

**NOTICE OF EXTRA-ORDINARY GENERAL MEETING**

**NOTICE** is hereby given that the **01/2024-25 Extra-Ordinary General Meeting** (the 'Meeting') of the members of **NSE Clearing Limited (NCL)** will be held at short notice on Tuesday, February 25, 2025 at 12:30 P.M. through **Video Conference/Other Audio Visual Means**, to transact the following **Special Business**:

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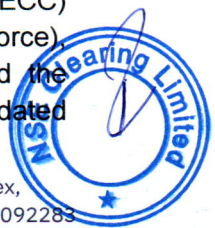
1. To consider and approve, if thought fit, the Material Related Party Transaction proposed to be entered between the Company and NSE IFSC Limited, wholly owned subsidiary of National Stock Exchange of India Limited, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ('Act') read with the Rules framed thereunder, and in terms of Regulation 2(1)(zc), Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and other applicable laws / statutory provisions, if any, [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], and based on the approval of the Investment Committee, Audit Committee and recommendation of the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded to enter / undertake the Material Related Party Transaction(s) / Contract(s) / Arrangement(s) / Agreement(s) (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), proposed to be entered into between the Company and NSE IFSC Limited (NSE IX), wholly owned subsidiary of National Stock Exchange of India Limited, for sale of 100% stake of NSE IFSC Clearing Corporation Limited, wholly owned subsidiary of the Company, to NSE IX, at arm's length and not in ordinary course of business and on the terms and conditions as mutually agreed and detailed out in the Share Purchase Agreement, at a historical cost of Rs. 250,00,00,000 (Rupees Two Hundred Fifty Crores Only) during the financial year 2024-25 and shall be valid upto next Annual General Meeting.

**RESOLVED FURTHER THAT** Mr. Vikram Kothari (DIN:07898773) Managing Director & CEO, Mr. Hardik Parikh, Chief Financial Officer, Mr. Ravin Tank, Company Secretary or any other Officer / Authorised Representative of the Company as may be authorized by them, be and are hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents, seeking necessary approvals from the authorities, settling all such issues, questions, removing difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred."

2. To modify the terms of remuneration of Mr. Vikram Kothari (DIN:07898773), Managing Director & CEO of the Company and if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SCR (SECC) Regulations, 2018 (including any modification or re-enactment thereof for the time being in force), and based on the recommendations of Nomination and Remuneration Committee and the Governing Board of the Company, and in partial modification to the ordinary resolution dated





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November 16, 2023, consent of the Shareholders, be and is hereby accorded to modify the terms of remuneration payable to Mr. Vikram Kothari (DIN:07898773), Managing Director and CEO, for his residual tenure, by granting Car as per Company's Policy and Driver Salary allowance for a maximum amount of Rs. 30,000 per month, as an additional perquisite, subject to the approval of SEBI.

**RESOLVED FURTHER THAT** the existing terms of remuneration as approved by the members at the extra ordinary general meeting held on November 16, 2023, be and is hereby altered by insertion of PART - C after sub clause (c), Part B, under the head ' Perquisites' as under:

**PART - C**

- (i) Car as per company's policy.
- (ii) Driver salary allowance for a maximum amount of Rs. 30,000 per month

**RESOLVED FURTHER THAT** except as aforesaid, all other terms and conditions pertaining to his re-appointment as per the Ordinary Resolution passed in the General Meeting held on November 16, 2023, shall remain unchanged.

**RESOLVED FURTHER THAT** Mr. Vikram Kothari (DIN:07898773) Managing Director & CEO, Mr. Hardik Parikh, Chief Financial Officer, Mr. Ravin Tank, Company Secretary, Ms. Irsha Kale, Associate Vice President, Human Resource or any other person as may be authorised by them, be and are hereby severally authorised to take all such steps as may be required in connection herewith, including seeking all necessary approvals to give effect to this resolution, file the prescribed forms with the Ministry of Corporate Affairs and such other statutory and regulatory authorities and to do all such acts, deeds, matters and things as they may consider necessary or desirable including removal of difficulties that may arise during the implementation of the aforesaid decision and furnishing certified true copies of this resolution to the concerned authorities, as may be required."

