



NATIONAL STOCK EXCHANGE OF INDIA LIMITED

(CIN: U67120MH1992PLC069769)

Regd. Office: Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051

Tel: +9122 26598100, **Email:** secretarialdept@nse.co.in **Website:** www.nseindia.com

NOTICE

Notice is hereby given that the 28th Annual General Meeting of the Members of National Stock Exchange of India Limited will be held on Friday, September 25, 2020 at 11.00 a.m. through video conferencing (VC) facility/Other Audio Visual Means (OAVM), to transact the following business:

AS ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon.
2. To confirm the Interim dividend paid and to declare final dividend on equity shares for the financial year ended March 31, 2020.
3. To resolve not to fill up the vacancy caused by the retirement of Mr. Abhay Havaladar (DIN: 00118280), Shareholder Director, who retires by rotation and to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Abhay Havaladar (DIN: 00118280), Shareholder Director, who retires by rotation at the ensuing Annual General Meeting, be and is hereby not re-appointed as a Director of the Company and the vacancy so caused on the Board of the Company, be not filled up.”

**By Order of the Board of Directors,
For National Stock Exchange of India Limited**

Date: August 07, 2020

Place: Mumbai

S Madhavan

Company Secretary

Registered Office:

Exchange Plaza, Plot C-1,
Block 'G', Bandra-Kurla Complex,
Bandra (East) Mumbai – 400051

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, and the Government of India, Ministry of Corporate Affairs has allowed conducting of Annual General Meeting through video conferencing (VC) or other audio visual means (OAVM) and dispensed the personal presence of members at the meeting. The Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as “the Circulars”), prescribing the procedures and manner of conducting the Annual General Meeting through VC/OAVM. In terms of the said Circulars, the 28th Annual General Meeting (AGM) of the members will be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the AGM through VC/OAVM only. Notice is also uploaded on NSE’s website **www.nseindia.com** and of NSDL at **www.evoting.nsdl.com**.
2. The deemed venue for the 28th AGM shall be the registered office of the company i.e. Exchange Plaza, Plot C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai-400051.
3. National Securities Depositories Limited (“NSDL”) will be providing facility for participation in the 28th AGM through VC/OAVM Facility and e-Voting for the said AGM.
4. Members can join the 28th AGM through VC/OAVM Facility 15 minutes before the scheduled time and till 15 minutes after the scheduled time by following the procedure as mentioned below in the notice. The Members will be able to view the proceedings on the National Securities Depository Limited’s (“NSDL”) website at **www.evoting.nsdl.com**.

5. Members may note that the VC/OAVM Facility provided by NSDL allows participation of atleast 1000 Members on a first-come-first-served basis. Since number of Company shareholders is less than 1000, all the shareholders can attend and participate in the 28th AGM and cast their vote without any restriction. The large shareholders (i.e. shareholders holding 2% or more shareholding), institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the 28th AGM without any restriction.

6. INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:

A. PROCESS AND MANNER FOR VOTING THROUGH ELECTRONIC MEANS:

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-voting system as well as remote e-voting during the AGM will be provided by NSDL.
2. Members of the Company holding shares in electronic form as on the cut-off date of Friday, September 18, 2020 may cast their vote by remote e-voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting before the AGM as well as remote e-voting during the AGM. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date i.e. Friday, September 18, 2020, may obtain the User ID and Password by sending a request at evoting@nsdl.co.in.
3. The remote e-voting period commences on Tuesday, September 22, 2020 at 9.00 a.m. (IST) and ends on Thursday, September 24, 2020 at 5.00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for

voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, September 18, 2020.

4. Members will be provided with the facility for voting through electronic voting system during the AGM proceedings, only such members who have not already cast their vote on the resolution(s) by remote e-voting, will be eligible to vote through e-voting system in the AGM. Members who have cast their vote on resolution(s) by remote e-voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.
5. The remote e-voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.

INSTRUCTIONS FOR MEMBERS FOR E-VOTING BEFORE AND DURING THE 28TH AGM ARE AS UNDER:

The details of the process and manner for e-Voting are explained herein below

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

- I. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- II. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- III. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing ID as login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2, i.e. Cast your vote electronically.

