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 16th Annual General Meeting

Notice is hereby given that the Sixteenth Annual General Meeting of Multi Commodity Exchange Clearing Corporation Limited (MCXCCL) will be held on **Thursday, September 12, 2024 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, 2024 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.

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

Date: July 26, 2024
Place: Mumbai

Mandar Kulkarni
Company Secretary

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NOTES:

1. The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 9/2023 dated September 25, 2023 has allowed Companies whose Annual General Meeting ("AGM") are due in the year 2024, to conduct their AGMs on or before September 30, 2024, through VC or OAVM in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/ 2020 dated May 05, 2020.

   Accordingly, the Company is convening its 16th AGM through VC/OAVM, without the physical presence of the Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company.

2. The aforesaid MCA General Circular dated September 25, 2023 read with MCA Circulars dated May 05, 2020, April 13, 2020 and SEBI circular no. SEBI/ HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 07, 2023 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 be sending soft copy of the Annual Report 2023-24 and Notice convening 16th 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 FY 2023-24 will also be available on the Company's website at https://www.mcxccl.com/.

3. Pursuant to the provisions of the Act, 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.

4. Corporate Member intending to appoint an authorise 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 authorizing its representative(s) to attend and vote on its behalf at the Meeting.

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

6. 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 a 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)

❖ **Safari / Microsoft Edge/Internet Explorer/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.

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

8. 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.

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

10. 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.

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

12. 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. 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 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.

13. 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.

14. 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.

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

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

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ADDITIONAL INFORMATION FORMING PART OF THE NOTICE

Information pursuant to Regulation 36 (3) of the Listing Regulations, 2015 and Secretarial Standard-2 on General Meeting regarding re-appointment of a Director/(s) is as under:

Name	Mohan Shenoi
DIN	01603606
Date of birth/Age	April 28, 1958/ 66 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
Other Directorships as on March 31, 2024	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 March 31, 2024	• 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

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Brief Profile including experience, nature of expertise in specific functional areas	• He is a veteran banker with more than 42 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. 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 condition of re-appointment	Mr. Mohan Shenoi shall be liable to retire by rotation and the terms and conditions as mentioned under Companies Act, 2013, SECC Regulations, 2018 and Listing Regulations, 2015 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 Personnel of MCXCCL	None