Laws Rules and Regulations Committee. He is also the Non-Executive Chairman of the wholly owned subsidiary Clearcorp Dealing Systems (India) Ltd. He is the Chairman of National E-Governance Services Ltd. and acts as Director on the Boards of several Companies such as NESL Asset Data Ltd, Yes Bank Ltd, BFSI Sector Skill Council of India etc.

In the opinion of the Board, Mr R.Gandhi has vast experience in the areas of financial sector especially as a former Deputy Governor of RBI and considering the able leadership provided by him to the Board, his continued association as an Independent Director and Chairman will be highly beneficial to the Company. The Board is also of the opinion that he fulfils the conditions specified in the Companies Act, 2013 and the rules framed thereunder as well as conditions stipulated in the Directions for Central Counterparties

issued by RBI with respect to appointment of Directors / Chairman on the Board of CCP and is also independent of the management of the Company. Further, for the performance of his duties as a Chairman of the Company he will be provided with a separate office with secretarial assistance and use of a Company's car with driver for official purpose.

The Company has received from Mr R. Gandhi, a consent to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014 and intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified from being re-appointed as a Director under sub-section 2 of Section 164 of the Companies Act, 2013. Mr R.Gandhi has given a declaration to the Board to the effect that he meets the criteria of independence as provided under section 149(6) of the Companies Act, 2013. He has also given declaration that he has complied with the conditions/criteria stipulated under Companies (Appointment and Qualification of Directors) Rules, 2014 as amended / substituted by the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019.

Brief profile covering the details of his qualification, experience etc, as required in terms of Secretarial Standards on General Meeting (SS-2), is enclosed to this Notice as **Annexure I**.

A copy of the draft letter for re-appointment of Mr R.Gandhi, setting out the terms and conditions of the appointment as Independent Director appointment would be available for inspection without any fee by the members at the Registered Office of the Company on any working day during normal business hours up to the date of Meeting and also during the continuation of the meeting.

The Board recommends for your approval the passing of the Special Item of business as mentioned in Item No.9 and 10 as Special Resolutions.

Documents, if any, referred above, are made available for inspection in terms of Point 9 of the Notes to the accompanying Notice.

None of the Directors, Key Managerial Persons of the Company and / or their relatives are concerned or interested, financially or otherwise, in the said resolution except Mr R. Gandhi.

**By Order of the Board of Directors,  
For The Clearing Corporation of India Limited**

**Sd/-  
Company Secretary**

**Mumbai, July 12, 2022**

**Registered Office:**

CCIL Bhavan,

S. K. Bole Road,

Dadar (West), Mumbai - 400 028

Tel: 61546200 /24396200 ♦ Fax: 24326042

Website: [www.ccilindia.com](http://www.ccilindia.com)

CIN-U65990MH2001PLC131804

Email ID- [ssd@ccilindia.co.in](mailto:ssd@ccilindia.co.in)

Prominent Landmark: Near Our Lady of Salvation Church (Portuguese Church)

**Annexure I****Details of Director seeking appointment/re-appointment at the 21<sup>st</sup> Annual General Meeting scheduled to be held on August 8, 2022**

<b>Name of the Director / candidate for directorship</b>	<b>Mr B.Prasanna</b>	<b>Dr H.K.Pradhan</b>	<b>Dr. D. Manjunath</b>	<b>Dr. Meena Hemchandra</b>	<b>Mr S.Vishvanathan</b>	<b>Mr R.Gandhi</b>
<b>Designation</b>	Nominee Director	Additional Director (Independent )	Additional Director (Independent)	Independent Director	Independent Director	Independent Director and Non-Executive Chairman
<b>Age (as on May 31, 2022)</b>	52 years	64 years and 3 months	58 years	64 years and 6 months	68 years and one month	66 years and 2 months
<b>Date of first appointment on the Board</b>	November 5, 2016	August 13, 2021	May 9, 2022	January 23, 2019	August 13, 2019	September 20, 2019
<b>Qualifications</b>	Chartered Accountant, Cost Accountant and CFA	M.A degree (Economics), M.Phil and PhD, Post Doctoral Fellow from Columbia University.	BE in Electronics and Commun. Engg, MS in Elecl. Engg, PhD in Elecl Engg	M.A (Economics), CAIIB and Chartered Financial Analyst (India), PhD	M.Sc (Phy.), MBA, CAIIB	i) Master's degree in Economics. ii) Post Graduate level Certificates in Management Information System from the American University, Washington DC, USA and in Capital Market from



