MULTI COMMODITY EXCHANGE CLEARING CORPORATION LIMITED
Registered office: Exchange Square, CTS 255, Suren Road, Chakala, Andheri (East), Mumbai 400 093, Maharashtra, India. Tel.: +91-22-6864 6000/5095 6000, Fax: +91-22-6649 4151.
CIN: U74999MH2008PLC185349

Notice of the 18th Annual General Meeting

Notice is hereby given that the Eighteenth Annual General Meeting of Multi Commodity Exchange Clearing Corporation Limited ("MCXCCL or Company") will be held on **Monday, August 31, 2026 at 04:00 P.M. (IST)** through Video Conferencing ("VC")/ Other Audio- Visual Means ("OAVM"), to transact the following items of business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Mohan Shenoi (DIN: 01603606), who retires by rotation and being eligible, offers himself for re-appointment, subject to approval of Securities and Exchange Board of India.

SPECIAL BUSINESS:

3. To appoint Mr. Sunil Batra (DIN: 11823030) as a Non-Independent Director, subject to approval of Securities and Exchange Board of India and in this regard, 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 recommendation of Nomination and Remuneration Committee, approval of the Board of Directors, in accordance with the provisions of Sections 152, 160 and all other applicable provisions, if any, of the Companies Act, 2013, rules made thereunder, the Articles of Association of the Company, the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 including amendments thereof, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, such applicable Laws, Rules, Regulations, Guidelines, Circulars, if any, (including any amendment thereto or statutory modification(s) or re-enactment(s) thereof for the time being in force), subject to the approval of Securities and Exchange Board of India and such other statutory approvals / consents from competent authorities as may be deemed necessary, consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Sunil Batra (DIN: 11823030) as Non-Independent Director of the Company, who shall be liable to retire by rotation and that in this respect the Company has received a notice in writing from a Shareholder viz. Multi Commodity Exchange of India Limited proposing his candidature as a Non-Independent Director of the Company and that the date of his appointment as a Non-Independent Director shall be effective from the date of approval of Securities and Exchange Board of India.

By Order of Board of Directors
Multi Commodity Exchange Clearing Corporation Limited

Date: July 30, 2026
Place: Mumbai

Mandar Kulkarni
Company Secretary
Membership No. A20130

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NOTES:

1. The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated September 22, 2025 has permitted the Companies to conduct their Annual General Meetings ("AGM") through VC or OAVM till further orders, in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/ 2020 dated May 05, 2020, without the physical presence of Members at a common venue.

   Accordingly, the Company is convening its 18th AGM through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

2. The aforesaid MCA General Circular dated September 22, 2025 read with MCA Circulars dated May 05, 2020 and April 13, 2020 have granted relaxations to the Companies, with respect to printing and dispatching physical copies of the Annual Reports and Notices to its Members. Accordingly, the Company will only send soft copy of the Annual Report for the Financial Year 2025-26 and Notice convening 18th AGM via e-mail, to the Members whose e-mail ids are registered with the Company. Members may note that the Notice and Annual Report for Financial Year 2025-26 will also be available on the Company's website at https://www.mcxccl.com/.

3. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 concerning the business under Item No. 3 of the Notice is annexed hereto.

4. Pursuant to the provisions of the Companies Act, 2013, a Member who is entitled to attend and vote at the AGM is entitled to appoint proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, the physical attendance has been dispensed with. Accordingly, the facility for appointment of proxies by the Members to attend and cast vote is not available for this AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

5. Corporate Member intending to appoint an authorised representative(s) to attend the Meeting through VC/OVAM is requested to email at ig-mcxccl@mcxccl.com, a certified true copy of the Board Resolution authorising its representative(s) to attend and vote on its behalf at the Meeting.

6. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed to this Notice.