By order of the Board of Directors  
For **NSE Clearing Limited**



  
**Ravin Tank**  
Company Secretary  
ACS-25673

Place: Mumbai

Date: February 21, 2025

Registered Office:

**NSE Clearing Limited**

Exchange Plaza, C-1,  
Block 'G', Bandra-Kurla Complex,  
Bandra East, Mumbai - 400051



**NOTES:**

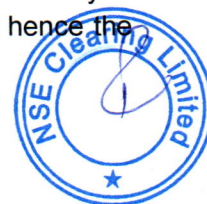
1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") in respect of the Special Business to be transacted at the Extraordinary General Meeting ("EGM/Meeting"), The details of transactions as required under Regulation 23(4) and statement of additional information as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), and as per Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") is annexed and forms an integral part of the Notice.
2. The Government of India, Ministry of Corporate Affairs has allowed conducting EGM through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) and dispensed **personal** presence of the members at the meeting. The Ministry of Corporate Affairs (MCA) issued Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No.22/2020 dated June 15, 2020, Circular No.33/2020 dated September 28, 2020, Circular No.39/2020 dated December 31, 2020, Circular No.10/2021 dated June 23, 2021, Circular No.20/2021 dated December 08, 2021, Circular No.03/2022 dated May 05, 2022, Circular No.11/2022 dated December 28, 2022 General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 9/2024 dated September 19, 2024 (collectively referred as 'MCA Circulars') and SEBI vide its Circular dated October 03, 2024 and other applicable circulars issued in this regard, issued clarifications / relaxations on holding the EGM through VC / OAVM and other incidental matters in connection with the same from time to time. In terms of the said Circulars, the EGM of the Company will be held on Tuesday, February 25, 2025 at 12:30 P.M. through VC / OAVM. Hence, Members can attend and participate in the EGM through VC / OAVM only.
3. The deemed venue for the EGM shall be the registered office of the Company i.e. Exchange Plaza, Plot C-1, Block 'G', Bandra Kurla Complex, Bandra (East), Mumbai 400051.
4. The meeting is being convened at shorter notice, after obtaining the consent, in writing, by majority in number of members entitled to vote and who represent not less than ninety-five per cent of such part of the paid-up share capital of the Company as gives a right to vote at the meeting, pursuant to the provisions of Section 101 of the Companies Act, 2013.
5. NSE Clearing Limited (NCL) shall conduct the Meeting through video conferencing by using '**Microsoft Teams application**' and the members are requested to follow the below-mentioned instructions for participating in the Meeting through 'Microsoft Teams application':
  - (i) A meeting invite shall be sent at the registered email addresses of the persons entitled to attend the Meeting, for joining the Meeting through Microsoft Teams application.
  - (ii) **For joining through laptop / desktops, the instructions are as follows:**
    - (a) Select '**Join Microsoft Teams Meeting**' in the meeting invite sent to you on your email address/calendar. Thereafter, a page will be displayed where you can choose to either join on the web or download the desktop app. If you already have the Microsoft Teams app, the meeting will open on the app automatically.
    - (b) If you do not have a Teams account, select '**Join as a guest**' and enter your name to join the meeting as a guest. If you have a Teams account, select '**Sign in and join**'.





(iii) **For joining through mobile phone / iPads, the instructions are as follows:**

- (a) For easy and efficient access to the Microsoft Teams meetings (including audio, video, and content sharing) on mobile, it would be advisable to download and install the Microsoft Teams mobile app.
  - (b) If you have the app, select the '**Join Microsoft Teams Meeting**' in the meeting invite sent on your registered email address to open the app and join the meeting. If you do not have the app, you will be taken to the app store where you can download the same.
  - (c) If you do not have a Microsoft Teams account, select '**Join as a guest**' and enter your name to join the meeting as a guest. If you have a Teams account, select 'Sign in and join'.
    - (i) It would be advisable to download and install the app before the meeting starts. It might take a minute or two, depending on your internet connection.
    - (ii) Members who need any assistance or clarification while using the video conferencing facility can send an email at [secretarialdept@nse.co.in](mailto:secretarialdept@nse.co.in) or can call at the helpline number: 022-2659 8100.
6. Members can, prior to the Meeting, seek technical assistance on the abovementioned helpline number between 11 A.M. to 1:30 P.M from Monday to Friday till the date of the EGM.
7. Members are requested to participate on a first come first serve basis, as participation through video conferencing is limited and will be closed on expiry of 15 minutes from the scheduled time of the EGM i.e. Tuesday, February 25, 2025. However, the participation of members holding 2% or more is not restricted on a first come first serve basis. Members can login and join 15 (fifteen) minutes prior to the scheduled time of the meeting and 15 (fifteen) minutes after the scheduled time.
8. The attendance of the Members attending the EGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. It is requested to raise the queries precisely and in short at the time of the meeting to enable us to answer the same. Members are also requested to send their queries, if any, to [rtank@nsccl.co.in](mailto:rtank@nsccl.co.in).
10. Voting would be done by Show of hands at the Meeting.
11. If a poll is ordered to be taken by the Chairman or demanded in accordance with Section 109 of the Companies Act, 2013, members can cast their votes during the Meeting by sending an email to [rtank@nsccl.co.in](mailto:rtank@nsccl.co.in) from their email addresses registered with the Company.
12. The video conferencing facility allows two-way conferencing and members can post questions concurrently during the Meeting.
13. A member entitled to attend and vote at the Meeting is not entitled to appoint a proxy to attend and vote instead of himself. Since the MCA Circular permits the holding of the Meeting through video conferencing and dispenses the physical attendance of the members at the Meeting, there is no requirement for appointment of proxies by the members. Accordingly, the facility of appointment of proxies by the members will not be available for the Meeting and hence the Proxy Form and Attendance Slip are not annexed to this Notice.



