

MULTI COMMODITY EXCHANGE CLEARING CORPORATION LIMITED

(A Wholly owned subsidiary of Multi Commodity Exchange of India Limited)

Eighteenth Annual Report
Financial Year Ended March 31, 2026
(Financial Year 2025-26)

Public

Contents	Page No.
Corporate Information	3-4
Directors' Report	5-27
Annexures to the Directors' Report	28-69
Management Discussion and Analysis Report	70-98
Corporate Governance Report	99-154
Auditors' Report	155-166
Financials	167-203

Corporate Information

Board of Directors:
(As on July 30, 2026)

Mr. Prafulla Chhajed (DIN: 03544734)	Chairperson, Public Interest Director
Mr. Srinivas Petluri (DIN: 02836590)	Public Interest Director
Ms. Kemisha Soni (DIN: 06805708)	Public Interest Director
Mr. Mohan Shenoi (DIN: 01603606)	Non-Independent Director
Mr. Manoj Kumar Jain (DIN: 09694205)	Non-Independent Director
Mr. Rishi Nathany (DIN: 00999139)	Managing Director and Chief Executive Officer

Key Management/Managerial Personnel:
(As on July 30, 2026)

Mr. Soundararajan Venkatadas	Chief Operating Officer
Mr. M. Ramalingam	Chief Regulatory Officer and Compliance Officer, Head- Membership & Default, Inspection & Investor Grievance
Mr. Anilkumar Varma	Chief Technology Officer
Mr. Mihir Malode	Chief Information Security Officer & Data Privacy/ Protection Officer
Mr. Rajesh Agrawal	Chief Financial Officer
Mr. Mandar Kulkarni	Company Secretary and Vice President-Legal
Mr. Fardeen Siddiquee	Chief Risk Officer
Mr. Arnav Datta	Head – Warehousing Operations, Collaterals and Delivery
Mr. Praveen Kotian	Head- Legal
Mr. Pradip Gurav	Head- Human Resources, Administration and Procurement

Statutory Auditors:

MSKA & Associates LLP, Chartered Accountants
602, Floor 6, Raheja Titanium, Western Express Highway, Geetanjali Railway Colony, Ram Nagar, Goregaon East, Mumbai-400063, Maharashtra, India

Registered Office:

Exchange Square, CTS 255, Suren Road, Andheri (East),
Mumbai- 400 093, Maharashtra, India
Tel: +91-22-6864 6000/5095 6000, Fax: +91-22-6649 4151
Website: https://www.mcxccl.com/

Registrar & Transfer Agent:

KFin Technologies Limited
CIN L72400MH2017PLC444072
Registered Office:
301, The Centrium, 3rd Floor, 57,
Lal Bahadur Shastri Road, Nav Pada,
Kurla (West), Mumbai – 400 070
Tel : +91-22-4617 0911
Email : einward.ris@kfintech.com
Website: https://www.kfintech.com
https://ris.kfintech.com/

Directors' Report

Dear Shareholders,

The Board of Directors are pleased to present the Eighteenth Annual Report on the business and operations of Multi Commodity Exchange Clearing Corporation Limited (hereinafter referred to as the '**Company/Your Company/MCXCCL/Clearing Corporation**') along with the Audited Financial Statements and Auditors' reports thereon for the Financial Year (hereinafter referred to as '**FY**') ended March 31, 2026 (hereinafter referred to as '**year under review**').

1. Financial Results:

(₹[1] in lakh except earnings per share)

Particulars	**For FY ended March 31, 2026**	**For FY ended March 31, 2025**
Total Income	42,817	24,248
Total Expenses	10,738	9,912
Profit before Tax	**32,079**	**14,336**
Tax Expenses	1,337	9
Profit after Tax	**30,742**	**14,327**
Other comprehensive Income	2	(30)
Total comprehensive Income	**30,744**	**14,297**
Number of Shares	23,99,85,000	23,99,85,000
Earnings Per Share		
Basic	**12.81**	**5.97**
Diluted	**12.81**	**5.97**

[1] ₹ means Indian Rupees/INR/Rs.

Public

2. Review of Operations and State of Affairs of the Company:

MCXCCL commenced its operations from September 03, 2018 to provide clearing and settlement services along with all associated and related functions, including collateral management and risk management functions for all trades in securities executed on Multi Commodity Exchange of India Limited (hereinafter referred to as '**MCX**') platform. MCXCCL has successfully completed settlement of all the trades submitted for clearing without any event of Member default since commencement of its operations.

During FY 2025-26, MCXCCL cleared and settled future trades of ₹ 164.88 lakh crore and option trades (notional value of strike plus premium) of ₹ 1,207.40 lakh crore. These trades resulted into the Mark to Market (hereinafter referred to as 'MTM'), exercise assignment and premium settlement of ₹ 1.03 lakh crore. The highest monthly MTM, exercise assignment and premium settlement was ₹ 25,740.96 crore recorded in the month of January 2026. A total of 10,79,435 lots of option contracts devolved into underlying futures contracts of the respective commodities wherein Crude oil and Crude oil Mini options registered maximum devolvement at 5,03,102 lots of option contracts.

During FY 2025-26, the total value of commodities settled through physical delivery was ₹ 41,245.99 crore and the highest monthly delivery settlement was ₹ 8,468.18 crore recorded in the month of February 2026. Deliveries were recorded in Aluminium Mini, Aluminium, Cardamom, Copper, Cotton, Cottoncndy, Gold, Gold Guinea, Gold Mini, Gold Petal, Gold Ten, Lead, Lead Mini, Mentha Oil, Nickel, Silver, Silver Mini, Silver Micro, Zinc, Zinc Mini contracts.

3. Financial Highlights:

MCXCCL's Total Income during the year under review stood at ₹ 42,817 lakh as compared to ₹ 24,248 lakh for the FY ended March 31, 2025. The Total Expenses including Administration and other Expenses for the year under review stood at ₹ 10,738 lakh compared to ₹ 9,912 lakh for the FY ended March 31, 2025. The Profit before tax stood at ₹ 32,079 lakh for the year under review as compared to ₹ 14,336 lakh for the FY ended March 31, 2025. Further, Profit after tax was ₹ 30,742 lakh for the year under review as compared to ₹ 14,327 lakh for the FY ended March 31, 2025.

The net worth of the Company as of March 31, 2026, was ₹ 98,409 lakh, computed as per the provisions of Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 (hereinafter referred to as '**SECC Regulations, 2018**'). For further details, please refer 'Management Discussion and Analysis Report' forming part of this Annual Report.

4. Regulatory Developments:

Securities and Exchange Board of India (hereinafter referred to as '**SEBI**') issued various circulars/notifications during the year under review to regulate the commodity derivatives market. Some of the important regulatory developments, *inter alia*, include the following:

a. SEBI, vide circular dated April 04, 2025, standardised the format for submission of System and Network audit report of Market Infrastructure Institutions (hereinafter referred to as '**MIIs**').

b. SEBI, vide circular dated May 19, 2025, issued guidelines to strengthen internal audit mechanism and changes in composition of the Audit Committee, outlining the norms for Internal Audit Mechanism at MIIs.

c. SEBI, vide circular dated May 26, 2025, issued guidelines to strengthen the governance framework of MIIs providing the process for appointment, re-appointment, termination or acceptance of resignation of Key Management Personnel namely the Compliance Officer, Chief Risk Officer, Chief Technology Officer and Chief Information Security Officer and re-appointment of Public Interest Directors.

d. SEBI, vide circular dated June 26, 2025, modified Section III-B of the SEBI Master Circular dated November 11, 2024 on *"Master Circular for compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities"*.

e. SEBI issued a circular dated July 31, 2025 on *'Rights of Persons with Disabilities Act, 2016 and rules made thereunder-mandatory compliance by all Regulated Entities'* mandating that all the digital platforms of Regulated entities shall be compliant with the provisions of Rights of Persons with Disabilities Act, 2016 and corresponding rules.

   SEBI, vide circular dated August 29, 2025 provided extension of timelines with respect to SEBI circular for Compliance to Digital Accessibility Circular 'Rights of Persons with Disabilities Act, 2016 and rules made thereunder-mandatory compliance by all Regulated Entities' dated July 31, 2025.

   SEBI, vide circular dated September 25, 2025 issued compliance guidelines and formats for submission of compliances.

f. SEBI, vide circular dated August 05, 2025 modified Terms of Reference of Member Committee in order to further streamline the mechanism for handling of requests for review, appeal or waiver of penalty filed against actions taken by the Member Committee.

g. SEBI, vide circular dated August 07, 2025 issued a Policy for joint annual inspection of MIIs to ensure ease of doing business.

h. SEBI issued a circular dated October 13, 2025 in addition to SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 on Minimum information to be provided to the Audit Committee and Shareholders for approval of related party transactions.

i. SEBI, vide circular dated December 12, 2025 issued provisions relating to Strengthening Governance of MIIs including provisions related to appointment of Executive Directors.

j. SEBI, vide circular dated February 11, 2026 issued provisions related to Capacity Planning and Real Time Performance Monitoring framework for Commodity Derivatives Segment of MIIs.

k. SEBI, vide circular dated February 17, 2026 modified the application forms related to registration of Stock-Broker/ Clearing Member with SEBI, which were forming part of the Securities and Exchange Board of India (Stock Brokers) Regulations, 1992.

l. SEBI, vide circular dated March 16, 2026 modified the provisions contained in Part C (with respect to Coverage of Core Settlement Guarantee Fund) of paragraph 22 ("Standardized Stress Testing for Commodities Derivatives") of Annexure O of SEBI Master Circular for Commodity Derivatives Segment dated Aug 04, 2023.

5. Membership/Clearing Members:

The Clearing Corporation had 236 Members including eleven Professional Clearing members as on March 31, 2026.

6. Risk Management and Risk Management Policy:

Risk management being an important function for a Clearing Corporation, MCXCCL has a well-defined Risk Management Framework and Risk Management Policy in place. This works at various levels across the enterprise to form a strategic defence cover for the Company. The Company has constituted a Risk Management Committee which periodically monitors and reviews the Risk Management plan and the implementation of SEBI norms on Risk Management and recommends to the Board any modifications to the Risk Management Policy.

For further details, please refer to 'Management Discussion and Analysis Report' forming part of this Annual Report.

7. Core Settlement Guarantee Fund (hereinafter referred to as 'Core SGF'):

SEBI vide Master circular bearing no. SEBI/HO/MRD/MRD-PoD-1/P/CIR/2023/136 dated August 04, 2023, issued norms related to computation of Core SGF requirement and standardized stress testing for credit risk in commodity derivatives. Further, SEBI vide Circular no. HO/47/16/14(1)2026-MRD-POD1/I/7115/2026 dated March 16, 2026 has

Public

modified the clause pertaining to coverage of Core SGF for Commodity Derivatives Segment.

Accordingly, the Core SGF as on March 31, 2026 was ₹ 1,36,729 lakh of which ₹ 28,558 lakh was contributed by MCX, ₹ 76,040 lakh was contributed by MCXCCL and ₹ 32,131 lakh was penalties, interests and other accruals to Core SGF.

For further details, please refer to the section titled 'Risk Management' appearing in the 'Management Discussion & Analysis Report' forming part of this Annual Report.

8. Warehousing:

Storage of goods and their proper upkeep, being a key element in delivery settlement through the Clearing Corporation, MCXCCL has made necessary warehousing/ vault arrangements with Warehouse Service Providers, Vault Service Providers and Assayers to cater to the storage and assaying requirements of various Members and their respective constituents/ depositors/buyers who are willing to give/take delivery.

For further details on Warehousing, please refer section titled 'Warehousing' appearing in the 'Management Discussion and Analysis Report' forming part of this Annual Report.

9. Opportunities:

Your Company is committed to explore all opportunities for unlocking the full potential of the Indian commodity derivatives market. Detailed discussion on opportunities and threats to your Company is provided in the 'Management Discussion and Analysis report' forming part of this Annual report.

10. Management Discussion & Analysis Report:

Management Discussion and Analysis Report, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as '**Listing Regulations, 2015**'), forms part of this Annual Report.

11. Alteration to Memorandum of Association and Articles of Association:

During the year under review, your Company initiated the process of altering some of the provisions of the Memorandum of Association (hereinafter referred to as '**MOA**') and Articles of Association (hereinafter referred to as '**AOA**').

The approval of the Board of Directors for increasing the Authorised Share Capital of MCXCCL, altering the Capital Clause of the MOA and alteration of AOA was obtained at the Board Meeting held on February 04, 2026. The approval of Shareholders for the same was obtained in the Extra Ordinary General Meeting held on February 09, 2026. After

Public

complying with the due process under the SECC Regulations, 2018, your Company received the SEBI approval for the said amendments in May 2026. Accordingly, the amended MOA and AOA are effective from May 2026.

The MOA and the AOA of the Company are uploaded on website and may be accessed at the following web link:

chrome-extension://efaidnbmnnnibpcajpcglclefindmkaj/https://www.mcxccl.com/docs/default-source/about-us/2021--mcxccl-altered-moa-and-aoab6171fb9-fb82-436b-9068-03a93f4af0b0.pdf

12. Transfer to reserves, if any:

An amount of ₹ 3,358 lakh is proposed to be retained in the statement of Profit and Loss account under the heading 'Reserves and Surplus' under 'Other Equity'.

Your Directors do not propose to transfer any amount to the General Reserve for the year under review.

For further details on the reserves of the Company, kindly refer to note 13 of notes to Accounts of the financial statements.

13. Dividend:

With a view to conserve its resources, the Board is not recommending any dividend for the year under review.

14. Change in the nature of business:

There has been no change in the nature of business during the year under review.

15. Share Capital:

As on March 31, 2026, the Authorised Share Capital of your Company stood at ₹ 30,000 lakh and the issued, subscribed and paid-up Share Capital of your Company stood at ₹ 23,998.50 lakh divided into 23,99,85,000 equity shares of ₹ 10/- each.

For further details on the Share Capital, kindly refer to note 13 of notes to Accounts of the financial statements.

16. Events having major bearing on the Company's affairs after the end of FY:

There were no major events having bearing on the Company's affairs after the end of FY.

On June 24, 2026, the Hon'ble Bombay High Court (hereinafter referred to as '**Bombay HC**') pronounced its judgement, in favour of the Respondents viz., SEBI, MCX and MCXCCL in the matter of Writ Petitions filed before it challenging MCX and MCXCCL's circular dated April 21, 2020 that fixed the Due Date Rate for MCX Crude Oil April 2020 Futures Contracts at ₹ (-)2,884 per barrel, corresponding to the NYMEX settlement price of USD (-)37.63 per barrel on April 20, 2020.

In its judgement, the Bombay HC upheld the validity of the MCX /MCXCCL circular dated April 21, 2020, dismissed all writ petitions and disposed of interim applications.

17. Material changes and commitments, if any, affecting the financial position of the Company:

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of FY of the Company to which the financial statements relate to and the date of the report.

18. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future:

There have been no significant and material orders passed during the year under review by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

19. Details of Subsidiaries, Joint Ventures or Associate Companies:

As on March 31, 2026, MCXCCL does not have any Subsidiaries, Joint Ventures or Associate Companies.

Further during the year under review, no Company has become or has ceased to be a Subsidiary, Joint Venture or Associate Company of MCXCCL.

20. Annual Return:

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2026 is available on the Company's website and may be accessed at the below web link:

https://www.mcxccl.com/disclosures/other-disclosures

21. Contracts or arrangements with related parties:

Your Company has formulated the policy on materiality of related party transactions and dealing with related party transactions. The same is uploaded on website and may be accessed at the following web link:

https://www.mcxccl.com/docs/mcxcclibraries/disclosure/other-disclosure/policy-on-related-party-transactions-version-6-007b5cf57-18fd-4d81-9723-33e5008932ef.pdf?sfvrsn=298ed724_4

All the related party transactions under Section 188 of the Companies Act, 2013 entered during FY were at arm's length basis and in the ordinary course of business.

Omnibus approval is obtained for the related party transactions which were of the repetitive nature, entered in the ordinary course of business and were at arm's length. Further, all the related party transactions entered by your Company in FY 2025-26 were reviewed on a quarterly basis by the Audit Committee and the Board in accordance with the Companies Act, 2013 and Listing Regulations, 2015.

Pursuant to Section 134(3) (h) read with Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of material contracts or arrangements with related parties to be reported under Section 188(1) of the Companies Act, 2013 are appended in **Form** AOC–2 as **Annexure I** to this Report. All related party transactions as required under Indian Accounting Standards (Ind AS) 24 – Related Party Disclosures are reported in Note 31 of Notes to Accounts of the Financial Statements.

22. Environmental Responsibility:

Given the nature of its operations, the Company has a very low impact on the environment. Notwithstanding this, MCXCCL is committed to minimise its adverse environmental effects through efficient use of natural resources, including electricity, which is critical to the Clearing Corporation's technology-driven business.

23. Corporate Social Responsibility:

MCXCCL is focused on creating a positive social and environmental impact by leveraging its resources and expertise.

During the year under review, the Company has spent ₹ 132.50 lakh on Corporate Social Responsibility (hereinafter referred to as 'CSR') Activities.

A brief outline of the CSR policy of the Company and the CSR initiatives undertaken by the Company on CSR activities during the year are set out in Annexure II of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The CSR policy of the Company formulated in accordance with the Companies Act, 2013 (as amended from time to time) can be accessed at the website of the Company at the following web link:

https://www.mcxccl.com/docs/mcxcclibraries/disclosure/other-disclosure/corporate-social-responsibility-policy-version-4-0.pdf

24. Ethics and Governance Policies:

Your Company adheres to the highest ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. Accordingly, it has adopted various codes and policies to carry out its obligations ethically. Some of these codes/policies framed and implemented are Code of Conduct for MCXCCL, Code of Conduct for the Governing Board, Directors, Committee Members and Key Management Personnel at MCXCCL as prescribed under SECC Regulations, 2018, Whistle Blower Policy/Vigil Mechanism, Policy on Related Party Transactions, Risk Management Policy, Nomination and Remuneration Policy, Policy for appointment of Independent External Professionals/ Persons on Committees of the Board, Board Diversity Policy, Dividend Distribution Policy, Environmental, Social and Governance Policy etc. Some of these policies can be accessed at:

https://www.mcxccl.com/disclosures/other-disclosures

25. Whistle Blower Policy/Vigil Mechanism:

MCXCCL believes in conducting the affairs of its constituents in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behaviour. Pursuant to Section 177(9) of the Companies Act, 2013, read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the Listing Regulations, 2015, the Board of Directors implemented a vigil mechanism through the adoption of Whistle Blower Policy and the said policy was revised in terms of the provisions of Companies Act, 2013 and Listing Regulations, 2015. For further details, please refer to the report on Corporate Governance which forms part of this Annual Report. The Whistle Blower policy can be accessed at the following web link:

https://www.mcxccl.com/docs/mcxcclibraries/disclosure/other-disclosure/whistle-blower-policy---version-8-0386f325b-5e1a-4d3e-9c19-947d6922c71d.pdf?sfvrsn=1b57a82b_5

26. Corporate Governance:

MCXCCL is committed towards good Corporate Governance aligned with the best corporate practices. Pursuant to Regulation 33 of SECC Regulations, 2018, the disclosure requirements and Corporate Governance norms as specified for listed companies shall mutatis mutandis apply to a recognised Clearing Corporation.

Accordingly, a detailed report on Corporate Governance for the year under review demonstrating MCXCCL's accountability to its stakeholders and the certificate from a Practicing Company Secretary regarding compliance with Corporate Governance norms

form part of this Annual Report. The report on Corporate Governance also contains the disclosures required under the Companies Act, 2013.

Regulation 34(2)(f) of the Listing Regulations, 2015 requires the top 1000 listed entities, based on market capitalisation, to include a Business Responsibility and Sustainability Report in their Annual Report on the environmental, social and governance disclosures in the prescribed format. Since your Company does not fall within the purview of Regulation 34(2)(f), the Business Responsibility and Sustainability Report is not applicable.

27. Board of Directors:

MCXCCL being a recognised Clearing Corporation under the Securities Contracts (Regulation) Act, 1956, is *inter alia,* regulated by SEBI. In accordance with SECC Regulations, 2018, "Public Interest Director" (hereinafter referred to as '**PID**') means an Independent Director, representing the interests of investors in securities market and who is not having any association, directly or indirectly, which in the opinion of SEBI, conflicts with his/her role. Accordingly, PIDs are considered as Independent Directors for adhering to compliance with the provisions under the Listing Regulations, 2015 and Companies Act, 2013.

As on March 31, 2026, the Board comprised of 6 (Six) Directors of which 3 (Three) were PIDs including 1 (One) woman Independent Director, 2 (Two) were Non-Independent Directors (hereinafter referred to as '**NIDs**') and 1 (One) Managing Director and Chief Executive Officer (hereinafter referred to as '**MD & CEO**').

As mandated, all the PIDs of your Company have been duly registered with the databank for Independent Directors maintained by the Indian Institute of Corporate Affairs.

All the Directors have confirmed that they are 'Fit and Proper' in terms of the SECC Regulations, 2018. Your Company has also obtained affirmation of adherence to the Code of Conduct under Part B, Schedule II of SECC Regulations, 2018 from the respective Directors, as applicable.

In the opinion of the Board, all the aforesaid PIDs possess integrity, expertise and experience (including the proficiency) which bring tremendous value to the Board and to the Company.

The Nomination and Remuneration Policy of the Company provide for remuneration as well as general principles for appointment/re-appointment, criteria, attributes and qualifications etc. for Directors.

(i) Changes in the composition of the Board during the year under review:

During the year under review, Mr. Ganesh Kumar (DIN: 07635860) resigned as PID of MCXCCL effective February 16, 2026. Mr. Manoj Kumar Jain (DIN: 09694205)

retired by rotation and was re-appointed at the Annual General Meeting held on September 08, 2025. Further, the tenure of Mr. Narendra Kumar Ahlawat (DIN: 07629724) as MD & CEO ended on March 31, 2026, pursuant to which, Mr. Rishi Nathany (DIN: 00999139) assumed the position of MD & CEO effective April 01, 2026.

(ii) Director liable to retire by rotation:

In accordance with the provisions of Companies Act, 2013, Mr. Mohan Shenoi (DIN: 01603606), NID, is liable to retire by rotation at the ensuing Annual General Meeting (hereinafter referred to as '**AGM**'), being longest in office and being eligible, he is seeking re-appointment. The Board recommends his re-appointment.

(iii) Declaration by the PIDs / Independent Directors:

Your Company has received the necessary declarations from each of the PIDs that he/she meets the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16 (1) (b) of the Listing Regulations, 2015.

(iv) Number of Meetings of the Board:

The Board of Directors duly met 14 (Fourteen) times during the year under review. For further details, please refer to the report on Corporate Governance forming part of this Annual Report.

(v) Performance Evaluation and the evaluation criteria:

In terms of the Policy for Performance Evaluation/Review, the performance evaluation of all the Directors, Board as a whole, its Committees was conducted based on the criteria and the framework prescribed therein. In addition to the aforesaid, your Company also conducted performance evaluation of Chairperson of the Board and Independent External Professionals/Persons. The performance evaluation process and criteria for the same are set out in **Annexure III** to this Report. The policy for Performance Evaluation/ Review can be accessed at the following web link:

https://www.mcxccl.com/docs/mcxcclibraries/announcement-disclosures/policy-for-performance-evaluationreview-version-7-0.pdf

Further, the evaluation of the Company as a whole, the Directors (PID and NID), Committees of the Board was carried out as per the provisions of SECC Regulations, 2018.

(vi) Committees of the Board:

As on March 31, 2026, your Company has the following Committees pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, 2015 read with relevant rules framed therein:

i. Audit Committee:

The composition of the Audit Committee is covered under the Corporate Governance Report.

During the year under review, there were no instances, where the Board did not accept any recommendations of the Audit Committee.

ii. Nomination and Remuneration Committee:

The composition of the Nomination and Remuneration Committee is covered under the Corporate Governance Report.

iii. Corporate Social Responsibility Committee:

The composition of the CSR Committee is as set out in **Annexure II** and covered under the Corporate Governance Report.

iv. Risk Management Committee:

The composition of the Risk Management Committee is covered under the Corporate Governance Report.

v. Stakeholders Relationship Committee:

The composition of the Stakeholders Relationship Committee is covered under the Corporate Governance Report.

(vii) Directors' Responsibility Statement:

In pursuance of Section 134 (3) (c) and Section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

(i) in the preparation of the annual accounts for the year ended March 31, 2026, the applicable accounting standards read with the requirement set out under Schedule III to the Act, had been followed and there were no material departures from the same;

Public

(ii) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

(iii) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) the Directors had prepared the annual accounts on a going concern basis;

(v) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(vi) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

(viii) Disclosure on compliance with Secretarial Standards:

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and such systems are adequate and operating effectively.

28. Key Management/Managerial Personnel:

The following changes took place in the Key Management Personnel (hereinafter referred to as **'KMPs')** / Senior Management during the year under review:

(i) Mr. Arnav Datta, who was designated as Head-Warehousing Operations, Delivery and Spot was re-designated as Head-Warehousing Operations, Collaterals and Delivery with effect from June 01, 2025.

In view of the aforesaid, following is the list of KMPs as on March 31, 2026 in terms of the SECC Regulations, 2018;

Name of the KMP	Designation
Mr. Narendra Kumar Ahlawat	MD & CEO
Mr. Soundararajan Venkatadas	Chief Operating Officer
Mr. M. Ramalingam	Chief Regulatory Officer and Compliance Officer, Head - Membership & Default, Inspection & Investor Grievance

Public

Name of the KMP	Designation
Mr. Anilkumar Varma	Chief Technology Officer
Mr. Arnav Datta	Head – Warehousing Operations, Collaterals and Delivery
Mr. Rajesh Agrawal	Chief Financial Officer
Mr. Fardeen Siddiquee	Chief Risk Officer
Mr. Mandar Kulkarni	Company Secretary and Vice President-Legal
Mr. Mihir Malode	Chief Information Security Officer and Data Privacy/ Protection Officer
Mr. Praveen Kotian	Head – Legal
Mr. Pradip Gurav	Head- Human Resources, Administration and Procurement

In terms of the Companies Act, 2013, the following are the Key Managerial Personnel of your Company as on March 31, 2026:

Name	Designation
Mr. Narendra Kumar Ahlawat	MD & CEO
Mr. Rajesh Agrawal	Chief Financial Officer
Mr. Mandar Kulkarni	Company Secretary

29. Resources committed towards strengthening regulatory functions and towards ensuring Compliance with applicable regulatory requirements:

SEBI from time to time has issued various regulations and guidelines applicable to the Company. Your Company ensures compliance with the same and aims to remain at the forefront by creating a precedent for others to follow, in terms of compliance by implementing the best governance practices and disclosures.

Your Company's regulatory departments for the period April 01, 2025 to March 31, 2026 comprised of Compliance, Risk Management, Membership & Default, Inspection, Investor Grievances, Secretarial & Compliance and Legal departments.

The Spot department along with the employees handling the function were transferred from MCXCCL to MCX effective June 01, 2025.

Accordingly, the following departments are identified under Critical Operations, Regulatory Departments and other Functions of MCXCCL as on March 31, 2026:

Vertical 1: Critical Operations	Vertical 2: Regulatory Departments etc.	Vertical 3: Other Functions
Clearing & Settlement	Compliance	Finance & Accounts

Vertical 1: Critical Operations	Vertical 2: Regulatory Departments etc.	Vertical 3: Other Functions
Collaterals	Risk Management	Human Resources, Administration and Procurement
Delivery	Membership & Default	
Warehousing Operations	Inspection	
Technology	Investor Grievances	
	Secretarial and Compliance	
	Legal	

The above-mentioned Regulatory departments take care of various critical aspects of regulatory compliances. The departments handling these functions are adequately staffed and headed by senior officials of the Company, who in turn report to the MD & CEO, Risk Management Committee, Regulatory Oversight Committee, Standing Committee on Technology and Board of Directors, whenever required.

The PIDs in their separate Meetings held on May 08, 2025, October 30, 2025 and March 17, 2026 reviewed the functioning of the regulatory departments including the adequacy of resources dedicated to regulatory functions.

Your Company ensures to make disclosures of various mandatory regulatory requirements along with reporting the same to various regulatory authorities, if deemed necessary, in addition to informing the same to the Board of Directors and Committee Members.

For FY ending on March 31, 2026, your Company incurred expenses like salaries, warehouse insurance, travel expenses, legal expenses, advocate fees, professional charges, subscription charges, license fees and technology expenses amounting to ₹ 3252.11 lakh, as per activity-based accounting methodology towards strengthening regulatory functions and towards ensuring compliance with regulatory requirements.

30. Auditors:

(a) Re-appointment of Statutory Auditors:

MSKA & Associates LLP (formerly known as MSKA & Associates), Chartered Accountants (Firm Registration No. 105047W/W101187) were appointed as Statutory Auditors by the Shareholders at their Fifteenth AGM held on September 22, 2023, for the second consecutive term of five years, from the conclusion of Fifteenth AGM to the conclusion of the Twentieth AGM of the Company.

Public

(b) Auditors' Report:

The report issued by the Statutory Auditors viz. MSKA & Associates LLP on the Financial Statements of the Company for FY ended March 31, 2026, forms part of this Annual report. There are no qualifications, reservations, disclaimers or adverse remarks made by the Statutory Auditors in their report.

MSKA & Associates LLP have given their written consent and eligibility to act as the Statutory Auditors of your Company and have confirmed that the said appointment would be in conformity with the provisions of Section 139 and Section 141 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014.