7. The Company shall send a Meeting invite at the registered email addresses of the persons entitled to attend the Meeting through Zoom application. A detailed procedure for joining the Meeting is as provided below:

   A. **Joining through Desktop/ Laptop/Mac:**

      a) Open the Zoom Application
      b) Join the Meeting using any one of the below options
         i) To join without signing in – Click 'Join Meeting' tab if you want
         ii) Sign in to Zoom and then Click on 'Join' tab
      c) Enter the Meeting ID and your Display Name
         i) If you're signed in, change your name if you don't want your Default name to appear.
         ii) If you're not signed in, enter a Display Name.

d) Enable Audio and Video and click on 'Join' tab.

B. **Joining through Browser:**

❖ **Google Chrome**

a) Open Google chrome
b) Go to join.zoom.us
c) Enter the Meeting ID
d) Click on 'Join' tab
   i) If it's the first time joining from Google Chrome, you will be asked to open the Zoom client to join the Meeting.
   ii) You can check 'Always open these types of links in the associated app' to skip this step in Future.
   iii) Click Open Zoom Meetings (PC) or Open Zoom.us (Mac)

❖ **Microsoft Edge /Mozilla Firefox**

a) Open Safari/ Microsoft Edge/Internet Explorer/Mozilla Firefox
b) Go to join.zoom.us.
c) Enter you Meeting ID
d) Click on 'Join' tab
e) When asked if you want to open zoom.us, Click on 'Allow' tab.

C. **Joining through Android/IOS:**

a) Open the Zoom mobile app. If you have not downloaded the Zoom mobile app yet, you can download it from the Google Play/App Store.
b) Join a Meeting using one of these methods:
   - Tap 'Join a Meeting' if you want to join without signing in.
   - Sign in to Zoom then tap to 'Join' tab
c) Enter the Meeting ID and your display name.
   - If you are signed in, change your name if you don't want your default name to appear.
   - If you are not signed in, enter a display name.
d) Enable Audio and Video and tap 'Join Meeting' tab.

D. **Joining through Email:**

a) Click on the joining link provided in your email and /or calendar invitation.
b) Depending on your default browser, you may be prompted to open Zoom.
c) When asked if you want to open zoom.us, Click on 'Allow' tab.

8. Members can login and join 15 (fifteen) minutes prior to the scheduled time of the Meeting and the window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the scheduled time.

9. Members who need any assistance or clarification regarding using the VC/OAVM facility can send an email at IT-Servicedesk@mcxindia.com / ig-mcxccl@mcxccl.com or can call at helpline no. +91-22-6864 6000/ +91-22-5095 6000 Extn.:- 1111.

10. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

11. For ease of conduct of AGM, Members who wish to ask questions / express their views on the items of the business to be transacted at the Meeting are requested to send an email at ig-mcxccl@mcxccl.com. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the AGM.

12. The VC/OAVM facility allows two-way conferencing and Members can pose questions during the Meeting.

13. In terms of the provisions of Section 152 of the Companies Act, 2013, Mr. Mohan Shenoi, Non-Independent Director of the Company retires by rotation at the Meeting. Mr. Mohan Shenoi, his relatives and Multi Commodity Exchange of India Limited (MCX)- Shareholder, Promoter and Holding Company of MCXCCL may be deemed to be interested in the Item No. 2 of this Notice, financially or otherwise. Save and except the above, none of the Directors and Key Managerial/Management Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Item No. 2 of this Notice. The Nomination and Remuneration Committee and the Board of Directors of the Company have recommended his re-appointment.

14. 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 ig-mcxccl@mcxccl.com from their email addresses registered with the Company.

15. All the documents referred to in this Notice and the Statutory Registers, will be made available for inspection by the Company on a request by a Member of the Company through email at ig-mcxccl@mcxccl.com.

16. Details as required in sub-regulation (3) of Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India in respect of the Director seeking appointment/re-appointment at the AGM, forms integral part of this Notice.

