

Disclosure of events or information under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of 13th Annual General Meeting of Metropolitan Stock Exchange of India Limited held on Monday, December 20, 2021 at 2:30 P.M. (IST) through video conferencing (VC) facility/ Other Audio Visual Means (OAVM).

Gist of Proceedings of the 13th Annual General Meeting (AGM) of MSE

1. Date, time and Venue of the Meeting:

The 13th AGM of the Company was held on Monday, December 20, 2021 at 2:30 P.M. (IST). The Meeting commenced at 02:30 P.M. (IST) through video conferencing (VC) facility/ Other Audio Visual Means (OAVM), from the Registered Office viz., Building A, Unit 205A, 2nd Floor, Piramal Agastya Corporate Park, L.B.S Road, Kurla West, Mumbai - 400 070 and the concluded at 5:10 P.M.

The AGM was held in compliance with the General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 respectively, issued by Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated May 12, 2020 and January 15, 2021 issued by Securities and Exchange Board of India.

2. Proceedings in brief:

- Mr. Dinesh Kumar Mehrotra (DIN: 00142711), Chairman of the Board, chaired the proceedings of the AGM from his place of stay and after welcoming all the members present, the Chairman introduced the other Board members of the Company, who attended the AGM through video conferencing facility:

Mr. Ajai Kumar	-	Public Interest Director (Chairman of Audit Committee)
Mr. S.V.D. Nageswara Rao	-	Public Interest Director (Chairman of the Nomination and Remuneration Committee & Chairman of Stakeholder Relationship Committee)
Ms. Trishna Guha	-	Public Interest Director
Mr. Vijay Sardana	-	Public Interest Director
Ms. Latika S. Kundu	-	Managing Director & CEO

Members of Management Committee, Chief Financial Officer, Compliance Officer and Company Secretary of the Company, Chief Regulatory Officer and Compliance Officer, Chief Technology Officer, Chief Risk Officer and Head – Market Operations were also attending the AGM from the registered office.

The representatives of M/s. T. R. Chhada & Co. LLP, Statutory Auditors; M/s. DSM & Associates, Secretarial Auditors; M/s. Mittal Associates, Internal Auditors and M/s. Sterling Associates, Scrutinizers for this AGM were present at the AGM through VC.

Metropolitan Stock Exchange of India Limited

The voting was conducted by remote e-voting and insta-poll at the meeting through the facility provided by National Securities Depository Limited (NSDL). The Company Secretary informed the members that in compliance with the applicable Acts, Regulations and Circulars, the Company had provided the facility to its members, to cast their votes through remote e-voting, on all resolutions set forth in the Notice and that the period of e-voting commenced from Thursday, December 16, 2021 (09:00 A.M) and concluded on Sunday, December 19, 2021 (5:00 P.M). Further, Members who had not casted their votes through remote e-voting and who participated in the AGM had an opportunity to cast their votes during the AGM through the insta-poll facility. It was also informed that, since the mode of conducting the AGM was electronic, there was no proposing and seconding of the items set out in the Notice of AGM.

A total of 55 members attended the AGM. As the requisite quorum was present, the Chairman called the AGM to order and commenced the proceedings of the AGM. Further, a live chatbox facility was also made available for the shareholder participants.

With the permission of the Members, Chairman took the Notice of the AGM along with the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 and the report of Board of Directors thereon, being already circulated electronically considered as read.

Ordinary Business:

1. Consideration and adoption of the Audited Standalone Financial Statements (including Audited Standalone Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2021 and the Reports of the Board of Directors and Statutory Auditors thereon.

Special Business:

2. Consider and approve appointment of Mr. Raghunathan Srinivasa (DIN: 07615088), as Shareholder Director on the Board of the Company.
3. Consider and amend Memorandum of Association as per Companies Act, 2013
4. Consider and amend Articles of Association as per Companies Act, 2013
5. Re-appointment of Ms. Trishna Guha (DIN: 08200779) as an (Independent Director) Public Interest Director of the Company.
6. Re-appointment of Mr. S.V.D. Nageswara Rao (DIN: 02105323) as an (Independent Director) Public Interest Director of the Company.

The Company Secretary then informed that the Register of Directors and Key Managerial Personnel ("KMPs") and their shareholding and Register of Contracts or arrangements in which the Directors were interested pursuant to the provisions of Sections 170 and 189 of the Companies Act, 2013 were available for electronic inspection during the Meeting.

The Chairman then addressed the Members.

The Chief Financial Officer (CFO) presented the financial highlights to all the stakeholders of the Company and read the Auditors Qualification on the financials for the year ended March 31, 2021 along with the Management Response.

Opportunity was given to the Members who were entitled to attend and vote at the AGM, to seek clarifications and/ or offer comments to the items of the business and the same were answered/ clarified by the Managing Director and Chief Executive Officer of the Company.

The Chairman announced that, Ms. Manisha Thakur, Head – Legal & Company was authorised to declare the voting results along with the Scrutinizer's Report which shall be placed on the Company's website immediately after the result are declared.

All the resolutions set out in Notice calling 13th Annual General Meeting were duly passed.

The Chairman then thanked the Members and all the Stakeholders attending the AGM through video conference for extending their co-operation and concluded the AGM at 5:10 P.M.

Note: These are not the minutes of the proceedings of the Annual General Meeting of the Company.