(c) Details in respect of Frauds Reported by the Auditors under Sub Section (12) of Section 143 of the Companies Act, 2013, other than those reportable to the Central Government

No fraud has been reported by the Auditors to the Audit Committee or the Board during the year under review.

31. Secretarial Audit:

Mayekar & Associates, Practicing Company Secretaries (Firm Registration Number: P2005MH007400) were appointed as the Secretarial Auditor to conduct the secretarial audit of the Company for the year under review. In accordance with Section 204(1) of the Companies Act, 2013, rules made thereunder and Regulation 24A of the Listing Regulations, 2015, the Secretarial Audit Report for the financial year ended March 31, 2026 is annexed as **Annexure IV** to this Report.
The Secretarial Audit report does not contain any qualification, reservation, disclaimers or adverse remarks.

In terms of the provisions of Regulation 24A of the Listing Regulations, 2015, the Shareholders at the AGM held on September 08, 2025, approved the appointment of Mayekar & Associates, Practicing Company Secretaries, as the Secretarial Auditor of the Company for a term of five consecutive years starting from FY 2025-26 to FY 2029-30.

32. Cost records and cost audit:

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013, are not applicable for the business activities carried out by the Company during the year under review.

33. Deposits:

The Company did not invite any deposits from the public during the year under review and accordingly, no amount of principal or interest related thereto was outstanding as on March 31, 2026.

34. Particulars of Loans, Guarantees or Investments:

The Company has not given any loans, guarantees or provided any security or made any investments in any body corporate under the provisions of Section 186 of the Companies Act, 2013 during the year under review.

35. Internal Financial Controls and their adequacy:

The Board of Directors confirms that it has laid down a set of standards, processes and structure which enables to implement Internal Financial Controls across the organisation with reference to Financial Statements and that such controls are adequate and are operating effectively.

During the year under review, no material or serious observation(s) have been observed in relation to such controls. For further details on internal controls and its adequacy, please refer 'Management Discussion and Analysis Report' forming part of this Annual Report.

36. Human Resource Development:

The Clearing Corporation believes in strategic alignment of Human Resources to its business priorities to achieve end objectives. As on March 31, 2026, your Company had 144 employees. Your Company continues to attract, retain and nurture talented workforce in its endeavour to be an employer of choice.

Cultural integration being an integral part of the management philosophy, your Company has ensured to keep the employees informed regarding the important activities during the year. The primary focus was to design the approach in such a way that it ensures employees are committed to their organisational goals, objectives and values that encouraged contributing to organisational success as, well engaged employees are happier, both at work and in their lives.

For further details on human resource development, please refer 'Management Discussion and Analysis' Report forming part of this Annual Report.

37. Disclosures as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

(a) Your Company continues to have in place an Anti-Sexual Harassment Policy and has complied with the provisions relating to the constitution of Internal Complaints Committee under the "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

(b) The following are the details relating to complaints of sexual harassment during the year:

Particulars	Number
(a) number of complaints of sexual harassment received in the year	1
(b) number of complaints disposed off during the year	1
(c) number of cases pending for more than ninety days	0

For further details, please refer to the report on Corporate Governance which forms part of this Annual Report.

38. Disclosures of compliance of the provisions relating to the Maternity Benefit Act 1961:

(a) The Company has complied with the provisions relating to the Maternity Benefit Act, 1961.
(b) There were no maternity benefit cases during the year under review.

39. Disclosure of gender wise demography of employees of MCXCCL:

The gender-wise demography of employees of the Company as on March 31, 2026 is as follows:

Gender	Count
Female	18
Male	126
Transgender	0
Grand Total	144

40. Statement on remuneration of employees of the Company:

Your Company has a well-defined Nomination and Remuneration Policy for Directors, KMPs and other employees, formulated in terms of the provisions of SECC Regulations, 2018, Companies Act, 2013 and Listing Regulations, 2015. The Nomination and Remuneration Policy forms part of the report as **Annexure V** and can be accessed at the following web link:

https://www.mcxccl.com/docs/mcxcclibraries/announcement-disclosures/nomination-and-remuneration-policy-version-7-0.pdf

In accordance with Section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 27(6) of SECC Regulations, 2018, the ratio of the remuneration of each Director to the median employee's remuneration, ratio of compensation paid to each KMP *vis-a-vis* median of compensation paid to all employees and other details forms part of this report as **Annexure VI**.

Further, in accordance with Section 197 (12) of the Companies Act, 2013 read with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 27(5) of SECC Regulations, 2018, a statement containing particulars of employees as stipulated therein also forms part of this Report as **Annexure VII**.

41. General:

- There is no proceeding initiated / pending under the Insolvency and Bankruptcy Code, 2016.
- There was no instance of one-time settlement with any Bank or Financial Institution.

42. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

The disclosures to be made under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014, are explained as under:

A. Conservation of Energy:

Your Company is committed to conduct its business through efficient energy utilisation. It has implemented various measures to optimise energy consumption by adopting energy efficient equipment, thereby supporting sustainable growth. Your Company explores new technologies and innovative techniques to enhance the energy efficiency of its infrastructure.

(i) Steps taken or impact on Conservation of Energy**:**

Your Company has installed Precision Air Cooling System for the rack servers in the Data Centre. This system is highly energy-efficient, featuring Variable Frequency Drives coupled with linear scroll compressors that adjust power consumption according to demand. The system provides targeted cooling to the equipment only, rather than the surrounding environment, thereby preventing unnecessary operation of compressors and minimising energy wastage while maintaining optimal server rack temperatures.

Your Company has implemented a seventh-generation Variable Refrigerant Volume air-conditioning system for the entire building. This inverter-based system reduces compressor rotations during periods of lower occupancy, resulting in significantly lower energy consumption. Additionally, the use of environment-friendly R410A refrigerant further supports sustainability goals.

Your Company has applied UV-resistant film to the facade glass windows to minimise heat ingress into the building. This reduces the overall air-conditioning load and lowers

electricity consumption. The treated glass also helps decrease the need for artificial lighting during daytime hours.

Your Company has installed motion sensors in low-traffic areas to regulate lighting and reduce energy consumption.

Your Company's business processes have been automated, improving productivity while also saving energy by reducing the time computers need to run.

Your Company primarily uses laptops for IT functions, along with SSD drives, which support faster processing and lower power usage.

Your Company maintains adequate capacitor bank for non-linear electrical loads such as air-conditioning plants, pumps and motors, helping reduce unnecessary energy draw and improve the power factor.

Your Company uses energy-efficient electrical equipment, including modern devices and IP-based cameras.

Your Company has adopted ASHRAE guidelines for air conditioning and maintains the temperature at 24 degrees Celsius in work areas.

Your Company has strict power-monitoring schedule for air conditioners and lighting to avoid electricity wastage.

Additionally, energy audits, heat load calculations and power factor corrections are carried out regularly. Password-protected printers have also been installed, which only print when a password is entered, thereby reducing unnecessary paper use and energy consumption.

(ii) Steps taken by your Company for utilising alternate sources of energy:

Your Company has not utilised any alternate source of energy during the year under review.

(iii) Capital investment on energy conservation equipment:

Your Company has replaced old building lights with energy-efficient LED lights as part of its energy-saving measures.

Your Company has replaced old desktops and CPUs with laptops and old servers with new energy-efficient servers using SSD drives thereby improving processing speed while reducing energy consumption.

B. Research and Development and Technology Absorption, Adaptation and Innovation:

As the Clearing Corporation has entered into an agreement with MCX to share resources including technology, the following initiatives were undertaken during the year under review together with MCX:

(i) The efforts made towards technology absorption

Adherence to ISO Standards

Your Company is certified for ISO 9001:2015 (QMS - Quality Management System) and ISO/IEC 27001:2022 (ISMS - Information Security Management System). Additionally, your Company is certified for ISO 22301:2019 (BCMS - Business Continuity Management System) which confirms your Company's commitment for providing a seamless experience and ability of responding to and recovering from any type of disruption or disaster.

Cyber Security framework

Special emphasis was laid by your Company on continuous improvement in its cyber security framework and information security management systems. There is a focused approach in cyber security management through people, processes and advanced technologies. Highest priority and continuous support was given by the senior management to all matters of cyber security and risk management. It is the constant endeavour of your Company to comply with the expectations of the Regulators and guidelines laid down by the national agencies tasked with information security and cyber defense of critical infrastructure. There is a dedicated Security Operations Centre (hereinafter referred to as '**SOC**') staffed with industry experts who are armed with the latest threat intelligence to protect our critical infrastructure. The SOC provides 24x7x365 vigilance against cyber threats, proactive response against incidents and provides vital inputs on improvement of your Company's security architecture and design. Your Company follows global security standards like ISO 27001:2022 (ISMS) and aligns with National Institute of Standards and Technology and Cyber Security Framework.

At your Company, a defense-in-depth strategy to ensure multiple security measures is implemented at different layers within the system/network with well-defined Cyber Security and Cyber Resilience Policy along with Cyber Crisis Management Plan which can help mitigate the impact of this threat. Your Company is continuously monitoring, evaluating and implementing various security solutions for early identification, detection, quick protection, response and recovery from all such cyber-attacks.

Your Company is highly committed to the protection of assets by deploying security measures for Work from Home and also has implemented a long-term strategy to deal with the challenges of teleworking. Security measures have been implemented for infrastructure to protect against cyber-attacks. All staff members are provided with regular information security awareness sessions and training on cyber-vigilance and cyber security practices to avoid human targeted attacks. The Company has also been classified as a national Critical Information Infrastructure (hereinafter referred to as '**CII**') custodian, through notifications from the Ministry of Finance and National Critical Information Infrastructure Protection Centre (hereinafter referred to as '**NCIIPC**'). Your Company has taken measures to meet the expectations of NCIIPC, keeping in mind the additional due diligence and controls for safeguard of the CII.

Switchover/switchback between Primary and Disaster Recovery (hereinafter referred to as '**DR**') site while conducting un-announced live trading from DR site:

Your Company ensured smooth running of an unannounced live Trading Operations from DR site for two consecutive days, in compliance with regulatory norms, twice in FY 2025-26.

Your Company has strengthened the Business Continuity Plan (hereinafter referred to as '**BCP**') and DR Policy and framework considering the latest SEBI Guidelines for BCP-DR of MIIs issued in March 2021, with an objective to put in place measures to restore operations of critical systems within stipulated Recovery Time Objective, streamlining communication protocols, identifying broad scenarios of disaster and escalation hierarchy among others.

Upgradation of information technology systems:

Your Company has migrated to a new technology platform for collateral, risk management, delivery, clearing and settlement. This has led to a more advanced, efficient system adaptable to market dynamics with faster products, achieving higher scale with new peak trading volumes. The new platform has helped your Company to scale the business to support all time high trading volumes in a short time and launch new products.

Your Company has allocated substantial resources towards upgrading information technology systems with an overarching goal of achieving higher capacity, lower latency, improving market efficiency & transparency, enhancing user access and providing flexibility for future business growth and market needs.

Your Company upgraded the Data Centre infrastructure with the latest technology cooling system, reducing power consumption thus helping in reducing carbon footprint.

Public

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution

During FY 2025-26, your Company continued to invest in IT systems and use IT as an enabler to provide a competitive advantage. Your Company's robust technology infrastructure continues to provide uninterrupted services, reliability, credibility and mitigation of risk of single point of failure.

Your Company has an in-house software development team, which undertook several initiatives in FY 2025-26 to enhance, develop and roll out various ancillary and peripheral systems as required by the organisation.

(iii) The Clearing Corporation has not directly imported any technology during the last three financial years.

(iv) The Clearing Corporation has not incurred any expenditure on Research and Development during the year under review.

C. Foreign exchange earnings and Outgo:

MCXCCL is engaged in the business of clearing and settlement of trades executed on MCX platform and aspires to gain opportunities as and when available for rendering its services internationally, subject to the regulatory framework. During FY 2025-26, the Clearing Corporation has not earned any foreign exchange and has incurred an expense of USD 70,000 (₹ 61,17,071) & EURO 32,000 (₹ 34,52,926).

43. Acknowledgements:

Your Directors place on record their sincere gratitude to the Government of India, Ministry of Finance, Ministry of Corporate Affairs, SEBI, Reserve Bank of India, Stakeholders viz. MCX, Financial Institutions, Bankers, Stakeholders and Business Associates for their continued support and faith in the Company. Your Directors also wish to place on record their appreciation for the contribution made by employees at all levels.

For and on behalf of the Board of Directors of
Multi Commodity Exchange Clearing Corporation Limited

Prafulla Chhajed
Chairperson
DIN: 03544734

Place: Mumbai
Date: July 30, 2026

Annexure I

Form - AOC 2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of contracts or arrangements or transactions not at arm's length basis:

Number of contracts or arrangements or transactions not at arm's length basis: Nil

Sr. No.	Particulars	Reference
(a)	Corporate identity number (CIN) or any other registration number	Not Applicable
(b)	Name(s) of the related party and nature of relationship	Not Applicable
(c)	Nature of contracts/ arrangements/ transactions	Not Applicable
(d)	Duration of the contracts/ arrangements/ transactions	Not Applicable
(e)	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Not Applicable
(f)	Justification for entering into such contracts or arrangements or transactions	Not Applicable
(g)	Date of approval by the Board	Not Applicable
(h)	Amount paid as advances, if any	Not Applicable
(i)	Date on which the resolution was passed in general meeting as required under first proviso to section 188	Not Applicable
(j)	SRN of MGT-14	Not Applicable

2. Details of material contracts or arrangements or transactions at arm's length basis:

Number of contracts or arrangements or transactions at arm's length basis: ___

Sr. No.	Particulars	Details/Remark
(a)	Corporate identity number (CIN) or any other registration number	U74999MH2008PLC 185349
(b)	Name(s) of the related party and nature of relationship	

Public

Sr. No.	Particulars	Details/Remark
(c)	Nature of contracts/ arrangements/ transactions	Refer Notes
(d)	Duration of the contracts/ arrangements/ transactions	
(e)	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	
(f)	Date(s) of approval by the Board, if any:	
(g)	Amount paid as advances, if any	Nil

Notes:

1. During FY 2025-26, following transactions were entered into with MCX, holding and promoter Company:

   - MCX paid Clearing and Settlement fees of ₹ 25,670 lakh. MCX received Rent of ₹ 357 lakh, received IT and other Infrastructure charges amounting to ₹ 5,670 lakh in accordance with the Clearing & Settlement Agreement, Leave & License Agreement & Resource Sharing Agreement respectively. MCX paid 50% sharing of status report-processing charges of ₹ 7 lakh to MCXCCL. MCXCCL paid reimbursement expense of ₹ 48 lakh to MCX. MCXCCL collected Regulatory Fees, Transactions charges, Fines & penalties and other collections amounting to ₹ 4,88,953 lakh on behalf of MCX.

   - Further pursuant to Section 188 and other applicable provisions of the Companies Act, 2013 and Regulation 23 of Listing Regulations, 2015, approval of the Audit Committee, Board and Shareholders is not applicable for the related party transactions entered between a holding company and its wholly owned subsidiary Company whose accounts are consolidated with such holding company and placed before the Shareholders at the general meeting for approval.