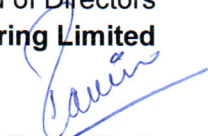


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14. Corporate members intending to send their authorised representatives to attend the Meeting through video conference are requested to send to the Company a scanned copy of the certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
15. The Notice of EGM is being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s).
16. Members who have not registered their email address are requested to register the same in respect of shares held with their depository participant(s).
17. Members may also note that the Notice of EGM will be made available on the Company's website at [www.nscclindia.com](http://www.nscclindia.com)
18. All the documents referred to in this Notice and the Statutory Registers, will be made available for inspection by the members at the registered office of the Company on all working days during the business hours up to the date of the Meeting and as such the Members are requested to send an email to [rtank@nsccl.co.in](mailto:rtank@nsccl.co.in).
19. Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

By order of the Board of Directors  
For **NSE Clearing Limited**



  
**Ravin Tank**  
**Company Secretary**  
**ACS: 25673**

Place: Mumbai

Date: February 21, 2025

Registered Office:

**NSE Clearing Limited**

Exchange Plaza, C-1,  
Block 'G', Bandra-Kurla Complex,  
Bandra East, Mumbai - 400051



**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013****Item No. 1**

Pursuant to Proviso to Regulation 23(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, Rs. 1,000 crores or exceeds ten percent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

National Stock Exchange of India Limited (NSE) is the Holding Company of NSE Clearing Limited (NCL) and NSE IFSC Limited (NSE IX). NCL has a Wholly Owned Subsidiary namely NSE IFSC Clearing Corporation Limited (NSE ICC). The Clearing business and Exchange business are ancillary to each other and domestic structure wherein the Exchange holds the stake in Clearing Corporation should be replicated at GIFT IFSC for business synergies. Accordingly, proposal is placed to sell 100% stake of NSE ICC held by NCL, to NSEIX.

Since the aforementioned transaction will be between the fellow subsidiaries of the promoter group, the same shall be considered as Related Party Transaction under Section 2(76) and Section 188 of the Act and Regulation 2(1)(zc) of the SEBI Listing Regulations.

The transaction is proposed to be entered at historical cost i.e. Rs. 250 crores, which is material, hence the approval of shareholders is being sought. The proposed transaction(s) is at arm's length pricing basis and will not be in the ordinary course of business.

The Investment Committee, the Audit Committee and the Governing Board of the Company have reviewed the relevant details, as required under the law, of the proposed transaction and thereafter approved and recommended to the shareholders the material related party transaction as detailed in the resolution for their approval. The relevant details of the transaction are annexed to the explanatory statement.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives except Mr. Ian Desouza and Mr. Piyush Chourasia, by virtue of their directorships in the aforementioned subsidiary company, are concerned or interested in passing of the above Resolution.

The Board recommends the Resolution as set out at Item no. 1 of the Notice for approval of the Members as an Ordinary Resolution.

**Item No. 2**

SEBI Vide its letter dated November 06, 2023, has approved the appointment of Mr. Vikram Kothari as the Managing Director of NCL for a period of four years and the compensation payable to him. The members of NCL at the Extraordinary General Meeting (EGM) held on November 16, 2023, approved / ratified re-appointment of Mr. Vikram Kothari as the Managing Director & CEO of NCL and the compensation payable to him for a period of four years effective from the date he assumed office i.e November 07, 2023.