						<p>the City University of New York, New York, USA.</p> <p>iii) Certificate course in System Programming from the IBM Education in Sydney, Australia.</p> <p>iv) Certificate course in Gandhian Thoughts from the Madurai University, Tamil Nadu.</p>
<b>Experience</b>	Over 25 years of experience in Fixed Income Market. Currently, associated with ICICI Bank as Group Executive, Head - Global Markets & Proprietary Trading Group · ICICI Bank	Over 36 years of experience in Finance, Risk Management and other related areas. Currently associated as Professor at XLRI, Jamshedpur	Over 30 years of experience in Information Technology and related areas. Currently associated as Professor at IIT Bombay	Former Executive Director, Reserve Bank of India (RBI) with over 35 years of experience with RBI.	Former Managing Director, State Bank of India. Over 37 years of experience in Banking sector with State Bank of India and group	Former Deputy Governor of RBI Over 37 years of experience with RBI.

<b>Shareholding in the Company</b>	Nil	Nil	Nil	Nil	Nil	Nil
<b>Number of meeting of the Board attended during the financial year 2021-22 / Number of meetings held during the tenure of Directors</b>	2/6	4/4	Not Applicable	6/6	6/6	6/6
<b>Directorships held in other Companies (As on May 9, 2022)</b>	<p>1. Fixed Income Money Market and Derivatives Association of India</p> <p>2.ICICI Securities Primary Dealership Ltd.</p> <p>3. Foreign Exchange Dealers Association of India</p>	1.SBI DFHI Limited	Nil	<p>1. Suryoday Small Finance Bank Ltd</p> <p>2. DMI Finance Private Limited</p> <p>3. CFM Asset Reconstruction Pvt Ltd</p>	<p>1. Orient Paper &amp; Industries Ltd</p> <p>2. Axis Bank Ltd</p>	<p>1. Electronic Payment and Services Private Limited</p> <p>2. NESL Asset Data Limited</p> <p>3. National E-Governance Services Limited</p> <p>4. Yes Bank Ltd</p> <p>5. BFSI Sector Skill Council of India</p> <p>6. Clearcorp Dealing Systems (India) Ltd</p> <p>7. Perfect Day India Pvt Ltd</p> <p>8.Perfios</p>

						Software Solutions Private Ltd
<b>Particulars of Committee Chairmanship/ Membership held in other Companies (As on May 9, 2022)</b>	<p><b>1. <u>ICICI Securities Primary Dealership Limited</u></b> Member of Audit Committee, Nomination and Remuneration Committee, Risk Management &amp; IT Strategy Committee</p> <p><b>2. <u>Foreign Exchange Dealers Association of India Ltd-</u></b> Managing Committee-Member</p> <p><b>3. <u>Fixed Income Money Market and Derivatives Association-</u></b> Technical Committee for Market practices</p>	<p><b>1. <u>SBI DFHI Limited</u></b> Human Resource Committee of the Board-Member</p> <p>Risk Management Committee of the Board-Member</p>	NIL	<p><b>1. <u>Suryoday Small Finance Bank Ltd</u></b></p> <p>1. Audit Committee – Member</p> <p>2. IT Strategy Committee-Member</p> <p>3. Risk Management Committee-Chairperson</p> <p>4. CSR Committee-Member</p> <p>5. Willful Defaulter and Monetary High Value Frauds Committee-Member</p>	<p><b>1. <u>Axis Bank Ltd-</u></b> Chairman of Stakeholder Relationship Committee, Committee of Directors and Special Committee of the Board of Directors for Large Value Fraud.</p> <p>Member of IT Strategy Committee and Review Committee</p> <p><b>2. <u>Orient Paper and Industries Ltd.</u></b> Member of Stakeholders Relationship Committee and Committee of</p>	<p>1. <b>National E-Governance Services Limited</b> Member of Nomination and Remuneration Committee and Audit Committee. Chairman of Corporate Social Responsibility Committee</p> <p>2. <b>NESL Asset Data Limited -</b> Chairman of the Risk Management Committee and Nomination and Remuneration Committee.</p> <p>Member of Audit Committee</p> <p>3. <b><u>Electronic</u></b></p>