IV. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) | Your User ID is: |
|---|--|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12***** |
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12***** |

V. Your password details are given below:

- i. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- ii. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- iii. How to retrieve your 'initial password'?
 - a) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account. The .pdf file contains your 'User ID' and your 'initial password'.
 - b) If your email ID is not registered, please follow steps mentioned below in process for those members whose email ids are not registered.

VI. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password click on:

- i. "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

- ii. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number, your PAN, your name and your registered address.

VII. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

VIII. Now, you will have to click on "Login" button.

IX. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

- I. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- II. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- III. Select "EVEN" (113376) of the Company.
- IV. Now you are ready for e-Voting as the Voting page opens.
- V. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and "Confirm" when prompted.
- VI. Upon confirmation, the message "Vote cast successfully" will be displayed.
- VII. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- VIII. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in. or contact Mr. Amit Vishal, Senior Manager or Ms Pallavi Mhatre Manager,

National Securities Depository Ltd., Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated email IDs: **evoting@nsdl.co.in** or **AmitV@nsdl.co.in** or **pallavid@nsdl.co.in** or at telephone nos. : +91-22-24994360 or +91-99202 64780 or +91-22-24994545 who will also address the grievances connected with the voting by electronic means.

7. Process for those Members whose email ids are not registered for procuring user id and password and registration of email ids for e-Voting on the resolutions set out in this Notice:

Members may obtain the login ID and password by sending scanned copy of

- (i) a signed request letter mentioning your name, DP ID-Client ID (16 digit DP ID + Client ID or 16 digit beneficiary ID);
- (ii) self attested scanned copy of client master or Consolidated Demat Account statement; and
- (iii) self attested scanned copy of the PAN Card, to the email address of the Company **secretarialdept@nse.co.in**.

8. THE INSTRUCTIONS FOR E-VOTING DURING THE AGM ARE AS UNDER:

1. The procedure for remote e-voting during the AGM is same as the instructions mentioned above for remote e-voting, since the Meeting is being held through VC/OAVM.
2. Only those Members/Shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote on such resolution(s) through e-voting system during the AGM.

9. INSTRUCTIONS FOR MEMBERS FOR PARTICIPATING IN THE 28TH AGM THROUGH VC/OAVM ARE AS UNDER:

- a. Members will be able to attend the 28th AGM through VC/OAVM Facility through the NSDL e-Voting system at **<https://www.evoting.nsdl.com>** under "Shareholders/Members" login by using the e-Voting credentials and selecting the EVEN (113376)for the Company's 28th AGM. Members can join the AGM by clicking on the "VC/OAVM" option under Join General Meeting and vote on the resolutions put forward in the AGM by clicking

on the "EVEN". Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the e-Voting instructions mentioned in the Notice of the 28th AGM to avoid last minute rush. Further, Members can also use the OTP based login for logging into the e-Voting system of NSDL.

- b. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the meeting.
 - c. Please note that Members connecting from mobile devices or tablets or through laptops etc connecting via mobile hotspot, may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
 - d. Members can submit questions in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered e-mail address, mentioning their name, DP ID and Client ID number and mobile number, to reach the Company's e-mail address at **secretarialdept@nse.co.in** at least 7 days in advance before the start of the meeting. Such questions by the Members shall be taken up during the meeting and replied by the Company suitably.
 - e. Members, who would like to ask questions during the 28th AGM with regard to the financial statements or any other matter to be placed at the 28th AGM, need to register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID number and mobile number, to reach the Company's email address **secretarialdept@nse.co.in** atleast 48 hours in advance before the start of the 28th AGM i.e. by 23rd September 2020 by 11:00 a.m. IST. Those Members who have registered themselves as a speaker shall be allowed to ask questions during the 28th AGM, depending upon the availability of time.
10. The Board of Directors has appointed Mr. B. Narasimhan of M/s. B N & Associates, Practising Company Secretary and failing him, Venkataraman K, Practising Company Secretary, as the Scrutinizer to scrutinize the remote e-voting process before and during the AGM in a fair and transparent manner.
 11. The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock and count the votes cast during the AGM, and votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM,

a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.

12. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company www.nseindia.com and on the website of NSDL www.evoting.nsdl.com immediately after the result is declared by the Chairman or any other person authorised by the Chairman.
13. Members can, prior to the Meeting, seek technical assistance/address queries on the abovementioned numbers of NSDL as mentioned in e-voting process between 11.00 a.m. to 1.30 p.m. from Monday to Friday till the date of the Meeting.
14. Since the AGM is being conducted through VC/OAVM, there is no provision for appointment of proxies. Accordingly, appointment of proxies by the members will not be available, hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, Corporate members whose authorized representatives are intending to attend the meeting are requested to send to the company at secretarialdept@nse.co.in a certified copy of the board resolution authorizing such representative to attend the AGM through VC/OAVM, and cast their votes at the Meeting.
15. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
16. Institutional investors who are members are encouraged to attend and vote in the AGM through VC or OAVM.
17. The Company's Statutory Auditors, M/s Price Waterhouse & Co, Chartered Accountants, LLP, were appointed as Statutory Auditors of the Company for a period of five consecutive years at the Annual General Meeting of the Members held on September 16, 2016 on remuneration to be determined by the Board of Directors or Audit Committee thereof. Their appointment was subject to ratification by the Members at every subsequent Annual General Meeting held after the AGM held on September 16, 2016. Pursuant to the amendments made to Section 139 of the Companies Act, 2013 by the Companies (Amendment) Act, 2017 effective from May 7, 2018, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors has been withdrawn.

In view of the above, ratification of the Members for continuance of their appointment at this Annual General

Meeting is not being sought. The Statutory Auditors have given a confirmation to the effect that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as Statutory Auditors. The remuneration payable to the Statutory Auditors shall mutually be agreed between the Board of Directors or the Audit committee of the Company and the Statutory Auditors.

18. In respect of item no. 3, additional information is annexed to the notice.
19. The statutory registers including register of directors and key managerial personnel and their shareholding, the register of contracts or arrangements in which directors are interested maintained under the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection in electronic mode. Members who wish to inspect the register are requested to write to the company by sending e-mail to secretarialdept@nse.co.in.
20. Friday, September 11, 2020 is taken as the record date for the purpose of determining names of Members eligible for the payment of final dividend on equity shares for the Financial Year ended March 31, 2020.
21. Subject to the provisions of Section 126 of the Companies Act, 2013, the dividend as recommended by the Board, if declared at the meeting, will be paid around 10 days of declaration to those members whose names appear as beneficial owner(s) in the records of the Depository as on Friday, September 11, 2020.
22. Shareholders are requested to intimate all changes pertaining to their bank details, email address, power of attorney, change of name, change of address, contact details, etc. to their Depository participant at the earliest.
23. Shareholders may please note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. Members are requested to update their Electronic Bank Mandate through your Depository Participant/s in order to receive dividends in a timely manner. The Company or its Registrars and Share Transfer Agents, M/s. Link Intime India Private Limited cannot act on any request received directly from the Members for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members.

Pursuant to Finance Act, 2020, dividend income is taxable in the hands of Shareholders w.e.f. April 1, 2020 and the

Company is required to deduct tax at source from dividend paid to the Members at the prescribed rates in the Income Tax Act, 1961 ('IT Act'). In general, to enable compliance with TDS requirements, Members are requested to complete and/ or update their Residential status, PAN, Category as per the IT Act with their depository participants ('DPs'). The relevant tax exemption documents and other related documents can be uploaded on the website of M/s. Link Intime India Private Limited Registrars and Transfer Agent ('RTA') (url <https://linkintime.co.in/formsreg/submission-of-form-15g-15h.html>), on or before Friday, September 18, 2020. Detailed process regarding this is sent to all shareholders by the RTA vide a separate email and uploaded on the website of the Company.

Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the company or with the Depository Participant(s).

24. The Notice of AGM and Annual Report are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s).

25. Members may also note that the Notice of 28th AGM and

the Company's Annual Report for 2019-20 will be made available on the Company's website at www.nseindia.com.

26. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s).

27. During the year under review, NSE had declared final dividend for FY 2018-2019 and interim dividend for FY 2019-2020 and the respective dividend amounts were deposited in separate dividend accounts and were paid to all eligible shareholders except to LIC to the extent of 4.89% shares which were held in abeyance as per SEBI directions. A total amount of Rs.43,08,56,900 of LIC is held in abeyance and was lying in the unpaid/unclaimed dividend account of the Company.