2. During FY 2025-26, your Company paid an aggregate amount of ₹ 1,000 lakh (including Company's contribution to Provident Fund) to the following KMPs towards salaries, perquisites and reimbursement of expenses to perform such duties, obligations and responsibilities as per their respective roles:

   - Mr. Narendra Kumar Ahlawat - MD & CEO (upto March 31, 2026)
   - Mr. Soundararajan Venkatadas – Chief Operating Officer
   - Mr. Arnav Datta – Head – Warehousing Operations, Collaterals and Delivery
   - Mr. Anilkumar Varma - Chief Technology Officer
   - Mr. M. Ramalingam - Chief Regulatory officer and Compliance Officer, Head -Membership & Default and Inspection & Investor Grievance
   - Mr. Rajesh Agrawal - Chief Financial Officer
   - Mr. Praveen Kotian – Head- Legal
   - Mr. Mandar Kulkarni- Company Secretary and V.P.-Legal
   - Mr. Mihir Malode- Chief Information Security Officer and Data Privacy/ Protection Officer

Public

- Mr. Pradip Gurav- Head – Human Resources, Administration and Procurement
- Mr. Fardeen Siddiquee- Chief Risk Officer

The terms and conditions of appointment of the KMPs are *inter alia*, governed by the Nomination and Remuneration Policy of the Company. The NRC/Board at its Meetings have approved the identification/appointment of the aforesaid KMPs.

3. As the sitting fees paid to Non-Executive Directors are within the limits as prescribed under Section 197(5) of the Companies Act, 2013 and Regulation 17(6)(b) of the Listing Regulations, 2015, the requirement of obtaining approval of the Shareholders in the general meeting shall not apply to payment of sitting fees. During FY 2025-26, the sitting fees including reimbursement of expenses amounting to ₹ 222 lakh were paid to such Non-Executive Directors.

4. For further details on Related Party Transactions, please refer to the section titled 'Contracts or arrangements with related parties' appearing in the 'Directors Report' forming part of this Annual Report.

For and on behalf of the Board of Directors of

Multi Commodity Exchange Clearing Corporation Limited

Prafulla Chhajed
Chairperson
DIN: 03544734

Place: Mumbai
Date: July 30, 2026

Public

Annexure II

Annual Report on Corporate Social Responsibility (hereinafter referred to as 'CSR') Activities

1. Brief outline on CSR policy of the Company:

Mission: In its endeavour to create economic, social and environmental capital, MCXCCL is focused on creating a positive social and environmental impact by leveraging its resources and expertise.

The Company shall undertake and execute the CSR activities in the areas listed under Schedule VII of the Companies Act, 2013 which are as under:

- Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;

- Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;

- Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;

- Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;

- Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional art and handicrafts;

- Measures for the benefit of armed forces veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;

- training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;

- Contribution to the Prime Minister's National Relief Fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;

Public

- Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and

- Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs);

- Rural development projects

- Slum area development.

  Explanation.- For the purposes of this item, the term `slum area' shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.

- Disaster management, including relief, rehabilitation and reconstruction activities.

2. The Composition of the CSR Committee:

Sr. No.	Name of Director	Designation/Nature of Directorship	Number of Meetings of CSR Committee held during the year	Number of Meetings of CSR Committee attended during the year
1	Mr. Srinivas Petluri	Chairperson, PID, Non –Executive Director	2	2
2	Mr. Prafulla Chhajed	Member, PID, Non – Executive Director	2	2
3	Mr. Ganesh Kumar*	Member, PID, Non - Executive Director	2	1*
4	Ms. Kemisha Soni	Member, PID, Non – Executive Director	2	1*

Public

* Mr. Ganesh Kumar resigned from the post of Public Interest Director on the Governing Board of MCXCCL on February 16, 2026. Post resignation of Mr. Ganesh Kumar, Ms. Kemisha Soni was appointed as a Member of the CSR Committee. Accordingly, they were eligible to attend one meeting each during the year.

3. Web-link where composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.

The composition of the CSR Committee has been uploaded on the website of the Company at the following web link:

https://www.mcxccl.com/about-us

The CSR Policy has been uploaded on the website of the Company at the following web link:

https://www.mcxccl.com/docs/mcxcclibraries/disclosure/other-disclosure/corporate-social-responsibility-policy-version-4-0.pdf

CSR Projects web link:

The Annual action plan for CSR projects has been uploaded on the website of the Company at the following web link:

https://www.mcxccl.com/docs/mcxcclibraries/disclosure/other-disclosure/annual-action-plan-websited662654857fb64e3bdfdff00007acb35.pdf

The Company has contributed an amount of ₹ 132.50 lakh as follows:

Sr. No.	Project Name and location	No of beneficiaries from the project	Focus area from Schedule VII	Budget allocation (Rs.)	Status	Mode of implementation
1	Procurement for Tech on Wheels, Mobile Computer Lab for Mahesh Foundation Belagavi, Karnataka	4800 underprivileged children in Govt. Schools, youth in Rural and semi-urban area	Promoting education, including special education and employment enhancing vocation skills	86,41,995	Completed	Direct
2.	Swasthya Sahyogi Sewa project under Sewa	50000+ community members with 10,000+	Promoting health care including preventive	37,64,792	Completed	Direct

Public

Sr. No.	Project Name and location	No of beneficiaries from the project	Focus area from Schedule VII	Budget allocation (Rs.)	Status	Mode of implementation
	International - Bhuj-Kutch, Gujarat	direct patients annually.	health care			
3.	Shiksha and Janseva Sanstha - Thane - Maharashtra	500 students at Government Primary Schools. Enhance access to technology-enabled learning and help bridge the digital divide in rural schools	Promotion of Education	1,91,632	Completed	Direct
4.	PM CARES Fund	-	PM CARES Fund	6,51,581	Completed	Direct
	Total outlay for CSR spend			**1,32,50,000**		

4. Executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable.

   Impact assessment of CSR projects is not applicable to your Company for the Financial Year under review.

5. (a) Average net profit of the Company as per Section 135(5) of the Companies Act, 2013**:** **₹ 6622.71 lakh**

   (b) Two percent of average net profit of the Company as per Section 135(5): **₹ 132.45 lakh**

   (c) Surplus arising out of the CSR projects or Programmes or activities of the previous financial years: **Nil**

   (d) Amount required to be set off for the Financial Year, if any: **Nil**

   (e) Total CSR obligation for the Financial Year {(b)+(c)-(d)}: **₹ 132.50 lakh**

Public

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): **₹ 1,25,98,419** (excluding PM CARES Fund contribution)

   (b) Amount spent in Administrative Overheads: **Nil**

   (c) Amount spent on Impact Assessment, if applicable: **Nil**
   (d) Total amount spent for the Financial Year {(a)+(b)+(c)}**: ₹ 1,25,98,419**

   (e) CSR amount spent or unspent for the financial year**:**

(Amount in ₹)

Total Amount Spent for the Financial Year	**Amount Unspent**				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		**Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).**		
	Amount	**Date of transfer**	**Name of the Fund**	**Amount**	**Date of transfer**
1,32,50,000*	**Nil**	**-**	**Not Applicable**	**Nil**	**-**

*Details of the amount spent is mentioned in point 3 above.

(f) Excess amount for set off, if any: **Nil**

(Amount in ₹)

Sr. No.	**Particular**	**Amount**
(i)	Two percent of average net profit of the Company as per Section 135(5)	1,32,50,000
(ii)	Total amount spent for the Financial Year	1,32,50,000
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or Programmes or activities of the previous Financial Years, if any	NIL
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	NIL

Public

7. Details of Unspent CSR amount for the preceding three financial years: **Nil**

(Amount in ₹)

Sr. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under Section 135 (6)	Balance Amount in Unspent CSR Account under Section 135 (6)	Amount spent in the Financial Year	Amount transferred to a fund as specified under Schedule VII as per second proviso to Section 135(5), if any.			Amount remaining to be spent in succeeding financial years	Deficiency if any
					Name of the Fund	Amount	Date of transfer		
1	2024-25	Nil	Nil	-	-	Nil	-	-	-
2	2023-24	Nil	Nil	-	-	Nil	-	-	-
3	2022-23	Nil	Nil	-	-	Nil	-	-	-
	TOTAL	Nil	Nil	-	-	Nil	-	-	-

8. Whether any capital assets have been created or acquired through CSR amount spent in the Financial Year:

○ Yes ● No

If Yes, enter the number of Capital assets created/ acquired | Not Applicable |

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
	Nil						

Public

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5).

   Not Applicable. The Company has spent the entire amount of two per cent of the average net profit of the last three financial years i.e. ₹ 132.50 lakh, being the entire amount mandated to be spent for CSR activities in FY 2025-26 and thus there is no unutilised or unspent amount which is mandated for contribution for CSR activities.

For and on behalf of the Board of Directors of
Multi Commodity Exchange Clearing Corporation Limited

Rishi Nathany	**Srinivas Petluri**
MD & CEO	**Chairperson of the CSR Committee**
DIN: 00999139	**DIN: 02836590**

Public

Annexure III

Performance Evaluation of the Board and the evaluation criteria

In accordance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as **'Listing Regulations, 2015**), the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 (hereinafter referred to as **'SECC Regulation, 2018'**) as amended from time to time read with SEBI circular ref. no. SEBI/HO/MRD/DOP2DSA2/CIR/P/2019/26 dated February 5, 2019 and SEBI/HO/MRD/POD-III/CIR/P/2025/12 dated January 30, 2025, your Company has formulated the criteria for performance evaluation of all the Directors, Independent External Professionals/Persons, the Board as a Whole, Chairperson of the Board and its Committees.

The Policy has been framed with an objective to ensure individual directors of the Company ("Directors") and the Board as a whole, work efficiently and effectively in achieving their functions, for the benefit of the Company and its stakeholders. Also to improve performance on three levels – the organisational, board and individual director level. A properly executed board evaluation shall benefit across these levels in terms of improved leadership, improved teamwork, greater accountability, better decision making, improved communication, greater clarity of roles and responsibilities, and more efficient board operations.

Accordingly, the Policy provides a framework for evaluation of the performance of:

i. Individual Directors (including Independent Directors);
ii. Independent External Professionals / Persons (IEPs);
iii. The Board as a whole;
iv. Chairperson of the Board; and
v. Various Committees of the Board ("Board Committees").

In accordance with the policy, the forms for performance evaluation of the Board as a Whole, its Committees, Chairperson of the Board, individual Directors and IEPs have been designed to include the criteria as prescribed therein. The said forms were circulated to all the Directors of the Company *inter alia* for evaluating the performance as mentioned aforesaid. The PID Committee evaluated the performance of NIDs, Chairperson of the Board, the Board as a whole and the Board evaluated the performance of its Committees, Board, Directors and IEPs.

Mechanism for performance evaluation:

The mechanism for the performance evaluation/review are covered in the policy in following two parts:

1. **Part- A (Internal Annual Evaluation):**

   It covers the internal mechanism for annual evaluation of all the individual directors, IEPs, Board as a whole, Chairperson of the Board and the Board Committees (including Statutory Committees as specified under the SECC Regulations, 2018 from time to time) at the end of every financial year.

Public

2. Part – B (External Evaluation):

It covers the mechanism for external evaluation of the:

- PIDs;
- IEPs;
- Statutory Committees.

PART – A (INTERNAL ANNUAL EVALUATION):

- **As per the criteria for performance evaluation/ review mentioned in Annexure A, primarily the directors and/or Committee Members shall individually:**

  i. assess the performance of every Director on the Board; (Part A of Annexure A)
  ii. assess the performance of the Board as a whole (Part B of Annexure A)
  iii. assess the performance of the Chairperson of the Board (Part C of Annexure A)
  iv. assess the performance of the Board Committees (done by the members of the respective Committee) -- (Part D of Annexure A)

- The performance of IEPs shall be evaluated by the members of the relevant Committees.

  The criteria for performance evaluation/ review are as specified under Part A of Annexure A.

Once the rating of performance of every Director including the Chairperson of the Board and Board as a Whole is completed by all the Individual Directors as per Annexure A, the Board shall carry-out the evaluation/review of performance of the Directors including the Chairperson of the Board and Board as a Whole, annually at the end of every financial year in the Board Meeting(s).

Once the rating of performance of every IEP is completed by the relevant Committee Members as per Annexure A, the Board shall carry-out the evaluation of performance of the IEP, annually at the end of every financial year in the Board Meeting.

The PIDs of the Company at their separate meeting(s) shall carry out the evaluation/review of performance of all the Non-Independent Directors of the Company, Board as a whole and Chairperson of the Company (taking into account the views of Executive and Non-Executive Directors of the Company).

The report on internal evaluation of the Committees shall be submitted to the Governing Board of the Company within 3 months from the end of each Financial Year.

Apart from above, in case of appointment and re-appointment of Directors, the Company shall carry out evaluation to assess the applications based on the skill metrics, parameters and weightage provided in the Annexure B, which would be in addition to the evaluation carried out annually as per Annexure A. Further, the Company shall take help of an Independent

Public

Human Resource Agency to independently collect/ verify the information with regard to Value Assessment, General Competencies and Domain Expertise in terms of provisions of SEBI/HO/MRD/POD-III/CIR/P/2025/12 dated January 30, 2025.

Further Action(s):

Once the performance evaluation/ review is carried out by PID Committee and Board in the Meeting, the Board or PID Committee, in accordance with the SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2018/79 dated May 10, 2018 relating to the Disclosures on Board Evaluation shall mention the following:

i. Observations of board evaluation carried out for the year.
ii. Previous year's observations and actions taken.
iii. Proposed actions based on current year observation.

PART – B (EXTERNAL EVALUATION):

A. External Evaluation (PID/IEP whose term is due to expire and seeking extension of term of appointment)

As per Regulation 24 (3) of SECC Regulations, 2018 and the circular dated February 05, 2019 of SEBI issued thereunder, the PID whose term is due to expire and seeking extension for a further term as specified in SECC Regulations, 2018 shall be subject to the performance review in the manner as specified in the above mentioned circular.

In accordance with afore mentioned circular, the PID whose term is due to expire and seeking extension for another term shall be subject to the Performance Evaluation/ review by an external 'Management or Human Resources Consulting Firm'. The following points shall be taken into consideration while considering extension of the term of PID:

1. The PID shall fulfil the Independence criteria as specified under section 149(6) of the Companies Act, 2013 and regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. While evaluating conflict of interest of a PID, the Board shall also take into consideration the provision of Clause 2(d) of Para III of Part H of Schedule II of SECC Regulations, 2018 under the head 'Public Interest Director'; and conflict of interest, if any, of any PIDs shall be disclosed to SEBI by the board with their comments/ views.

3. The PID shall not be related to any Trading Member/Clearing Member/Associate/Agents of any recognized stock exchange/ recognized clearing corporation.