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The Governing Board at its meeting held on January 22, 2025, approved the Car Scheme for NCL. The Company has launched the scheme, for the benefit of all the eligible employees including MD & CEO. In view of the same, the existing terms of remuneration as approved by the members at their extra ordinary general meeting held on November 16, 2023, is proposed to be altered.

Pursuant to the provision of Sections 196, 197 & Schedule V of the Act read with the Rules made thereunder and Regulation 25 of the SCR (SECC) Regulations, 2018, the terms of appointment / re-appointment and remuneration payable to a Managing Director including any modifications shall be approved by the Board of Directors subject to the approval of members and SEBI.

In view of above, approval of the Members is requested to approve the modifications in the terms of remuneration of Mr. Vikram Kothari, Managing Director & CEO to include car as per Company's Policy including driver salary allowance for a maximum amount of Rs. 30,000 per month by insertion of Part C after sub clause (c) of Part B under the head 'Perquisites' as under:

### PART C

- (i) Car as per Company's Policy
- (ii) Driver salary allowance for a maximum amount of Rs. 30,000 per month

All other terms and conditions relating to his appointment / re-appointment as per the Ordinary Resolution passed in the Extra Ordinary General Meeting held on November 16, 2023 shall remain unchanged.

The terms as set out in the resolution and explanatory statement may be treated as an abstract of the terms and conditions governing the appointment / re-appointment and remuneration and memorandum pursuant to Section 190 of the Act.

None of the Directors, Key Managerial Personnel (and their relatives) of the Company, except Mr. Vikram Kothari, is in any way concerned or interested (financial or otherwise) in the passing of the above resolution.

The Board recommends the passing of the resolution as set out in item no. 2 of the accompanying notice as an Ordinary Resolution.

By order of the Board of Directors  
For **NSE Clearing Limited**



  
**Ravin Tank**  
Company Secretary  
ACS: 25673

Place: Mumbai  
Date: February 21, 2025

Registered Office:  
**NSE Clearing Limited**  
Exchange Plaza, C-1,  
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Bandra East, Mumbai - 400051



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**The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 ("SEBI Master Circular") are set forth below:**

Sr. No.	Particulars	Details
1	Name of the related party and its relationship with the listed entity or its subsidiary including nature of its concern or interest (financial or otherwise)	NSE IFSC Limited (NSE IX)  NCL and NSE IX being wholly owned subsidiaries of NSE are related parties under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations.
2	Name of Director(s) or Key Managerial Personnel who is related, if any, and the nature of their relationship.	Mr. Piyush Chourasia and Mr. Ian Desouza, Non-executive and Non-Independent Director are also a Director on the Board of NSE IX.  Their interest or concern or that of their relatives, is limited only to the extent of their holding directorship position in the Company and NSE IX.
3	Type, tenure, material terms and particulars	The transaction for sale of 100% stake in wholly owned subsidiary i.e. NSE ICC, is a one-time transaction.
4	Value of the transaction	Rs. 250 crores (Rupees Two Hundred and Fifty Crores)
5	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)	12%
6	Percentage of the counter - party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	328%
7	Justification as to why the RPT is in the interest of the listed entity	Strategic sale
8	Details of proposed RPTs relating to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary: i) details of the source of funds in connection with the proposed transaction; ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, • nature of indebtedness; • cost of funds; and • tenure;	Not applicable







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Continuation Sheet

Sr. No.	Particulars	Details
	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	
9	Any valuation or other external party report relied upon by the listed entity in relation to the transactions	The proposed RPTs have been evaluated by a reputed external independent consulting firm in terms of pricing. The report is available for inspection by the Members of the Company and will be made available at the request of the shareholder at their registered e-mail address. Members may follow the process for inspection of document(s) as mentioned in 'Notes' section forming part of this Notice.
10	Any other information that may be relevant.	All relevant information forms part of the Explanatory Statement setting out material facts, pursuant to Section 102(1) of the Act, forming part of this Notice.