28. Your company is pleased to provide the facility of live webcast of proceedings of AGM. Members who are entitled to participate in the AGM can view the live proceedings of AGM on the website of the Company www.nseindia.com.

29. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

30. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Act, 2013 read with Circulars issued by MCA and SEBI in this regard

ANNEXURE ADDITIONAL INFORMATION TO THE NOTICE

Item No. 3

Mr. Abhay Havaladar was appointed as a Shareholder Director of the Company after taking requisite approvals including approval of Securities and Exchange Board of India which was effective from June 13, 2012. From time to time, he has been re-appointed as Shareholder Director, liable to retire by rotation. His term of current appointment is until the ensuing AGM. The appointment of shareholder Directors is subject to the approval of SEBI.

SEBI vide its letter dated February 17, 2020 has advised NSE not to forward the name of Mr. Abhay Havaladar for his reappointment as and when such reappointment is due. In view of the above, Mr. Abhay Havaladar (DIN: 00118280), Shareholder

Director, who is liable to retire by rotation under section 152(6) of the Act and in accordance with the Articles of Association of the Company at the Twenty Eight Annual General Meeting is not proposed to be re-appointed as a director of the company. The Board at its Meeting held on June 25, 2020 proposed to not fill the vacancy caused due to his retirement.

Accordingly, the Board recommends the ordinary resolution as set out in Item No. 3 of the Notice for approval of the Members.

Except, Mr. Abhay Havaladar, none of the other Directors of the Company and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the proposed resolution.

ANNEXURE TO THE NOTICE

To note the appointments in the Board since April 1, 2019.

Pursuant to Regulation 24(2) to Securities Contracts (Regulation) (Stock Exchanges And Clearing Corporations) Regulations, 2018 read with PART – H of Schedule – II of these regulations, the Public Interest Directors on the governing board of the recognised stock exchange shall be nominated by SEBI from the names of public interest directors forwarded to the Securities and Exchange Board of India (SEBI) which are approved by the Governing Board of the stock exchange. The shareholders approval for the same shall not be necessary.

In light of the above provisions, the Nomination and Remuneration Committee and Board of Directors from time to time had approved and forwarded the names of Public Interest Directors to Securities and Exchange Board of India (SEBI) for nomination on the Governing Board of NSE. Subsequently, SEBI had approved the nomination of Public Interest Director(s) on the governing Board from time to time.

Accordingly, the members are requested to take note of the appointment of Public Interest Directors made on the Governing Board of NSE since April 01, 2019.

Appointment of Mr. Girish Chandra Chaturvedi (DIN: 00110996), as Public Interest Director of the company.

Mr. Girish Chandra Chaturvedi was appointed as a Public Interest Director of the Company, basis the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and nomination by SEBI which was effective from November 08, 2019 for a period of 3 years.

The Board at its meeting held on December 02, 2019 elected

Mr. Girish Chandra Chaturvedi, Public Interest Director as Chairman of the Governing Board of NSE to hold office as Chairman of the Board for a period effective from the date of approval from SEBI till the expiry of his term as Public Interest Director on the Board of NSE. Further, SEBI vide its letter dated December 06, 2019 approved the appointment of Mr. Girish Chandra Chaturvedi as the Chairman of the Governing Board of NSE.

Mr. Girish Chandra Chaturvedi has pursued MSc Social Policy and Planning in Developing Countries from the London School of Economics, University of London, United Kingdom. He also holds the qualification of MSc Physics, First Class Honours University of Allahabad, India and BSc (Physics; Mathematics; Statistics), First Class Honours University of Allahabad, India. He is an IAS officer of the Uttar Pradesh cadre from the 1977 batch.

Mr. Chaturvedi has held key positions at the Central level – Government of India which includes Secretary, Ministry of Petroleum and Natural Gas and State Level - Government of Uttar Pradesh which includes as Secretary to the Chief Minister. He has also served as a government nominee director inter-alia on the boards of LIC, Canara Bank, Bank of Baroda, IDBI Bank Ltd and IDFC Ltd. He was the Chairman and Member of Warehousing Development and Regulatory Authority of India (Post retirement from the Indian Administrative Service) during 2014- 2018.