   The term of existing PIDs serving in the Company for more than three years, can be extended, subject to his / her performance review and a maximum tenure of 6 years as PID in the Company. However, the term of existing PIDs, who has already served for six years or more in the Company, shall not be eligible for further extension in the Company.

Public

A person may be nominated as PID for maximum of three terms across recognized stock exchanges/ Clearing Corporation/ depositories, subject to maximum age limit of seventy-five years.

4. The attendance details of PID in the meetings of various committees of the Board and of the governing board of the Company.

5. Whether the concerned PID, during the term served, had identified any important issues concerning any matter which may involve conflict of interest, or have significant impact on functioning of the Company or issues which may not be in the interest of securities market as a whole and whether the PID had reported the same to SEBI or took effective steps to address the same.

Once the evaluation by the Management or a Human Resources Consulting Firm (Independent External Agency) is done, the results of the review/evaluation shall be submitted to the NRC, which shall after analyzing the results of the internal and external evaluation/ review mechanism, consider and if deemed fit. recommend to the Board, re-appointment of PID whose tenure is to be extended. In other case, NRC may recommend the Governing Board, the name of the two new candidates who are eligible to be appointed as the PID on the Governing Board of the Company.

The Governing Board after receiving the recommendations from the NRC, shall in-turn consider the same and if deemed fit, recommend to SEBI, re-appointment of PID whose tenure is to be extended or name of the two new candidates who are eligible to be appointed as the PID on the Governing Board of the Company.

Note: In terms of clause 7.3.2 of the SEBI circular ref. no. SEBI/HO/MRD/MRD-PoD-3/2024/088 dated June 25, 2024, extension of the tenure may be granted to IEPs at the expiry of the tenure subject to performance review in the manner specified by SEBI for PIDs. Therefore, the provisions applicable for the performance review of PIDs shall also be applicable to IEPs.

B. External Evaluation of the Statutory Committees

Pursuant to the provisions of Regulation 33(6) of SECC Regulations, 2018, the performance of the Statutory Committees shall be subjected to external evaluation.

Accordingly, the Company shall appoint an independent external agency to evaluate the performance of its statutory committees.

The following principles shall be adhered to by the Company for selection of an independent external agency:

- The Independent External Agency shall be appointed with prior No Objection Certificate (NOC) from SEBI and on such terms and conditions, including fees, timelines, etc. as may be approved by the Governing Board of the Company. The Company shall forward the details of the external agency to SEBI for prior NOC before appointment;

Public

- The Independent External Agency shall have requisite domain knowledge, experience and expertise on matters concerning the securities market and/or functioning of the Statutory Committees of the Company;

- The Company shall ensure that there is no conflict of interest in the appointment of the Independent External Agency and the Agency had not been employed/hired by the Company for the evaluation period and till submission of the report. However, the Company can hire the services of the same Independent External Agency appointed for external evaluation of the Company, for external evaluation of its Statutory Committees, subject to compliance with the requirements stated above.

The minimum criteria for the independent external evaluation of performance of Statutory Committees of Company and their weightages are as under:

Sr. No.	Criteria	Weightage
1	Roles, Responsibilities and Duties of Statutory Committees	40%
2	Effectiveness of meetings of Statutory Committees	30%
3	Governance aspect of Statutory Committees	30%

The broad framework in this regard is prescribed in the Policy.

The rating shall reflect the judgment of Independent External Agency and in line with rating framework provided in SEBI circular dated January 30, 2025.

GENERAL CONDITIONS:

1. Performance review shall be carried out in a fair & objective manner and the review shall be recorded with clarity and verifiable facts in the format specified hereinafter in the Policy.
2. The respective Directors who are subject to evaluation shall not participate in the discussion relating to the same.
3. Both internal evaluation and external evaluation shall carry equal weightage.

For and on behalf of the Board of Directors of
Multi Commodity Exchange Clearing Corporation Limited

Prafulla Chhajed
Chairperson
DIN: 03544734

Place: Mumbai
Date: July 30, 2026

Public

MAYEKAR & ASSOCIATES
Company Secretaries

Partners -
Anil V. Mayekar
Ketki M. Save
Jatin P. Patil
Sagar P. Mehendale

605 - Jai Kirti Apartment, 76 Turel Pakhadi Road, Liberty Garden Rd No. 2, Malad (west), Mumbai 64
Email: office@csmayekar.com

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
MULTI COMMODITY EXCHANGE CLEARING CORPORATION LIMITED
(CIN - U74999MH2008PLC185349)
Exchange Square, CTS 255, Suren Road,
Andheri (East), Mumbai-400093

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MULTI COMMODITY EXCHANGE CLEARING CORPORATION LIMITED (CIN - U74999MH2008PLC185349)** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2026** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company through electronic mode for the financial year ended on **31st March, 2026** according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings *(Not Applicable to the Company during the Audit Period)*;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable: -

(a)The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 *(Not Applicable to the Company during audit period)*

(b)The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c)The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 *(Not Applicable to the Company during audit period)*

(d)The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 *(Not Applicable to the Company during audit period)*

(e)The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021*(Not Applicable to the Company during audit period)*

(f)The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 *(Not Applicable to the Company during audit period)*

(g)The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2015; *(Not Applicable to the Company during audit period)*

(h)The Securities and Exchange Board of India (Registrars to Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client

(i)The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; *(Not Applicable to the Company during audit period)* and

(j)The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 *(Not Applicable to the Company during audit period)*;

(k)The Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India;

(ii)The Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 ('Listing Regulation') to the extent as referred in Regulation 33 of Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 ('SECC Regulations, 2018').

(iii)Compliances as per the SEBI Letter no. SEBI/HO/MRD2/MRD2_DDAP/P/OW/2022/24624/1 dated 15th June, 2022

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

We further report that –

The Board of Directors of the Company is duly constituted with Executive Directors, Non- Independent Directors and Public Interest Directors (Independent Directors). There were changes in the composition of the Board of Directors during the period under review.

During the year, the following changes took place:

- Mr. Ganesh Kumar (DIN: 07635860) resigned as Public Interest Director (Independent Director) of the Company effective February 16, 2026.
- The members approved the appointment of Mr. Rishi Nathany (DIN: 00999139) as the Managing Director & Chief Executive Officer of the Company through a Special Resolution passed at the Extra-Ordinary General Meeting held on February 09, 2026. However, his actual appointment became effective from April 01, 2026.
- Mr. Narendra Kumar Ahlawat (DIN: 07629724), MD & CEO of the Company, ceased to be MD & CEO of the Company upon completion of his second term as MD & CEO on March 31, 2026.

Adequate notices/shorter notices, wherever applicable were given to all directors for conducting the Board Meetings & Committee Meetings. Agenda and detailed notes on agenda were also sent well in advance for meetings as per the prescribed timelines and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at the Board Meetings & Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or the Committees of the Board, as the case may be.

The Company has complied with the provisions pertaining to Corporate Social Responsibility as per Section 135 of Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014. Further Form CSR-2 pertaining to financial year 2024-25 is filed in the financial year 2025-26 with Ministry of Corporate Affairs.

We further report that there are reasonable systems and processes in the Company commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines and the Company is in the process of strengthening the same.

We further report that during the year under review**,**

a) During the year, at the Extra-Ordinary General Meeting held on February 09, 2026, the Members approved the increase in the Authorised Share Capital of the Company and the consequent alteration of the Memorandum of Association ("MOA") and Articles of Association ("AOA"), subject to the approval of the Securities and Exchange Board of India ("SEBI"), as applicable. On May 05, 2026 SEBI approved the proposed amendments to MOA and AOA of the Company.

None of the following events has taken place-

I. Public/Rights/Preferential Issue of Shares/Debentures etc.
II. Redemption/buy-back of securities
III. Major decision taken by the members in pursuance to section 180 of the Companies Act, 2013.
IV. Merger/Amalgamation/Reconstruction, etc.
V. Foreign Technical Collaborations.

We further report that during the audit period there was no other event/action having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, and standards.

For Mayekar & Associates
Company Secretaries
Firm Registration Number: P2005MH007400
PR Certificate No: 4385 / 2023

Jatin Prabhakar Patil
Partner
FCS – 7282
COP – 7954
Date: July 30, 2026
Place: Mumbai
U.D.I.N – F007282H000928763

Note: This report is to be read with our letter of even date which is annexed as **Annexure 'A'** and forms an integral part of this report.

MAYEKAR & ASSOCIATES
Company Secretaries

Annexure A

To,
The Members,
MULTI COMMODITY EXCHANGE CLEARING CORPORATION LIMITED
(CIN - U74999MH2008PLC185349)
Exchange Square, CTS 255, Suren Road,
Andheri (East), Mumbai-400093

The Management along with the Board of Directors are responsible for ensuring that the Company complies with the provisions of all applicable laws and maintains the required statutory records and documents in the prescribed manner.

1) Management's responsibility

The Management along with the Board of Directors are responsible for ensuring that the Company complies with the provisions of all applicable laws and maintains the required statutory records and documents in the prescribed manner.

2) Auditor's responsibility

Based on audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("**CSAS**") prescribed by the Institute of Company Secretaries of India ("ICSI"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS.

3) Basis for Opinion

i. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in the Secretarial Records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

ii. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

iii. Wherever required, we have obtained a Management Representation about the compliance of laws, rules and regulations and happening of events, etc.

iv. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Mayekar & Associates
Company Secretaries
Firm Registration Number: P2005MH007400
PR Certificate No: 4385 / 2023

Jatin Prabhakar Patil
Partner
FCS – 7282
COP – 7954
Date: July 30, 2026
Place: Mumbai
U.D.I.N – F007282H000928763

Annexure V

NOMINATION AND REMUNERATION POLICY

VERSION 7.0

Multi Commodity Exchange Clearing Corporation Limited,

Exchange Square, Suren Road,

Andheri (East), Mumbai 400093

PH: (+9122) 68646000/50956000 Fax: (+9122) 67269558

Website: www.mcxccl.com

DOCUMENT CONTROL PAGE

Document Name	**:**	**NOMINATION AND REMUNERATION POLICY**
Current Version	**:**	**7.0**

		Name	**Date**
Document Owner	**:**	**Mr. Mandar Kulkarni**	**10/03/2026**
Reviewed By	**:**	**Mr. Narendra Ahlawat**	**10/03/2026**
Approved By	**:**	**Board of Directors**	**18/03/2026**

Revision History

Version No.	Description	Prepared By / Revised By	Reviewed / Approved by	Issue / Revision Date
1.0	Initial Version	Ms. Riddhi Parekh	Reviewed by Ms. Riddhi Parekh Approved by MCXCCL Board	30/01/2018
2.0	Revision through amendments in Companies Act, 2013, SEBI Regulations, 2015 and introduction to the SECC Regulations, 2018.	Mr. Mandar Kulkarni	Reviewed by Mr. Narendra Ahlawat Approved by MCXCCL Board	22/04/2019
3.0	Revisions incorporating: **a)** Legal compliance added in list of Regulatory Department and Provision relating to financial disincentive. **b)** Inclusion of parameter viz. 'Holding Company performance' as one of the parameters for salary increment. **c)** Inclusion of provision for policy review period **d)** Removal of provision of authorising MD to make minor modifications in the policy	Mr. Mandar Kulkarni	Reviewed by Mr. Narendra Ahlawat Approved by MCXCCL Board	22/10/2021

4.0	Revisions incorporating: **a)** Definition of Core and Critical Functions; **b)** Deletion of definition of Independent Director and including the same in the definition of Public Interest Director; **c)** Amendment in the definition of KMP; **d)** Inclusion of definition of Non-Independent Director; **e)** Amendment in the definition of Regulatory Department; **f)** Amendment in the variable component of the remuneration of MD/CEO and KMP.	Mr. Mandar Kulkarni	Reviewed by Mr. Narendra Ahlawat Approved by MCXCCL Board	25/08/2023 (Effective from August 28, 2023)
5.0	Revision to include the following: a) Legal department added under Vertical 2 i.e. 'Core and Critical Functions'; b) Reference of SEBI circular dated November 22, 2024; c) Financial disincentive clause for MD & CTO is modified. d)Additional parameter for performance appraisal for certain KMPs as specified in SEBI circular dated November 22, 2024 is added.	Mr. Mandar Kulkarni	Reviewed by Mr. Narendra Ahlawat Approved by MCXCCL Board	12/03/2025
6.0	Revised to include: a) Reference of SEBI circular bearing no. SEBI/HO/MRD/MRD-PoD-3/P/CIR/2025/75 dated May 26, 2025, to consider the provisions mentioned thereunder; b) No cooling-off period for Directors and KMPs and c) Provision to consider the reports/inputs from relevant Committees, in case of the performance appraisal of the Chief Operating Officer, Chief Financial Officer, Head-legal, Company Secretary, Head – Warehousing Operations, Collaterals and Delivery and Head - HR, Admin & Procurement.	Mr. Mandar Kulkarni	Reviewed by Mr. Narendra Ahlawat Approved by MCXCCL Board	30/07/2025

7.0	Revised to include: Reference of Executive Directors.	Mr. Mandar Kulkarni	Reviewed by Mr. Narendra Ahlawat Approved by MCXCCL Board	18/03/2026

NOMINATION AND REMUNERATION POLICY

Multi Commodity Exchange Clearing Corporation Limited (hereinafter referred to as the "Company/ Clearing Corporation") has adopted this Policy (the "Policy") on Nomination and Remuneration of Directors, Key Managerial Personnel / Key Management Personnel ("KMPs") and Other Employees pursuant to the provisions of Section 178(4) the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [the "Listing Regulations, 2015] and Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 ["SECC Regulations, 2018"], as may be amended from time to time.

Objectives/Purposes of the Policy:

The Policy has been framed keeping in view the following objectives/purposes:

a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the company successfully and to ensure long term sustainability of managerial persons and create competitive advantage;

b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

c) remuneration payable to Directors and KMPs involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals and aligns with the long term interests of the company and its shareholders.

Definitions:

'Act' means the Companies Act 2013 and includes the Rules framed thereunder, as may be amended from time to time.

'Board' means the Board of Directors of the Company.

'Committee' means the Nomination and Remuneration Committee of the Company as constituted/ reconstituted by the Board of Directors of the Company, in accordance with the Act and provisions of Listing Regulations, 2015 and SECC Regulations, 2018.

'Core and Critical Functions' shall include but not limited to:

a) Vertical 1: Critical operations

    i. Clearing and Settlement;

ii. Collaterals;
iii. Spot and Delivery;
iv. Warehousing Operations;
v. Technology;

b) Vertical 2: Regulatory, compliance, Risk Management and investor grievance

i. Risk management;
ii. Membership & Default;
iii. Compliance;
iv. Secretarial
v. Inspection;
vi. Investor Grievances;
vii. Legal

c) Vertical 3: Other functions including business development

i. Finance & Accounts;
ii. Human Resources & Admin;

'Directors' means Directors of the Company.

