MULTI COMMODITY EXCHANGE CLEARING CORPORATION LIMITED
Regd. Office: - Exchange Square, CTS 255, Suren Road, Chakala, Andheri (East), Mumbai – 400093
CIN: U74999MH2008PLC185349, email id: ig-mcxccl@mcxccl.com, Tel:+91-22-68646000/50956000

Date: February 04, 2026

ANNOUNCEMENT

OUTCOME OF BOARD MEETING

The Board of Directors of the Company at its Meeting held today, Wednesday, February 04, 2026, *inter alia:*

- Considered and approved the increase in the Authorised Share Capital of the Company from Rs. 300,00,00,000 (Rupees Three Hundred Crore only) divided into 30,00,00,000 (Thirty Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 400,00,00,000 (Rupees Four Hundred Crore only) divided into 40,00,00,000 (Forty Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each and consequent amendment in the Clause V(a) of Memorandum of Association of the Company, subject to approval of the Shareholders of the Company and Securities and Exchange Board of India (SEBI).

- Considered and approved the alteration of Article 138(a), 140(a), 160, 188(a), 192(e), 230, 231 of the Articles of Association (AOA) of the Company and inserting new Article 150A in AOA of the Company subject to approval of the Shareholders of the Company and SEBI.

- Decided that the 1st Extra Ordinary General Meeting of FY 2025-26 be held on Monday, February 09, 2026 at 4.00 P.M. through Video Conferencing / Other Audio-Visual Means.

The details required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are attached as **Annexure A**.

The aforesaid Meeting of the Board of Directors commenced at 12.34 p.m. and concluded at 1.51 p.m.

Annexure A

Brief Details with respect to amendment in the Memorandum of Association and Articles of Association of the Company:

I. Memorandum of Association-

Existing Article	Proposed Article
V. (a) The Authorized Share Capital of the Company is Rs. 300,00,00,000/- (Rupees Three Hundred crore only) divided into 30,00,00,000 (Thirty crore) Equity Shares of Rs. 10/- (Rupees Ten only) each.	V. (a) The Authorised Share Capital of the Company is Rs. 400,00,00,000 (Rupees Four Hundred Crore only) divided into 40,00,00,000 (Forty Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each.

II. Articles of Association-

Existing Article	Proposed Article
138. CONSTITUTION OF THE BOARD a. The number of Directors shall not be less than three or more than eight, inclusive of Non-Independent Directors, Public Interest Directors and the Managing Director. The number of Directors may be increased beyond eight after passing a special resolution.	**138. CONSTITUTION OF THE BOARD** a. The number of Directors shall not be less than three or more than eleven, inclusive of Non-Independent Directors, Public Interest Directors, Executive Directors and the Managing Director. The number of Directors may be increased beyond eleven after passing a special resolution.
140. COMPOSITION OF THE GOVERNING BOARD a. The governing board of the Company shall include: i. non- independent directors, ii. public interest directors, and iii. managing director	**140. COMPOSITION OF THE GOVERNING BOARD** a. The Governing Board of the Company shall include: i. Non- Independent Directors, ii. Public Interest Directors, iii. Managing Director and iv. Executive Directors.
N.A.	**150A. EXECUTIVE DIRECTOR** a. The Company may appoint three Executive Directors as Key Management/Managerial Personnel who shall head Vertical 1 (Critical Operations), Vertical 2 (Regulatory, Compliance, Risk Management and Investor Grievances) and Vertical 3 (Other Functions) from time to time. b. Terms, conditions, roles & responsibilities, conditions, process and manner of appointment etc., shall be as per SECC Regulations, 2018 (as amended from time to