				<b>2.CFM Asset Reconstruction Pvt Ltd</b> 1.Audit Committee - Member 2.Risk Management Committee-Chairperson	Directors on Risk Management.  Chairman of Audit Committee and Nomination and Remuneration Committee	<b>Payments and Services Private Limited -</b> Chairman of Audit & Risk Committee and Member of Business & Operations Committee and Finance Committee  <b>4. Yes Bank Ltd – Member of Audit Committee</b>
<b>Relationship with other Directors / KMP of the Company</b>	None	None	None	None	None	None
<b>Terms and Conditions of appointment/re-appointment</b>	Proposed to be re-appointed as Non – Executive, Nominee Director liable to retire by rotation and sitting fees as mentioned below shall be paid.	Proposed to be appointed as Non – Executive, Independent Director not liable to retire by rotation and sitting fees as mentioned below shall be paid.	Proposed to be appointed as Non – Executive, Independent Director not liable to retire by rotation and sitting fees as mentioned below shall be paid.	Proposed to be re- appointed as Non – Executive, Independent Director not liable to retire by rotation and sitting fees as mentioned below shall be paid.	Proposed to be re- appointed as Non – Executive, Independent Director not liable to retire by rotation and sitting fees as mentioned below shall be paid.	Proposed to be re-appointed as Non - Executive Chairman and Independent Director, not liable to retire by rotation as per the terms and conditions

						detailed in the explanatory statement and sitting fees as mentioned below shall be paid.
<b>Remuneration sought to be paid</b>	Sitting fees of Rs. 50,000/- or such amount as may be decided by the Board, subject to the ceiling prescribed from time to time, under Companies Act 2013 and Rules thereunder for attending each meeting of the Board / Committees of the Company or such other purpose as approved by the Board.	Sitting fees of Rs. 50,000/- or such amount as may be decided by the Board, subject to the ceiling prescribed from time to time, under Companies Act 2013 and Rules thereunder for attending each meeting of the Board / Committees of the Company or such other purpose as approved by the Board.	Sitting fees of Rs. 50,000/- or such amount as may be decided by the Board, subject to the ceiling prescribed from time to time, under Companies Act 2013 and Rules thereunder for attending each meeting of the Board / Committees of the Company or such other purpose as approved by the Board.	Sitting fees of Rs. 50,000/- or such amount as may be decided by the Board, subject to the ceiling prescribed from time to time, under Companies Act 2013 and Rules thereunder for attending each meeting of the Board / Committees of the Company or such other purpose as approved by the Board.	Sitting fees of Rs. 50,000/- or such amount as may be decided by the Board, subject to the ceiling prescribed from time to time, under Companies Act 2013 and Rules thereunder for attending each meeting of the Board / Committees of the Company or such other purpose as approved by the Board.	Sitting fees of Rs. 50,000/- or such amount as may be decided by the Board, subject to the ceiling prescribed from time to time, under Companies Act 2013 and Rules thereunder for attending each meeting of the Board / Committees of the Company or such other purpose as approved by the Board.
<b>Remuneration last drawn (for the financial year 2021-22 )</b>	Rs. 4,00,000/-	Rs. 3,50,000/-	Not Applicable	Rs.7,00,000/-	Rs. 12,50,000/-	Rs. 20,00,000/-

**FORM FOR REGISTRATION / UPDATION OF E-MAIL ADDRESS FOR  
RECEIVING COMMUNICATIONS IN ELECTRONIC FORM**

Company Secretary  
The Clearing Corporation of India Ltd.  
CCIL Bhavan, S.K.Bole Road,  
Dadar(w), Mumbai-400 028.

**Subject:-Sending of Notices, Annual Report, Audited Financial Statements and other information/documents through Electronic Mode (E-Mode)**

Dear Sir,

I / We hereby request you to register my / our e-mail address provided below for receiving the Notices, Annual Report, Audited Financial Statements and other information/documents from the Company through electronic mode:-

E-mail Address:

\_\_\_\_\_

Name of the Shareholder:

\_\_\_\_\_

Registered Address:

\_\_\_\_\_

DP ID / Client ID :

\_\_\_\_\_

Contact Nos.: Mobile:

\_\_\_\_\_

Land Line (with STD Code):

\_\_\_\_\_

\_\_\_\_\_  
Signatures of Shareholder

Date: \_\_\_\_\_

Note: The Shareholder(s) are requested to keep the Company informed / update the email address as and when there is any change in the e-mail address.