'Executive Director' means a director who is appointed as Key Management Personnel / Key Managerial Personnel to head Vertical 1 (Critical Operations) or Vertical 2 (Regulatory, Compliance, Risk Management and Investor Grievances) or Vertical 3 (Other Functions).

'Fixed Remuneration' includes fixed wages, contribution to Provident fund and allowances/ benefits.

'Key Managerial Personnel' as defined under section 2(51) of the Act means:

(i) the Chief Executive Officer or the Managing Director or Manager;
(ii) the Company Secretary;
(iii) Whole-time Director;
(iv) the Chief Financial Officer;
(v) such other officer, not more than one level below the directors who is in whole time employment, designated as key managerial personnel by the Board; and
(vi) any other person as may be prescribed

Further, as defined in Regulation 2 (1) (j) of the SECC Regulations, 2018, KMP includes:

(i) any person appointed as the managing director or executive director; or
(ii) a person serving as the head of a department or vertical and directly reporting to the managing director or to the directors on the governing board of the Company; or

(iii) a person serving as the head of a core function as specified under Part–C of Schedule–II of Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018; or
(iv) a person who stands higher in hierarchy to the head of any department(s) handling core function(s) in the Company; or
(v) reporting officials of key management personnel; or
(vi) any person defined as a "key managerial personnel" under the Act; or
(vii) any other person who is a key decision-making authority at the level of the Company or its direct or indirect material subsidiaries, as identified by the managing director or its Nomination and Remuneration Committee.

Note: KMPs include the Senior Management Personnel of the Clearing Corporation. (as defined in the Listing Regulations, 2015).

'Managing Director' means a director who, by virtue of the articles of a company or an agreement with the company or a resolution passed in its general meeting, or by its Board of Directors, is entrusted with substantial powers of management of the affairs of the company and includes a director occupying the position of managing director, by whatever name called.

'**Non-Independent Director**' means a director elected or nominated by the shareholders who are neither trading members nor clearing members, as the case may be, or their associates and agents.

'Public Interest Director' means an Independent Director referred to in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, representing the interests of investors in securities market and who is not having any association, directly or indirectly, which in the opinion of the SEBI, is in conflict with his role.

'Remuneration' means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.

'**Regulatory Department'** means a department of a Company which is entrusted with regulatory powers and duties and includes such department as may be specified by the SEBI;

'SEBI' means the Securities and Exchange Board of India.

Words and expressions used and not defined in this Policy, but defined in the Companies Act or any rules framed thereunder or the Securities and Exchange Board of India Act, 1992 and Rules and Regulations framed thereunder or in the Listing Regulations, 2015 or the Indian Accounting Standards shall have the meanings assigned to them in these acts/regulations/Rules/Standards.

GENERAL PRINCIPLES ON APPOINTMENT/RE-APPOINTMENT AND REMOVAL/ RETIREMENT OF DIRECTORS AND KMPs:

I. APPOINTMENT:

- **Criteria and qualifications:**

  The Committee shall identify and ascertain the integrity, qualification, expertise and relevant experience of the person for appointment as Director in terms of the Board Diversity Policy of the Company and recommend to the Board his / her appointment. A person to be appointed as director or KMP should possess adequate qualification, expertise and relevant experience for the position he / she is considered.

  Additionally, while determining the qualifications and positive attributes for appointment of a person as a director, the Committee shall also consider the criteria and qualifications/disqualifications prescribed under provisions of the Act, Listing Regulations, 2015 and SECC Regulations, 2018. Further, the Committee shall also take into consideration any other criteria for appointment, as may be set out in the Company's internal policies.

  The Independence of a director shall be determined based on the criteria defined from time to time in the Act, the Listing Regulations, 2015 and SECC Regulations 2018 and the circulars issued thereunder.

- **Manner of appointment/re-appointment/ termination/ acceptance of resignation and tenure:**

  The appointment/re-appointment and tenure of the Directors of the Company shall be as approved by SEBI and governed by the provisions of the Act, Listing Regulations, 2015, SECC Regulations, 2018 and SEBI circular no. SEBI/HO/MRD/POD-3/P/CIR/2024/162 dated November 22, 2024 as well as the Articles of Association of the Company.

  The Committee at the time of determining whether to recommend a Director for re-appointment shall also consider the Director's past attendance, participation and contributions in the meetings of the Board and the Committees where the Director is a member/Chairperson and the results of the Internal Evaluation and External Evaluation, as applicable.

  In case the existing Public Interest Director, after completion of his first term, is not considered for re-appointment by the Governing Board of the Company, the rationale for the same shall be recorded and informed to SEBI.

Any selection, appointment/ re-appointment, termination or acceptance of resignation and tenure of a KMP of the Company shall be governed by the provisions of the Act, Listing Regulations, 2015, SECC Regulations, 2018, SEBI circular bearing no. SEBI/HO/MRD/MRD-PoD-3/P/CIR/2025/75 dated May 26, 2025 and such other circulars or letters or notifications as may be issued by SEBI from time to time.

It is clarified that the provisions of SEBI circular bearing no. SEBI/HO/MRD/MRD-PoD-3/P/CIR/2025/75 dated May 26, 2025 relating to appointment/ re-appointment, termination or acceptance of resignation shall apply in case of MD & CEO, Executive Directors, Compliance Officer, Chief Risk Officer, Chief Technology Officer and Chief Information Security Officer and in case of other KMPs, the Company may implement the provisions, as it may determine from time to time.

Further, the tenure of KMPs in a regulatory department would be generally till he/ she ceases to be the employee of the Company or as may be decided by the Committee/Board. However, the same shall be reviewed every 3 years unless any other tenure is specifically decided by the Committee. The term of the KMP may or may not be extended by the Committee, if required.

- **Cooling-off period:**

There shall not be any cooling off period in case of KMPs and Directors (including MD & CEO and Executive Directors) of the Company.

II. REMOVAL/RETIREMENT:

Owing to disqualifications for any reasons mentioned in the Act or rules made thereunder or under any other Act, Rules and Regulations as may be applicable and subject to the prevailing HR Policy of the Company, the Committee may recommend, to the Board, with reasons recorded in writing, removal of a Director/KMP, subject to the provisions and compliance of the said Act, rules and regulations.

Directors and KMPs shall retire/cease to hold office as per the applicable provisions of the Act, Listing Regulation, 2015, SECC Regulation, 2018 and the prevailing policy of the Company or in terms of which such appointment was made.

The Board will have the discretion to extend the term of a KMP, even after his/her attaining the age of superannuation, for the benefit of the Company.

III. REMUNERATION OF DIRECTORS INCLUDING MANAGING DIRECTOR, EXECUTIVE DIRECTORS AND KMPs:

I. Remuneration of Managing Director (MD) / Chief Executive Officer (CEO) / Executive Directors:

The remuneration payable to managerial personnel shall be in accordance with the provisions of Section 197 read with Schedule V of the Act and the Rules made thereunder. The remuneration payable to them, shall upon recommendation by the Nomination and Remuneration Committee, be approved by the Board of Directors, which shall be subject to the approval of SEBI and shareholders of the Company and other approvals as may be required.

At the time of seeking prior approval of SEBI for the appointment of the MD&CEO and Executive Directors, the Clearing Corporation shall also seek prior approval for his/her compensation from SEBI. Any change in the terms and conditions of the compensation of MD&CEO and Executive Directors will also require prior approval of SEBI.

The Committee will determine the remuneration of MD/CEO and Executive Directors and recommend the same to the Board for its approval, taking into consideration the following factors:

a) Role and responsibilities of the MD/CEO and Executive Directors;
b) Financial condition / health of the Clearing Corporation;
c) Comparability to the industry standards;
d) Revenues, net profit of the Clearing Corporation;
   - average levels of compensation payable to employees in similar ranks;
   - periodic review;
e) Variable component of the remuneration of MD/CEO and Executive Directors is within a range of 25% to 50% of total pay.
   - 50% of the variable component of the remuneration is paid only after the audited annual accounts for the year are approved by the Board of Directors and also subject to such payment being approved by the Board; and
   - the balance 50% of the variable pay will be paid on a deferred basis after a minimum period of three years.

   The payment of the entire variable component is subject to the provisions of 'malus' and/or 'clawback' provisions, as defined hereinafter.
f) No incentives are provided for excessive risks in the short term.
g) 'Value Add' perceived by the Committee and Board based on the relevant experience of the candidate.

ESOPs and other equity linked instruments in the clearing corporation shall not be offered or provided as a part of the compensation to MD/CEO and Executive Directors.

Financial Disincentive, if any, prescribed by regulator(s) such as SEBI/ Ministry of Corporate Affairs from time to time shall be applicable to MD/ CEO and Executive Directors.

II. Remuneration of Non-Executive Directors:

Non-Executive Directors shall be entitled to sitting fees for attending the meetings of the Board and the Committees thereof, as approved by the Board, from time to time, within the permissible limit prescribed under the Act, Listing Regulations. 2015, SECC Regulations, 2018 and other regulatory guidelines, as amended from time to time.

Any change in sitting fees will be recommended by the Committee and approved by the Board, if made within the limits prescribed under the Act for payment of sitting fees.

The Board considers the following factors while approving the change in the sitting fees to the Board/Committee members:

(a)Contribution expected from Directors considering size and complexity of organization;
(b) Comparison with the peers/ Industry benchmarking;
(c) Regulatory guidelines as applicable etc.

The Non-Executive Directors are also entitled to reimbursement of expenses for participation in the meetings of the Board and the Committees thereof.

The Company does not pay any commission on profit to the Non-Executive Directors. Independent directors shall not be entitled to any stock option.

III. Remuneration of other KMPs:

The Committee shall recommend the remuneration of other KMPs to the Board for its approval, taking into consideration the following factors:

a) Relevance and importance of the function to the Organization;
b) Value added from time to time / their contribution to the Organization growth;
c) Financial condition / health of the Clearing Corporation;
d) Comparability to the industry standards;
e) Revenues, net profit of the Clearing Corporation;

- average levels of compensation payable to employees in similar ranks;
- periodic review;

f) Variable component of the remuneration of other KMPs is on the basis of the Performance rating as per the matrix adopted by the Company which shall be within a range of 25% to 50% of total pay.
   - 50% of the variable component of the remuneration is paid only after the audited annual accounts for the year are approved by the Board of Directors and also subject to such payment being approved by the Board; and
   - the balance 50% of the variable pay will be paid on a deferred basis after a minimum period of three years.

   The payment of the entire variable component is subject to the provisions of 'malus' and/or 'clawback' provisions, as defined hereinafter.

g) No incentives are provided for excessive risks in the short term.

h) 'Value Add' perceived by the Committee and Board based on the relevant experience of the candidate.

ESOPs and other equity linked instruments in the Clearing Corporation shall not be offered or provided as a part of the compensation to the key management personnel.

Any financial disincentive specified by SEBI and/or any other regulatory/statutory authority shall be applicable to KMPs.

Any change in the remuneration of the KMPs shall be recommended by the Committee to the Board for its approval.

In terms of SEBI circular no. SEBI/HO/MRD/POD-3/P/CIR/2024/162 dated November 22, 2024, in case of performance appraisal of Compliance Officer, Chief Risk Officer, Chief Technology Officer and Chief Information Security Officer, the Committee shall take into consideration, reports/ inputs from the relevant statutory Committees in addition to the reports/ inputs from functional heads/reporting authority and SEBI observations, if any.

In case of the performance appraisal of the Chief Operating Officer, Chief Financial Officer, Head-legal, Company Secretary, Head – Warehousing Operations, Collaterals and Delivery and Head - HR, Admin & Procurement, the Committee shall also consider the reports/ inputs from the relevant Committees as may be decided by the Governing Board, in addition to the reports/ inputs from functional heads/reporting authority and SEBI observations.

Malus and Clawback Provisions:

A malus arrangement permits the Clearing Corporation to prevent vesting of all or part of the amount of a deferred variable component.

A clawback is a contractual agreement between the employee and the Clearing Corporation in which the employee agrees to return previously paid or vested variable component to the Clearing Corporation under certain circumstances.

The aforesaid clauses shall be triggered under the following circumstances:

a) Fraud;
b) Impersonation;
c) Gross negligence which have caused or may cause significant financial loss or reputational harm to the Company;
d) Misfeasance;
e) Any act amounting to criminal breach of trust;
f) Conviction for an offence involving moral turpitude;
g) Breach of confidentiality in trade secret;
h) Ethical misconduct;
i) Fraudulent financial reporting;
j) Overstating or misstating financial indicators or of the performance criteria either at the Company level or individual level with a view to get increased variable pay;
k) Non-compliance or insubordination in adhering to regulatory/policy guidelines and
l) Such other circumstances as the Committee and/or Board may decide.

General parameters to consider increase in the remuneration:

The salary increment budget would be ascertained by the Committee / Board every year, based on following parameters:

1. Current year's Company/Holding Company performance;
2. Employee appraisal rating scale provided by Group HR;
3. Consumer Price Index.

Remuneration of other employees of the Company:

Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

ESOPs and other equity linked instruments in the Clearing Corporation shall not be offered or provided as a part of the compensation to the employees.

Note: *In the event of any conflict between the provisions of this Policy and of the SECC Regulations, 2018, the Act and rules made thereunder and the Listing Regulations, 2015, the provisions of the SECC* Regulations*, 2018, the Act and rules made thereunder and the Listing Regulations, 2015 shall prevail over this Policy.*

Policy Review:

This Policy shall be reviewed by the Nomination and Remuneration Committee as and when required or at least once in two years and changes made therein, if any, shall be approved by the Board.

Annexure VI

Disclosure pursuant to section 197(12) of the Companies Act, 2013 read with Rule 5 (1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 27 (6) of SECC Regulations, 2018

Sr. No	Requirements	Disclosure
I	The ratio of the remuneration/compensation of each Director and KMP to the median remuneration of the employees of the Company for the Financial Year 2025-26.	• MD & CEO – 17.86X • Chief Financial Officer - 6.56X • Company Secretary- 5.02X • Chief Operating Officer – 11.92X • Chief Technology Officer – 8.94X • Head-Warehousing Operations, Collaterals, Delivery – 5.48X • Head Legal – 3.34X • Chief Information Security Officer – 5.15X • Chief Regulatory Officer – 7.12X • Head –HR, Admin and Procurement – 2.84X • Chief Risk Officer – 4.62X
II	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year	MD & CEO – 11% Chief Financial Officer – 18% Company Secretary – 18%
III	The percentage increase in the median remuneration of employees in the Financial Year	The median remuneration of the employees in the Financial Year increased by 9.26%.
IV	The number of permanent employees on the rolls of Company	There were 144## employees as on March 31, 2026.
V	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	Not Applicable
VI	Affirmation that the remuneration is as per the remuneration policy of the Company	Yes. The Remuneration is as per the Remuneration policy of the Company

Notes:

* Remuneration is paid only to the Executive Director. Only the sitting fees are paid to PIDs and one NID.

Public

The employee count includes 121 confirmed employees and 23 others who are probationers and trainees.