Mr. Girish Chandra Chaturvedi does not hold by himself or for any other person on beneficial basis, any shares in the Company.

Additional Information as required under Clause 1.2.5 of (SS-2) and Regulation 36 of SEBI LODR.

| | |
|--|--|
| Name of Director | Mr. Girish Chandra Chaturvedi |
| Category | Public Interest Director |
| Date of Birth/ Age | January 17, 1953 67 Years |
| DIN | 00110996 |
| Qualifications | BSc, MSc (Physics), MSc (Social Policy and planning in Developing Countries) |
| Brief Resume /Expertise / Experience | He is an IAS officer of the Uttar Pradesh cadre from the 1977 batch. Mr. Chaturvedi has held key positions at the Central level – Government of India which includes Secretary, Ministry of Petroleum and Natural Gas and State Level - Government of Uttar Pradesh which includes as Secretary to the Chief Minister. He has also served as a government nominee director inter-alia on the boards of LIC, Canara Bank, Bank of Baroda, IDBI Bank Ltd and IDFC Ltd. He was the Chairman and Member of Warehousing Development and Regulatory Authority of India (Post retirement from the Indian Administrative Service) during 2014- 2018. |
| Date of first appointment on the Board | November 08, 2019 |

| | |
|---|--|
| Shareholding in the Company | - |
| Relationship with other Directors, Managers & KMP | - |
| List of other Directorships held | 1. ICICI Bank Limited 2. Infrastructure Leasing And Financial Services Limited 3. IL&FS Energy Development Company Limited |
| Memberships/Chairmanships of committees of Board of other companies | Infrastructure Leasing and Financial Services Limited - Stakeholder relationship Committee - Chairman IL&FS Energy Development Company Limited - Audit Committee - Chairman |
| Remuneration drawn, if any | Sitting fees. As permitted under the Companies Act, 2013. |
| No. of Board Meetings attended during 2019-20 | 4 |

Appointment of Ms. Anuradha Rao (DIN: 07597195), Public Interest Director of the company.

Ms. Anuradha Rao was appointed as a Public Interest Director of the Company basis the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and nomination by SEBI which was effective from November 08, 2019 for a period of 3 years.

Ms. Anuradha Rao has pursued Post Graduation from University of Hyderabad. She is also an Associate of the Indian Institute of

Bankers and an Alumni of CAFRAL.

She was the Deputy Managing Director in State Bank of India. She has over 36 years of extensive banking and finance experience in SBI in leadership positions in India and overseas. She was also holding Directorship in National Payments Corporation of India as Nominee director.

Ms. Anuradha Rao does not hold by herself or for any other person on beneficial basis, any shares in the Company.

Additional Information as required under Clause 1.2.5 of (SS-2) and Regulation 36 of SEBI LODR.

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|---|---|
| Name of Director | Ms. Anuradha Rao |
| Category | Public Interest Director |
| Date of Birth/ Age | September 28, 1959 60 Years |
| DIN | 07597195 |
| Qualifications | 1. Post Graduate, University of Hyderabad 2. An Associate of the Indian Institute of Bankers 3. Alumni of CAFRAL |
| Brief Resume /Expertise / Experience | She was Deputy Managing Director in State Bank of India. She has over 36 years of extensive banking and finance experience in SBI in leadership positions in India and overseas. She was also Director in National Payments Corporation of India as Nominee director. |
| Date of first appointment on the Board | November 08, 2019 |
| Shareholding in the Company | - |
| Relationship with other Directors, Managers & KMP | - |
| List of other Directorships held | Northern Arc Capital Limited |
| Memberships/Chairmanships of committees of Board of other companies | - |
| Remuneration drawn, if any | Sitting fees. As permitted under the Companies Act, 2013. |
| No. of Board Meetings attended during 2019-20 | 4 |

Appointment of Prof. S Sudarshan (DIN: 08636735), Public Interest Director of the company.

Prof. S Sudarshan was appointed as a Public Interest Director of the Company basis the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and nomination by SEBI which was effective from February 17, 2020 for a period of 3 years.