Existing Article	Proposed Article
	time) and any clarifications, circulars issued in that regard. The stature of Executive Directors shall be similar to that of the Managing Director.
160. DIRECTORS TO RETIRE ANNUALLY, HOW DETERMINED At every Annual General Meeting of the Company other than the first Annual General Meeting, one-third of such of the Directors for the time being as are liable to retire by rotation or, if their number is not three or a multiple of three, then the number nearest to one-third shall retire from office. Provided that the Public Interest Director(s) nominated by SEBI, the Managing Director(s), and Whole Time Director(s), if any, shall not be liable to retirement by rotation and shall not be counted for the purpose of determining the number of directors liable to retire by rotation.	**160. DIRECTORS TO RETIRE ANNUALLY, HOW DETERMINED** At every Annual General Meeting of the Company other than the first Annual General Meeting, one-third of such of the Directors for the time being as are liable to retire by rotation or, if their number is not three or a multiple of three, then the number nearest to one-third shall retire from office. Provided that the Public Interest Director(s) nominated by SEBI, the Managing Director(s), Whole Time Director(s)/ Executive Director(s) shall not be liable to retire by rotation and shall not be counted for the purpose of determining the number of directors liable to retire by rotation.
188 APPOINTMENT AND REMOVAL OF KEY MANAGERIAL PERSONNEL a. Subject to the provisions of the Act, SECC Regulations, directions and guidelines of SEBI, a managing director, a joint managing director, a deputy managing director, a whole time director, chief executive officer, company secretary, chief financial officer, Head of Department or any other officer as may be identified by the Board of Directors to be the key managerial personnel for such term, at such remuneration and upon such conditions as it may think fit.	**188. APPOINTMENT AND REMOVAL OF KEY MANAGERIAL PERSONNEL/KEY MANAGEMENT PERSONNEL** a. Subject to the provisions of the Act, SECC Regulations, directions and guidelines of SEBI, a Managing Director, a joint Managing Director, a deputy Managing Director, a Whole Time Director/ Executive Director, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Department or any other officer as may be identified by the Board of Directors to be the Key Managerial Personnel/ Key Management Personnel for such term, at such remuneration and upon such conditions as it may think fit.
192 COMPENSATION OF KEY MANAGEMENT PERSONNEL e. The compensation payable to the managing director shall be as approved by the Board (SEBI) and the terms and conditions of the compensation of the managing director shall not be changed without prior approval of the Board (SEBI).	**192. COMPENSATION OF KEY MANAGEMENT PERSONNEL/ KEY MANAGERIAL PERSONNEL** e. The compensation payable to the Managing Director and Executive Director(s) shall be as approved by the Board (SEBI) and the terms and conditions of the compensation of the Managing Director and Executive Director(s) shall not be changed without prior approval of the Board (SEBI).

Existing Article	Proposed Article
230. INDEMNITY TO DIRECTORS AND OTHERS The Board of Directors, Managing Director, Managers, Secretary and other Officers or other employees for the time being of the Company, Auditor and the trustee, if any, for the time being acting in relation to any of the affairs of the Company, and every one of them and every one of their heirs, executors and administrators shall be indemnified and secured harmless out of the assets and profits of the Company from and against all actions, costs, charges, losses, damage, and expenses which they or any of them, or their executors or administrators shall or may incur or sustain by reason of any act done, occurred in or omitted in or about the execution of their duty, or supposed duty, their respective offices or trusts, except such, if any, as they shall incur or sustain through or by their own willful neglect or default respectively.	**230. INDEMNITY TO DIRECTORS AND OTHERS** The Board of Directors, Managing Director, Executive Director(s), Managers, Secretary and other Officers or other employees for the time being of the Company, Auditor and the trustee, if any, for the time being acting in relation to any of the affairs of the Company, and every one of them and every one of their heirs, executors and administrators shall be indemnified and secured harmless out of the assets and profits of the Company from and against all actions, costs, charges, losses, damage, and expenses which they or any of them, or their executors or administrators shall or may incur or sustain by reason of any act done, occurred in or omitted in or about the execution of their duty, or supposed duty, their respective offices or trusts, except such, if any, as they shall incur or sustain through or by their own willful neglect or default respectively.
231. INDEMNITY AGAINST LIABILITY INCURRED IN DEFENDING ETC. CIVIL OR CRIMINAL ACTIONS Every Director, Managing Director, Manager, Secretary or other Officer or employee of the Company shall be indemnified against any liability incurred by him in defending any proceedings, whether civil or criminal in which judgement is given in their or his favour or in which they or he is acquitted or in connection with any application under Section 463 of the Act in which relief is given to him by the Court.	**231. INDEMNITY AGAINST LIABILITY INCURRED IN DEFENDING ETC. CIVIL OR CRIMINAL ACTIONS** Every Director, Managing Director, Executive Director(s), Manager, Secretary or other Officer or employee of the Company shall be indemnified against any liability incurred by him in defending any proceedings, whether civil or criminal in which judgement is given in their or his favour or in which they or he is acquitted or in connection with any application under Section 463 of the Act in which relief is given to him by the Court.