By order of the Board of Directors  
For **NSE Clearing Limited**



  
**Ravin Tank**  
Company Secretary  
ACS: 25673

Place: Mumbai

Date: February 21, 2025

Registered Office:

**NSE Clearing Limited**

Exchange Plaza, C-1,

Block 'G', Bandra-Kurla Complex,

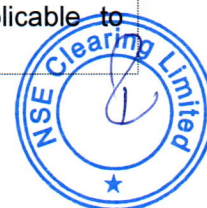
Bandra East, Mumbai - 400051



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**Additional information pursuant to Secretarial Standard SS-2 and Companies Act, 2013 is given below:**

Name of Director	Mr. Vikram Kothari
Category	Managing Director & CEO
Date of Birth / Age	October 12, 1970 / 54 years
DIN	07898773
Qualifications / Recognition / Awards	B. Com from Sydenham College, University of Mumbai, 1991, Associate Member, Institute of Chartered Accountants of India and Institute of Cost and Works Accountants of India (ICWA).
Brief Resume / Expertise / Experience / Background	Mr. Vikram Kothari has 29 years of experience in the capital markets industry across diverse functions. He possesses very sound knowledge of MII operations as he is associated with NSE Clearing Limited for about 6 years now and has the required expertise in leading and handling all critical and non-critical functions of the Clearing Corporation. He has been working very closely with the regulators on various product innovations and has played a stellar role in the introduction of interoperability as well as T+1 settlement. He has gained international exposure in participating at global forums and playing an important role in Global CCP forum. Mr. Kothari has an excellent understanding of the functioning of clearing corporations in the securities market worldwide and has successfully played leadership roles in various editions during his career in the securities industry. He has been exposed to regulators as well as peers in global MIIs and is a regular speaker at many global events. He also has a very strong understanding of IOSCO framework and PFMI guidelines as well as ESMA framework. Mr. Kothari's understanding of the Indian Capital Market and umbrella regulations thereof was excellent. Also, his understanding of technology was found to be excellent, and he also has initiated the modernization program. He could explain and define the strategic path he would like to take NCL to be the global best in all parameters in addition to the parameter of volume of transactions which has already been achieved. He has been a member of many SEBI committees and participates in many committees, task force and working groups as Invitee to contribute to its deliberations. His continuing in the position will be seamless to carry out the outlined NCL strategy for the near future.
Remuneration Details including last remuneration drawn (Past and Proposed)	The Basic Salary, Special Allowance, vehicle allowance and Annual Performance Based Variable Pay of the Managing Director, effective April 1, 2024, is Rs. 5,98,369/- per month, Rs. 8,28,839/- per month, Rs. 1,39,583/- per month and Rs. 79,78,257/- per annum (applicable to median performance level i.e. A), respectively.





	The Board or the Nomination & Remuneration Committee, as the case maybe, may fix the variable pay in each year depending upon his performance level at such amount and at such percentage in comparison to the median performance level subject to the condition that the final variable pay shall not exceed one-third of final total pay for the respective year as stipulated by SEBI. 50% of the amount so decided shall be payable on a deferred basis after three years.
Terms and conditions of appointment / remuneration proposed	Proposed to modify the terms of remuneration to include Car Facility along with Driver allowance as part of Perquisites.  All other terms and conditions relating to his appointment / re-appointment as per the Resolution passed in the Extra Ordinary General Meeting held on November 16, 2023, will remain unchanged.
Date of first appointment on the Board	November 07, 2017
Shareholding in the Company	Nil
Relationship with other Directors, Managers & KMP / Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	None
The number of Meetings of the Board attended during the year till date (2024-25)	7 (15/04/2024, 30/04/2024, 16/07/2024, 02/08/2024, 17/10/2024, 09/12/2024, 22/01/2025)
List of other Directorships held	None
Memberships/Chairmanships of committees of Board of other companies	None
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration of Mr. Vikram Kothari is comparable to that drawn by peers in similar capacity in the industry and commensurate with the size of the company and diverse nature of its business.
<b>General Information of NSE Clearing Limited</b>	
Nature of Industry	Financial and insurance Service
Date of commencement of commercial production	August 31, 1995
Financial performance based on given indicators	As on March 31, 2024 (Rs. in crores) Total Revenue. Rs. 2,172.23 crores Net Profit as per profit & loss statement (Profit After Tax): Rs. 1,314.30 crores
Foreign investments or collaborations, if any	NSE Clearing Limited has 100% stake in NSE IFSC Clearing Corporation Limited.






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Other Information	
Reasons of loss or inadequate profits	Not applicable.
Steps taken or proposed to be taken for improvement	Not applicable.
Expected increase in productivity and profits in measurable terms	Not applicable.

By order of the Board of Directors  
For **NSE Clearing Limited**



  
**Ravin Tank**  
Company Secretary  
ACS: 25673

Place: Mumbai

Date: February 21, 2025

Registered Office:

**NSE Clearing Limited**

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Block 'G', Bandra-Kurla Complex,

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