17. The transcript of the Meeting will be made available on the website of the Company i.e. www.mcxccl.com.

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ITEM NO. 2-ADDITIONAL INFORMATION FORMING PART OF THE NOTICE

Information pursuant to Regulation 36 (3) of the Listing Regulations and Secretarial Standard-2 on General Meeting regarding re-appointment of a Director is as under:

Name	Mohan Shenoi
DIN	01603606
Date of birth/Age	April 28, 1958/ 68 Years
Qualification	BBM, PGDBM, C.A.I.I.B
Date of first appointment	March 08, 2023
Number of shares held in MCXCCL either by self or as a beneficial owner	Nil
Number of Meetings of the Board attended during the year	14 in Financial Year 2025-26 and 6 in Financial Year 2026-27 till date
Other Directorships as on June 30, 2026	Multi Commodity Exchange of India Limited (MCX)
Names of the listed entities from which the Director has resigned in the past three years	Nil
Membership/ Chairmanship in Committees of other Companies as on June 30, 2026	• Member of Audit Committee of MCX • Member of Nomination and Remuneration Committee of MCX • Member of Corporate Social Responsibility Committee of MCX • Member of Standing Committee on Technology of MCX • Member of Investment Committee of MCX • Member of Regulatory Oversight Committee of MCX
Brief Profile including experience, nature of expertise in specific functional areas	• He is a veteran banker with more than 44 years of wide-ranging experience. • Retired as Chief Operating Officer at Kotak Mahindra Bank. • Held several leadership positions in both the public and private sector. • Was responsible for spearheading the integration of ING Vysya Bank with Kotak Mahindra Bank, one of the largest mergers in Indian banking sector. • Successfully completed merger in terms of people, process, technology and synergy in a record time of 15 months. He was also actively involved in the merger of Bank of Madura with ICICI Bank.

	• Set up treasury function and dealing rooms at three banks namely Corporation Bank, ICICI Bank and Kotak Mahindra Bank. • Contributed significantly to the development and deepening of money market instruments like Certificate of Deposits (CD) and Commercial Paper (CP) in the early 1990s when first permitted in India. • Vast experience in Banking, Capital/Commodity Market, Leadership, Management/ Administration etc.
Terms and conditions of re-appointment	Mr. Mohan Shenoi shall be liable to retire by rotation and the terms and conditions as mentioned under Companies Act, 2013, Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 and Listing Regulations shall be applicable to him.
Remuneration proposed to be paid	If appointed, he will be remunerated only by way of sitting fees as admissible under the Companies Act, 2013 for the Board and Committee meetings attended.
Remuneration last drawn	Mr. Shenoi is paid only the sitting fees for attending Board and Committee Meetings. No other remuneration is paid to him.
Relationship with other Directors, Manager and Other Key Managerial/Management Personnel of MCXCCL	None. He is not *inter-se* related with any other Director, Manager or Key Managerial/Management Personnel of the Company.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No. 3:

Multi Commodity Exchange of India Limited (MCX), the Holding Company (Member/Shareholder), vide letter dated June 23, 2026 has communicated that pursuant to the appointment of Mr. Manoj Kumar Jain (DIN: 09694205) as Executive Director (Regulatory) on the Governing Board of MCX, the Governing Board of MCX at its Meeting held on May 29, 2026 has decided to nominate Mr. Sunil Batra (DIN: 11823030), Chief Technology Officer of MCX on the Governing Board of MCXCCL as Non-Independent Director (NID) in place of Mr. Manoj Kumar Jain (DIN: 09694205).

Mr. Batra has over 26 years of global experience in Information Technology domain driving large scale digital transformation programs and managing mission critical platforms of which 18 years are in the capital market segment. Mr. Batra is a strategic leader adept at aligning technology with regulatory frameworks and institutionalising operational resilience by providing secure and innovative solutions. Currently, Mr. Batra is serving as Chief Technology Officer (CTO) of MCX. Prior to joining MCX, Mr. Batra worked as CTO of National Securities Depository Limited (NSDL) and Delivery Head at Tata Consultancy Services Limited (TCS). Mr. Batra has done Bachelor of Engineering (Electrical) from National Institute of Technology, Surat.

Based on the recommendation of the Nomination and Remuneration Committee, the Governing Board of MCXCCL at its Meeting held on July 16, 2026 approved the appointment of Mr. Sunil Batra as NID of the Company, subject to the approval of Shareholders and Securities and Exchange Board of (SEBI).

