MULTI COMMODITY EXCHANGE CLEARING CORPORATION LIMITED

Registered office: Exchange Square, Chakala, Suren Road, Andheri (East), Mumbai 400 093,
Maharashtra, India. Tel.: +91-22-6731 8888, Fax: +91-22-6649 4151.
CIN: U74999MH2008PLC185349

Notice is hereby given that the Eleventh Annual General Meeting of Multi Commodity Exchange Clearing Corporation Limited (MCXCCL) will be held on Friday, September 06, 2019 at 04.00 p.m. at the registered office of the Company at Exchange Square, Suren Road, Chakala, Andheri (East), Mumbai 400093 to transact the following businesses:

ORDINARY BUSINESS(ES):

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2019 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date along with the notes and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. C. Jayaram (DIN: 00012214), who retires by rotation and being eligible, offers himself for re-appointment, subject to approval of SEBI.

Date: July 11, 2019
Place: Mumbai

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

Riddhi Parekh
Company Secretary

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NOTES:

1. **A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him/her and the proxy need not be a member of the Company. Proxy shall not vote except on a poll. A person can act as proxy for and on behalf of a maximum of fifty (50) members not holding, in aggregate, more than ten percent of the total paid-up share capital of the Company carrying voting rights. A member holding more than ten percent of the total paid-up share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.** A proxy form for the General Meeting is enclosed herewith.
2. The instrument appointing Proxy must be deposited with the Company at its Registered Office not less than 48 (forty eight) hours before the commencement of the Meeting.
3. A Member, which is a Body Corporate intending to send its authorised representative(s) to attend the meeting is requested to send to the Company a certified copy of the Board resolution authorising its representative(s) to attend and vote on their behalf at the meeting.
4. All documents referred to in the accompanying Notice are open and available for inspection at the Registered Office of the Company on all working days between 11:00 a.m. and 1:00 p.m., up to the date of this Meeting.
5. Members may also note that the Notice of this General Meeting will be available on the website https://www.mcxccl.com/disclosures/announcement
6. The route map showing directions to reach the venue of the AGM is annexed.
7. In accordance with Section 91 of the Companies Act, 2013, the Company has not closed its register of Members.
8. Pursuant to regulation 23 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the approval of the shareholders for all material related party transactions shall not be applicable if the transactions are entered into between a holding Company and its wholly owned subsidiary whose accounts are consolidated with such holding company and placed before the shareholders at the general meeting for approval. Accordingly, for such transactions with Multi Commodity Exchange of India Limited (MCX), Holding Company, the same is not being placed before the shareholders for their approval.

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ANNEXURE TO AND FORMING PART OF THE NOTICE DATED JULY 11, 2019

Information pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding appointment/re-appointment of a Director/(s) is as under:

Name	**C. Jayaram**
DIN	00012214
Date of Birth	April 18, 1956
Age	63 years
Qualification	B.A. (Economics), PGDM — IIM, Kolkata
Date of appointment	June 15, 2017
Shareholding in MCXCCL	NIL
Directorships of other companies* as at June 30, 2019	• Kotak Mahindra Bank Limited • Kotak Mahindra Asset Management Company Limited • Multi Commodity Exchange of India Limited
Membership/ Chairmanship in Committees** of Other Companies as at June 30, 2019	• Chairman of Stakeholders Relationship Committee of Kotak Mahindra Asset Management Company Limited • Member of Audit Committee of Multi Commodity Exchange of India Limited
Brief Profile including expertise in specific functional areas /experience	• Currently on the board of Kotak Mahindra Bank Ltd., as an Non-Executive and Non-Independent Director • Former Joint Managing Director of Kotak Mahindra Bank Limited • Over 38 years of diverse experience in Financial Sector & related businesses
Approval No. & date	SEBI/HO/CDMRD/DEA/OW/P/2018/9756/1 dated March 28, 2018

None of the Directors being appointed/re-appointed are *inter-se* related with any other Director of the Company.

** Only Audit and Stakeholders Relationship Committees of other Companies are considered.

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ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

Full name of the Member attending (in block letters):_____

Name of the Proxy: _____
(To be filled in, if the proxy form has been duly deposited with the Company)

I hereby record my presence at the 11th Annual General Meeting of the Company to be held on Friday, September 06, 2019 at 04.00 p.m. at Registered Office of the Company at Exchange Square, Suren Road, Chakala, Andheri (East), Mumbai 400093.

No. of Shares held : _____

DP ID/Client ID No. : _____

Regd. Folio No. : _____

Member's/Proxy's Signature : _____

- Only Member/Proxy holder can attend the Meeting.
- Member/Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

Signed this _____day of _____

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PROXY FORM (MGT – 11)

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Members(s):_____
Registered address: _____
E-mail Id: _____
Folio No. / Client ID No.:_____DP ID No. _____

I/ We, being the member(s) holding _____ Equity Shares of the above named Company hereby appoint:

1. Name: _____ Email Id: _____

   Address: _____

   Signature: _____ or failing him/her

2. Name: _____ Email Id: _____

   Address: _____

   Signature: _____ or failing him/her

3. Name: _____ Email Id: _____

   Address: _____

   Signature: _____ or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 11th Annual General Meeting of the Company to be held on Friday, September 06, 2019 at 04.00 p.m. at Registered office of the Company at Exchange Square, Suren Road, Chakala, Andheri (East), Mumbai 400093 and at any adjournment thereof, in respect of such resolution as indicated below:

Sr. No.	Particulars of Business	For	Against
	Ordinary Business/(es)		
1.	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2019 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date along with the notes and the reports of the Board of Directors and Auditors thereon.		

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2.	To appoint a Director in place of Mr. C. Jayaram (DIN: 00012214), who retires by rotation and being eligible, offers himself for re-appointment, subject to approval of SEBI.		

Signed this ____ day of _____

Signature of shareholder _____

Signature of Proxy holder(s) _____

Affix revenue stamp of appropriate value

Note:

1. This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at Exchange Square, Suren Road, Chakala, Andheri (East), Mumbai 400093, not less than 48 hours before the commencement of the Meeting.
2. A member entitled to attend and vote is entitled to appoint proxy to attend and vote instead of himself.

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ROAD MAP FOR THE VENUE OF THE GENERAL MEETING OF MULTI COMMODITY EXCHANGE CLEARING CORPORATION LIMITED