Prof. S Sudarshan has pursued B. Tech (Computer Science) from Indian Institute of Technology Madras, MS (Computer Sciences) from University of Wisconsin-Madison, U.S.A and PhD

(Computer Sciences) from University of Wisconsin-Madison, U.S.A.

Prof. S Sudarshan is presently a professor at Indian Institute of Technology, Bombay. He was a Visiting Researcher at Microsoft Research, Redmond WA and was also a Principal Investigator (Member of Technical Staff) in the Database Research group at AT&T Bell Laboratories, Murray Hill, New Jersey.

Prof. S Sudarshan does not hold by himself or for any other person on beneficial basis, any shares in the Company.

Additional Information as required under Clause 1.2.5 of (SS-2) and Regulation 36 of SEBI LODR.

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|---|--|
| Name of Director | Prof. S Sudarshan |
| Category | Public Interest Director |
| Date of Birth/ Age | November 30, 1965 54 Years |
| DIN | 08636735 |
| Qualifications | B. Tech (Computer Science), MS (Computer Sciences), PhD (Computer Sciences) |
| Brief Resume /Expertise / Experience | Prof. S Sudarshan is presently a professor at Indian Institute of Technology, Bombay. He was a Visiting Researcher at Microsoft Research, Redmond WA and was also a Principal Investigator (Member of Technical Staff) in the Database Research group at AT&T Bell Laboratories, Murray Hill, New Jersey |
| Date of first appointment on the Board | February 17, 2020 |
| Shareholding in the Company | - |
| Relationship with other Directors, Managers & KMP | - |
| List of other Directorships held | Nil |
| Memberships/Chairmanships of committees of Board of other companies | Nil |
| Remuneration drawn, if any | Sitting fees. As permitted under the Companies Act, 2013. |
| No. of Board Meetings attended during 2019-20 | 2 |

Appointment of Mr. K Narasimha Murthy (DIN: 00023046), Public Interest Director of the company.

Mr. K Narasimha Murthy was appointed as a Public Interest Director of the Company basis the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and nomination by SEBI which was effective from February 17, 2020 for a period of 3 years.

Mr. K Narasimha Murthy, having brilliant academic record, getting ranks in both CA & ICWA courses entered the Profession of Cost & Management Accountancy in 1983.

He is associated with the development of Cost & Management Information Systems for more than 175 Companies covering more than 50 Industries. In addition, he is closely associated with turning around of many large Corporates, focusing on systems improvement with Cost Reduction approach.

Earlier he was associated as a Director with Oil and Natural Gas Corporation Ltd. (2013-'16), IDBI Bank Ltd.(2001-'11), LIC Housing Finance Ltd.(2005-'15), UTI Bank Ltd.,(presently AXIS Bank) (1999-2004), Member Board of Supervision NABARD (2005-'15), Unit Trust of India (UTI) (2002-'03), IFCI Ltd. (2008-'09), STCI Finance Ltd. (Formerly Securities Trading Corporation of India Ltd.,) (2013-'19), AP State Finance Corporation (2009-'15), APIDC Ltd.. Bombay Stock Exchange etc. and as Chairman of Expert Committee on Urban Co-op. Banks (UCBS) (2002) in A.P.

Recently he is appointed for conducting Quality Assurance Audit of Audit Control Systems in the IDBI Bank.

Mr. K Narasimha Murthy does not hold by himself or for any other person on beneficial basis, any shares in the Company.

Additional Information as required under Clause 1.2.5 of (SS-2) and Regulation 36 of SEBI LODR.