Your Company being a Clearing Corporation is regulated by SEBI. SEBI has issued Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 (SECC Regulations, 2018) which, *inter alia*, prescribes that the appointment of all NIDs on the Governing Board shall be with the prior approval of SEBI. Accordingly, the said appointment, if made, shall be subject to prior approval of SEBI.

The Company has conducted due diligence in respect of Mr. Batra. Based on documents submitted by him and information available in public domain, the Company has *prima facie* found that Mr. Batra is a 'fit and proper person' for being appointed as NID of the Company. Further, the required consent, disclosures, declarations, etc. under Companies Act, 2013, SECC Regulations, 2018 and Listing Regulations, have been obtained from him. The necessary declarations submitted by Mr. Batra will be available for inspection by the Members.

MCX, the Shareholder, Promoter and Holding company of MCXCCL shall be concerned or interested, financially or otherwise, in the resolution as set out in Item No. 3 of the aforesaid Notice. Further, Mr. Batra, whose candidature is proposed for appointment and his relatives, may be deemed interested in the resolution as set out in Item No. 3 of the Notice to the extent of their concern or interest, if any, financial, shareholding or otherwise in MCX. The Directors and Key Managerial/Management Personnel of the Company or their respective relatives may be deemed concerned or interested, financially or otherwise, in the resolution as set out in Item no. 3 of the aforesaid notice, to the extent of their shareholding in MCX, if any. Save and except the above, none of the Directors and Key Managerial/Management Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out in Item No. 3 of the aforesaid Notice.

The Board of Directors have approved inclusion of the candidature of Mr. Batra in the resolution set forth in Item No. 3 of the Notice for approval of the Members as an Ordinary Resolution. The Board recommends the resolution set forth in Item No. 3 of this Notice for approval of the Members as an Ordinary Resolution.

Information pursuant to Regulation 36 (3) of the Listing Regulations and Secretarial Standard-2 on General Meeting issued by the Institute of Company Secretaries of India regarding appointment/ re-appointment of Directors is as under**:**

Name	Sunil Batra
DIN	11823030
Category	Non- Independent Director
Date of birth/Age	July 15,1976 / 50 Years
Qualification	Bachelor of Engineering (Electrical) from National Institute of Technology, Surat
Date of first Appointment	Not Applicable
Number of shares held in MCXCCL either by self or as a beneficial owner	Nil
Number of Meetings of the Board attended during the year	Not Applicable
List of other directorships held as on June 30, 2026	None
Names of the listed entities from which the Director has resigned in the past three years	None
Membership/ Chairmanship in Committees of other Companies as on June 30, 2026	None
Brief Profile including experience	• Visionary Technology Leader with over 26 years of global experience driving large scale digital transformation programs and managing mission critical platforms across Capital market (18 years), financial services and global enterprises. • Currently serving as CTO at MCX, former CTO at NSDL and Delivery Head at TCS. • He is B.E. (Electrical) from National Institute of Technology–NIT Surat in First class with Distinction • Experience in building low-latency, high-availability, scalable and secure systems. • A strategic leader adept at aligning technology with regulatory frameworks and

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	institutionalising operational resilience by providing secure and innovative solutions
Skill sets and nature of expertise in specific functional areas	Technology, Capital/Commodity markets, Management & Administration, Leadership
Terms and conditions of relating to his appointment and re-appointment	Mr. Sunil Batra shall be liable to retire by rotation and the terms and conditions as mentioned under Companies Act, 2013, SECC Regulations, 2018 and Listing Regulations shall be applicable to him.
Remuneration last drawn	Not Applicable
Remuneration proposed to be paid, if any.	NIL. Mr. Sunil Batra has waived off his sitting fees/Remuneration for attending the Meetings of the Company.
Relationship with other Directors, Manager and Other Key Managerial/Management Personnel of MCXCCL	He is not *inter-se* related with any other Director, Manager or Key Managerial/Management Personnel of the Company.

By Order of Board of Directors
Multi Commodity Exchange Clearing Corporation Limited

Date: July 30, 2026
Place: Mumbai

Mandar Kulkarni
Company Secretary
Membership No. A20130