For and on behalf of the Board of Directors of
Multi Commodity Exchange Clearing Corporation Limited

Prafulla Chhajed
Chairperson
DIN: 03544734

Place: Mumbai
Date: July 30, 2026

Public

Annexure VII

Statement pursuant to section 197(12) of the Companies Act, 2013 read with Rule 5(2) and Rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and 27(5) of SECC Regulations, 2018

Sr. No.	Name of the Employee	Age	Qualification	Designation/ Role / Nature of Duties	Total Remuneration (In ₹)	Approx. Experience (in Years)	Joining Date	Last Employment
A.	**Employed throughout the financial year**							
1	Mr. Narendra Kumar Ahlawat	64	Chartered Financial Analyst, Post -Graduation Diploma in Rural Management, Bachelor of Veterinary Science & Animal Husbandry	MD & CEO	2,26,74,466	40	1-Apr-18*	Chief Regulatory Officer- Multi Commodity Exchange of India Limited
2	Mr. Soundararajan Venkatadas	58	Master's degree in Commerce, Bachelor's degree in Commerce	Chief Operating Officer	1,51,27,652	35	5-Dec-19	Chief General Manager, India International Exchange Limited
3	Mr. Anilkumar Varma	46	Masters of Technology in data Sciences, Post Graduation Diploma in Data Science, Executive Management (IIM Lucknow), Bachelor of Computer Engineering and Bachelor of Technology Computer Systems	Chief Technology Officer	1,13,47,985	24	10-Nov-21	Chief Technology Architect, National Securities Depository Limited

Sr. No.	Name of the Employee	Age	Qualification	Designation/ Role / Nature of Duties	Total Remuneration (In ₹)	Approx. Experience (in Years)	Joining Date	Last Employment
4	Mr. M. Ramalingam	59	Masters in Finance Management Bachelor's degree in Science (Mathematics)	Chief Regulatory Officer and Compliance Officer, Head - Membership & Default, Inspection & Investor Grievance	90,38,047	36	14-Jun-23	Multi Commodity Exchange of India Limited -Consultant
5	Mr. Rajesh Agrawal	57	Chartered Accountant, Bachelor's degree in Commerce	Chief Financial Officer	83,28,034	30	26-Jun-19	Senior Manager, Finance & Accounts, Multi Commodity Exchange of India Limited
6	Mr. Arnav Datta	47	Post Graduation Diploma in Business Management (Marketing), Masters in Science (Agriculture-Plant Breeding and Genetics)	Head – Warehousing Operations, Collaterals and Delivery	69,52,500	22	20-Feb-23	Vice President (Operations & Business Development), CDSL Commodity Repository Limited
7	Mr. Mihir Malode	43	Bachelor's degree in Engineering (Electronics)	Chief Information Security Officer & Data	65,38,453	18	05-Sep -23	Deputy General Manager - Mahindra & Mahindra Financial Services Limited

Sr. No.	Name of the Employee	Age	Qualification	Designation/ Role / Nature of Duties	Total Remuneration (In ₹)	Approx. Experience (in Years)	Joining Date	Last Employment
				Privacy/ Protection Officer				
8	Mr. Mandar Kulkarni	48	Company Secretary, LLM, Post-Graduation Diploma in Business Management and Bachelor of Commerce	Company Secretary and Vice President Legal	63,74,104	21	15-Nov-19	Company Secretary, IL&FS Securities Services Limited
9	Mr. Fardeen Siddiquee	44	Master in Management Studies, Bachelor of Commerce	Chief Risk Officer	58,66,674	22	19-Nov-24	Head of Settlements – Derivatives, Equities and Fixed Income Business -Standard Chartered Bank
10	Mr. Ganadeva Bandyopadhyay	46	Executive MBA from IIT Bombay – Washington, Master of Engineering (Electronics & Tele communications)	Vice President - Technology	56,48,854	23	19-July-24	Vice President and Head of IT – International Asset Reconstruction Company – Blackstone group
11	Mr. Praveen Kotian	59	Bachelor's degree in law, Bachelor's degree in Arts	Head- Legal	42,40,462	34	1-Sep-18	Assistant Vice President- Legal Compliance, Multi Commodity Exchange of India Limited
12	Mr. Pradip Gurav	45	Master of Business Administration, Bachelor of Commerce	Head- Human Resource, Administration	36,00,000	23	10-Dec-24	Head- Group HR Sanjivani Group

Sr. No.	Name of the Employee	Age	Qualification	Designation/ Role / Nature of Duties	Total Remuneration (In ₹)	Approx. Experience (in Years)	Joining Date	Last Employment
				and Procurement				

*Mr. Narendra Kumar Ahlawat was appointed as MD & CEO of MCXCCL for a period of 3 years effective April 01, 2018. Further, in view of completion of tenure of Mr. Ahlawat as MD & CEO, the fresh appointment process of MD & CEO was initiated in compliance with SECC Regulations, 2018. After the receipt of SEBI approval for the appointment of Mr. Ahlawat as MD & CEO, he assumed the office as MD & CEO effective April 01, 2021, for further period of 5 years.

Notes:

1. Total Remuneration includes salary, variable pay, deferred variable pay, perquisites etc. excluding gratuity paid during FY 2025-26. The said remuneration details are of the KMPs and one Non-KMP as on March 31, 2026. In terms of the provisions of SECC Regulations, 2018, 50% of the variable pay to KMP is to be paid on deferred basis after three years. The paid variable pay for FY 2024-25 was paid during the year under review and the same is included in the aforesaid remuneration. Deferred variable pay of FY 2021-22 is included in the aforesaid remuneration.

2. All the employees mentioned above are in permanent employment of the Company, governed by Nomination and Remuneration Policy, employment terms & Human Resource Manual.

3. None of the above employees is a relative of any Director of the Company within the meaning of relative under the Companies Act, 2013.

4. None of the employees is drawing salary in excess of that drawn by Managing Director / Whole Time Director.

5. As of March 31, 2026, none of the above employees by himself or along with his spouse and dependent Children, held 2% or more of the equity shares of the Company as referred to in sub-clause(iii) of Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. No employee is holding any equity share of the Company.

6. As of March 31, 2026, none of the employees of the Company is posted and working in a country outside India.

For and on behalf of the Board of Directors of
Multi Commodity Exchange Clearing Corporation Limited

Prafulla Chhajed
Chairperson
DIN: 03544734

Place: Mumbai
Date: July 30, 2026

Management Discussion and Analysis Report

ECONOMIC OVERVIEW

Global Economic Outlook

In 2025, the global economy grew by 3.4% as estimated by the International Monetary Fund (hereinafter referred to as **'IMF'**), demonstrating strong resilience despite high trade barriers, geopolitical volatility and surpassing performance levels of 2024. However, the war in the Middle East has disrupted this momentum. The closure of the Strait of Hormuz, along with significant damage to critical facilities in a region vital to global hydrocarbon supply, raises the risk of a major energy crisis if hostilities persist. The IMF forecasts global economic growth at 3.1% for 2026 and 3.2% for 2027, driven by increased investment in Artificial Intelligence and fiscal spending. At the same time, the April 2026 Global Financial Stability Report of the IMF highlights elevated financial stability risks amid the war, potential inflationary pressures and rising concerns about further tightening of financial conditions.

Indian Economic Outlook

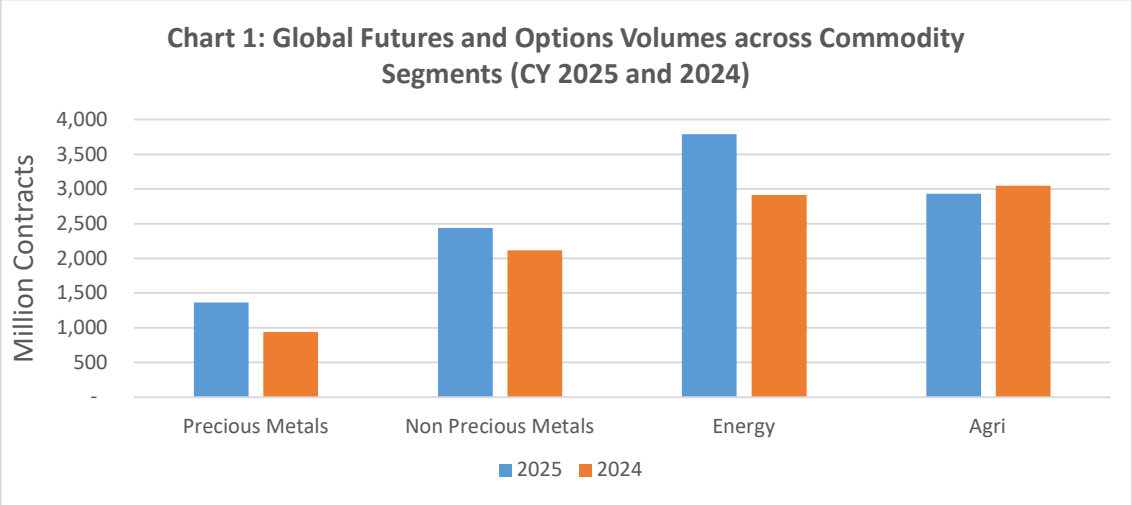
The Reserve Bank of India's (hereinafter referred to as **'RBI'**) Monetary Policy Statement for the Financial Year (hereinafter referred to as **'FY'**) 2026-27 anticipates strong domestic economic activity, projecting real GDP growth at 6.6% for FY 27. This growth is supported by sustained private consumption, robust services sector expansion and healthy corporate balance sheets. While the government's measures are expected to boost growth, uncertain global conditions could hinder external trade. India's growth projection may be adversely affected by global geopolitical tensions, including the West Asia crisis, elevated energy/commodity prices and supply chain disruptions.

INDUSTRY STRUCTURE AND DEVELOPMENT

Global Commodity Derivatives Markets

The volumes traded in the global exchange-traded commodity derivatives market continued to show an upward trend in 2025. According to the data released by the Futures Industry Association (hereinafter referred to as **'FIA'**), the total volumes traded in commodity derivatives rose by approximately 16.65% Year-on-Year to reach 10.52 billion contracts in 2025, although various commodity segments experienced different growth patterns in their traded volumes. The trade volumes for Precious Metals, Energy and Non-Precious Metals saw increases of about 45%, 30% and 15% respectively, while volumes in Agri-commodities fell by 3.9%. Chart 1 illustrates the trends in global commodity derivatives volumes.

Chart 1: Global Futures and Options Volumes across Commodity Segments (2025 and 2024)



Source: FIA

Indian Commodity Derivatives Markets

The Indian Commodity Derivatives Markets saw an increase in trading and clearing activity during FY 2025-26. Trading and clearing volumes (number of contracts) and turnover (value) both grew significantly in the Futures and Options segments compared to the previous FY 2024-25. In value, clearing in commodity derivatives grew by about 139%, reaching ₹ 1,388.11 lakh crore. In volume, it increased by around 98%, totalling 197.74 crore contracts between the two years. Comparative details of the performance of the Indian commodities market for FY 2025-26 and FY 2024-25 are presented in Table 1 and Table 2.

Table 1: Volumes traded and cleared in Indian Commodity derivatives segment (lakh contracts)

	Futures			Options			Total		
	FY 25	FY 26	Change (%)	FY 25	FY 26	Change (%)	FY 25	FY 26	Change (%)
Agriculture	36	38	4	4	13	200	41	51	24
Bullion	826	2,157	161	420	2,722	548	1,246	4,879	292
Metals	69	70	1	3	22	762	72	92	28
Energy	716	1,004	40	7,932	13,748	73	8,648	14,752	71
iCOMDEX Bullion	0.3	0.2	-35	-	0.01	100	0.3	0.2	-31
Total	**1,648**	**3,268**	**98**	**8,359**	**16,505**	**97**	**10,007**	**19,774**	**98**

Note: Values have been rounded off to the nearest whole numbers
Source: SEBI Bulletin April 2026

Table 2: Turnover traded and cleared in Indian Commodity derivatives segment

(₹ in crore)

	Futures			Options (notional)			Total		
	FY 25	**FY 26**	**Change (%)**	**FY 25**	**FY 26**	**Change (%)**	**FY 25**	**FY 26**	**Change (%)**
Agriculture	1,38,256	1,43,012	3	12,427	33,011	166	1,50,683	1,76,023	17
Bullion	45,24,218	1,28,56,224	184	92,85,718	6,88,68,580	642	1,38,09,937	8,17,24,804	492
Metals	8,06,774	11,89,378	47	52,978	6,54,100	1135	8,59,752	18,43,478	114
Energy	16,69,460	24,52,670	47	4,14,79,478	5,26,12,676	27	4,31,48,938	5,50,65,346	28
iCOMDEX Bullion	2,652	1,717	-35	-	88	-	2,652	1,805	-32
Total	**71,41,361**	**1,66,43,000**	**133**	**5,08,30,600**	**12,21,68,455**	**140**	**5,79,71,961**	**13,88,11,455**	**139**

Note: Values have been rounded off to the nearest whole numbers
Source: SEBI Bulletin April 2026

COMPANY PERFORMANCE

The operational performance of Multi Commodity Exchange Clearing Corporation Limited (hereinafter referred to as **'the Company/Your Company/MCXCCL'**) is significantly influenced by the trading activity on Multi Commodity Exchange of India Limited (hereinafter referred to as **'MCX'**), whose trades are cleared and settled by MCXCCL. In FY 2025-26, your Company maintained its position as the leading commodities Clearing Corporation in India, commanding about 99.07% of the total value of Commodity Futures and 98.83% of Commodity Options cleared.

During FY 2025-26, the average daily turnover in Futures (including Index Futures) cleared on MCXCCL, registered a growth of about 136.05% to ₹ 63,661.30 crore, compared to the previous FY. The growth was led mainly by an increase in Bullion, Base Metals and Energy segments, turnover in which was up by about 186.4%, 48.6% and 47.3% respectively. The Average Daily (Notional) Turnover in the Options segment increased by a significant 145.8% to touch ₹ 4,71,641 crore in FY 2025-26. Likewise, average daily (premium) Options turnover rose by 108.7% to ₹ 6,534 crore in FY 2025-26. In FY 2025-26, your Company cleared the highest ever daily turnover of ₹ 25.64 lakh crore on December 31, 2025, a milestone subsequently surpassed by an all-time high daily turnover of ₹ 33.91 lakh crore cleared on May 29, 2026.

In terms of volume (number of lots traded), the commodity Futures contracts cleared by MCXCCL grew by 101.5%. This increase was driven by Bullion, Energy and Base Metals products, which recorded average daily volumes of 8.42 lakh lots, 3.89 lakh lots and 27.3 thousand lots, respectively, in FY 2025-26. However, Futures volumes in Agri-commodities and Indices declined during the same period. The Options segment experienced significant growth in volume. Volumes in Base Metals, Bullion and Energy Options surged by approximately 768.7%, 554.3% and 76.1%, respectively. Overall, the combined Options average daily volumes cleared by your Company across these three products including the newly launched Options on MCX BULLDEX increased from 31.6 lakh lots in FY 2024-25 to 63.50 lakh lots in FY 2025-26, representing an approximate Year-on-Year increase of 100.9%.