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| Name of Director | Mr. K Narasimha Murthy |
| Category | Public Interest Director |
| Date of Birth/ Age | August 13, 1957 62 Years |
| DIN | 00023046 |
| Qualifications | B.Sc., FCA, FCMA |
| Brief Resume /Expertise / Experience | He is associated with the development of Cost & Management Information Systems for more than 175 Companies covering more than 50 Industries. Earlier he was associated as a Director with Oil and Natural Gas Corporation Ltd. (2013-'16), IDBI Bank Ltd. (2001-'11), LIC Housing Finance Ltd. (2005-'15) etc. Mr. K Narasimha Murthy is also associated with the development of Cost Accounting Record Rules for many Industries as a member of Informal Advisory Committee, Dept. of Corporate Affairs, Govt. of India |
| Date of first appointment on the Board | February 17, 2020 |
| Shareholding in the Company | - |
| Relationship with other Directors, Managers & KMP | - |
| List of other Directorships held | 1. Max Ventures and Industries Limited 2. Max Specialty Films Limited 3. Max Healthcare Institute Ltd 4. Srikari Management Consultants Private Limited 5. Max Life Insurance Company Ltd., 6. Nelco Limited |
| Memberships/Chairmanships of committees of Board of other companies | 1. Max Life Insurance Company Limited - Audit and Ethics Committee – Chairman 2. Max Bupa Health Insurance Company Limited - Audit and Ethics Committee – Chairman 3. Max Speciality Films Limited - Audit Committee – Chairman 4. Max Ventures and Industries Limited - Audit Committee – Member 5. Max Healthcare Institute Limited - Audit Committee – Member |
| Remuneration drawn, if any | Sitting fees. As permitted under the Companies Act, 2013. |
| No. of Board Meetings attended during 2019-20 | 2 |

Appointment of Ms. Mona Bhide (DIN: 05203026), Public Interest Director of the company.

Ms. Mona Bhide was appointed as a Public Interest Director of the Company basis the recommendation of Nomination and Remuneration Committee and approval of Board of Directors of the Company and nomination by Securities and Exchange Board of India (SEBI) which was effective from April 21, 2020 for a period of 3 years.

Ms. Mona Bhide is the Managing Partner in Dave & Girish & Co., Advocates. Ms. Bhide has been in legal practice since the year 1989. Her practice at Dave & Girish & Co. Advocates revolves

around corporate law, securities and banking transactions, capital markets, structured finance, securitisation, swaps, derivatives, mergers and acquisitions and restructuring, litigation and arbitration. Ms. Bhide is also advisor to various MNCs, banks and financial institutions. She is also holding Directorships in GIC Housing Finance Limited, Vinati Organics Limited, Alliance of Business Lawyers and Datamatics Global Services Limited.

Ms. Mona Bhide does not hold by herself or for any other person on beneficial basis, any shares in the Company.

Additional Information as required under Clause 1.2.5 of (SS-2) and Regulation 36 of SEBI LODR.

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|---|---|
| Name of Director | Ms. Mona Bhide |
| Category | Public Interest Director |
| Date of Birth/ Age | April 17, 1963 57 Years |
| DIN | 05203026 |
| Qualifications | B.Sc., FCA, FCMA |
| Brief Resume /Expertise / Experience | Ms. Mona Bhide is the Managing Partner in Dave & Girish & Co., Advocates. Ms. Bhide has been in legal practice since the year 1989. Her practice at Dave & Girish & Co. Advocates revolves around corporate law, securities and banking transactions, capital markets, structured finance, securitisation, swaps, derivatives, mergers and acquisitions and restructuring, litigation and arbitration. Ms. Bhide is also advisor to various MNCs, banks and financial institutions. She is also holding Directorships in GIC Housing Finance Limited, Vinati Organics Limited, Alliance of Business Lawyers and Datamatics Global Services Limited. |
| Date of first appointment on the Board | April 21, 2020 |
| Shareholding in the Company | - |
| Relationship with other Directors, Managers & KMP | - |
| List of other Directorships held | 1. GIC Housing Finance Limited 2. Vinati Organics Limited, 3. Alliance of Business Lawyers 4. Datamatics Global Services Limited. |
| Memberships/Chairmanships of committees of Board of other companies | GIC Housing Finance Limited: Nomination & Remuneration Committee, Corporate Social Responsibility Committee and Stakeholders Relationship Committee Vinati Organics Limited Audit Committee and Risk Management Committee |
| Remuneration drawn, if any | Sitting fees. As permitted under the Companies Act, 2013. |
| No. of Board Meetings attended during 2019-20 | Not Applicable |

**By Order of the Board of Directors,
For National Stock Exchange of India Limited**

Date: August 07, 2020

Place: Mumbai

Registered Office:

Exchange Plaza, Plot C-1,
Block 'G', Bandra-Kurla Complex,
Bandra (East) Mumbai – 400051

S Madhavan
Company Secretary