Trends in volume and turnover in Futures and Options across various commodity products cleared and settled by MCXCCL are provided in Table 3 and Table 4.

Table 3: Average Daily Turnover of Commodity Derivatives cleared by MCXCCL

(₹ in crore)

	Futures			Options (Notional Turnover)			Options (Premium Turnover)		
	FY 25	FY 26	Change (%)	FY 25	FY 26	Change (%)	FY 25	FY 26	Change (%)
Agri	10.17	6.08	-40.22	-	-	-	-	-	-
Base Metal	3,112.67	4,592.19	47.53	204.52	2,525.48	1,134.83	2.30	36.23	1,475.20
Bullion	17,431.58	49,636.44	184.75	35,431.96	2,65,632.08	649.70	245.89	1,945.45	691.19
Energy	6,405.09	9,419.96	47.07	1,55,099.74	1,98,020.03	27.67	2,864.19	4,476.95	56.31
Index	10.23	6.63	-35.18	-	0.34	-	-	-	-
Total	26,969.74	63,661.30	136.05	1,90,736.22	4,66,177.94	144.41	3,112.38	6,458.63	107.51

Table 4: Average Daily Volume of Commodity Derivatives cleared by MCXCCL

(no. of contracts)

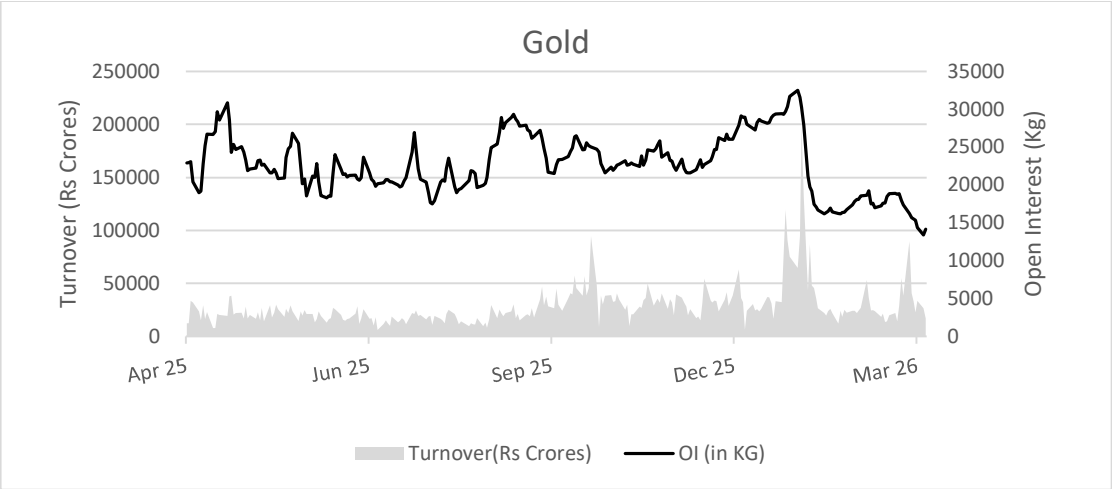
	Futures			Options		
	FY 25	FY 26	Change (%)	FY 25	FY 26	Change (%)
Agri	197	215	9.14	-	-	-
Base Metal	26,707	62,272	133.17	1,003	18,159	1,710.48
Bullion	3,18,279	13,69,417	330.26	1,61,193	43,00,627	2,568.00
Energy	2,75,086	4,30,076	56.34	29,82,215	65,06,018	118.16
Index	111	113	1.59	-	12	-
Total	6,20,380	18,62,092	200.15	31,44,411	1,08,24,816	244.26

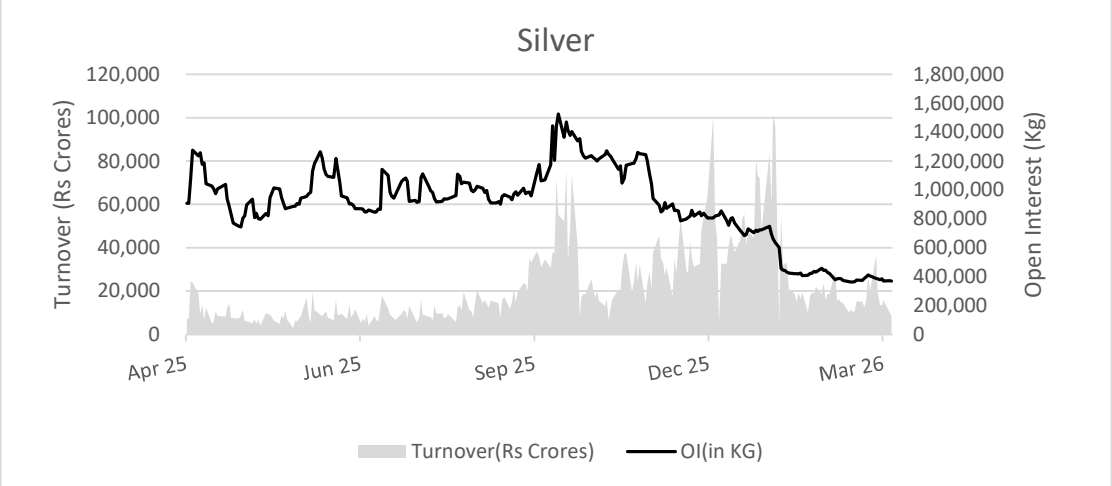
PRODUCT WISE PERFORMANCE

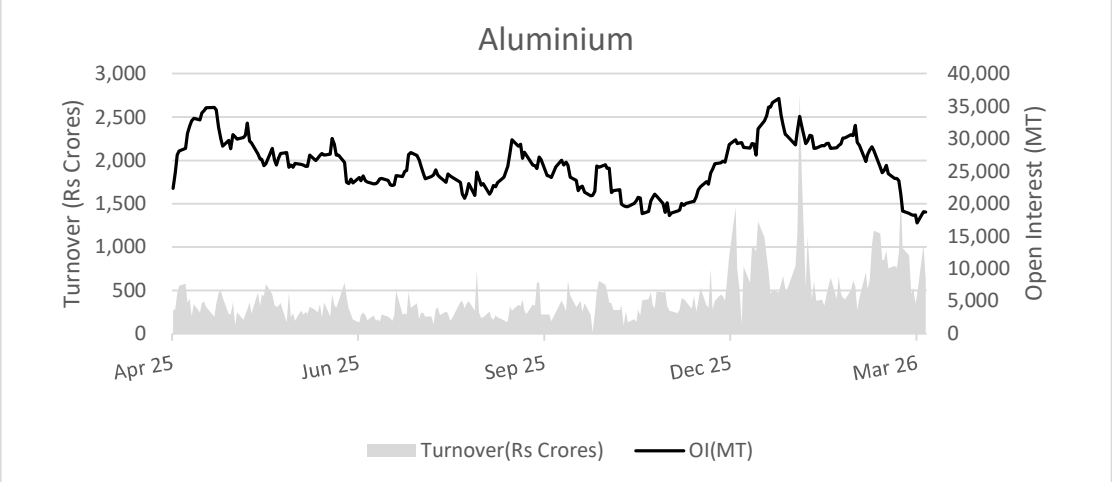
Product-wise Open Interest and Turnover of derivatives of different commodities and indices cleared and settled by your Company during FY 2025-26 are displayed in the charts below:

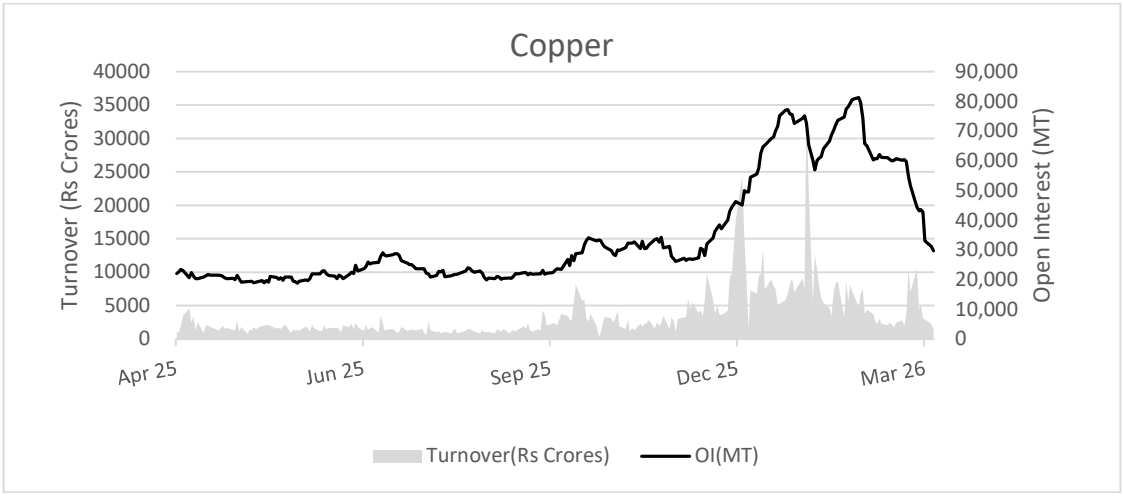
Daily Turnover and Open Interest of Commodity Futures, Options and Index Futures Contracts Cleared on MCXCCL in FY 2025-26 (All variants of each commodity combined)-

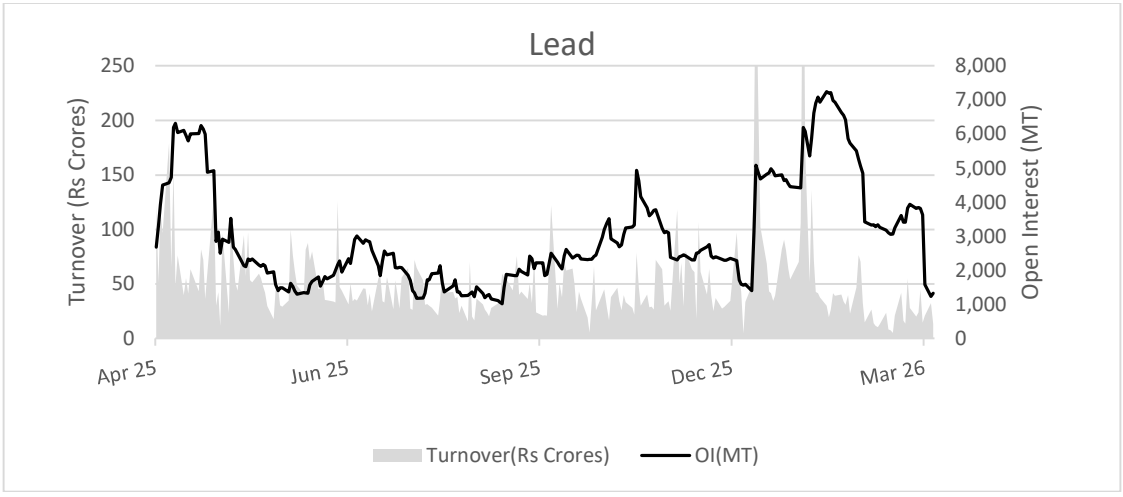
Commodity Futures:

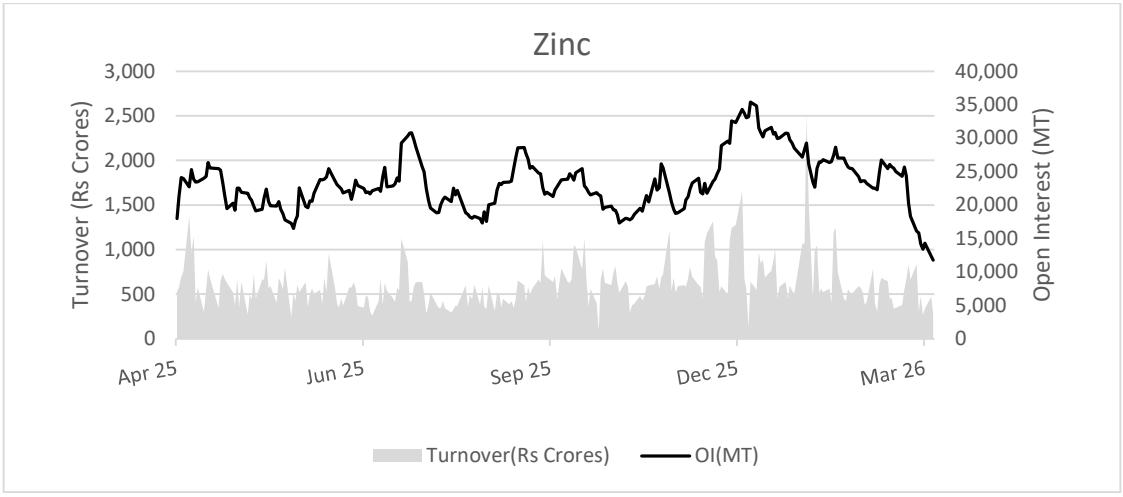


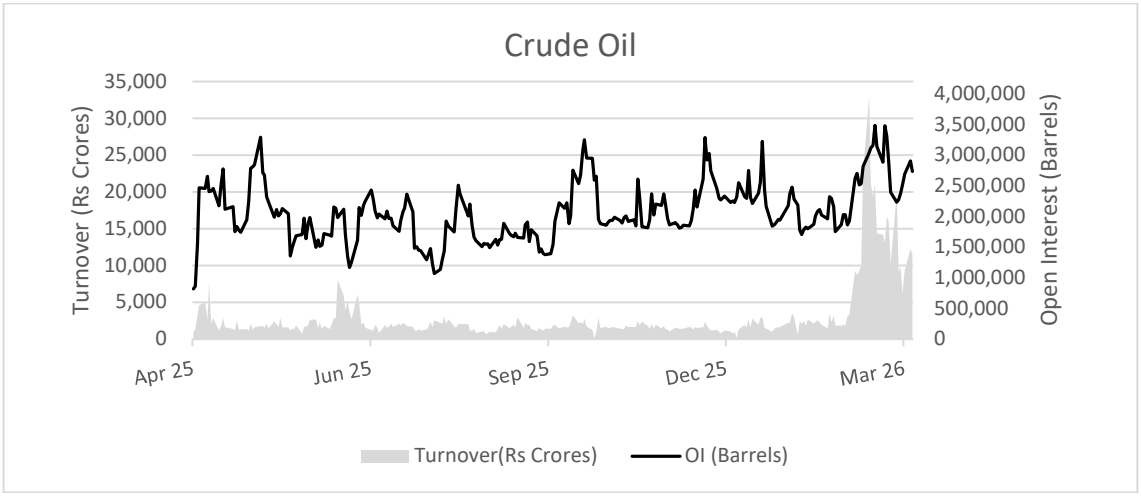


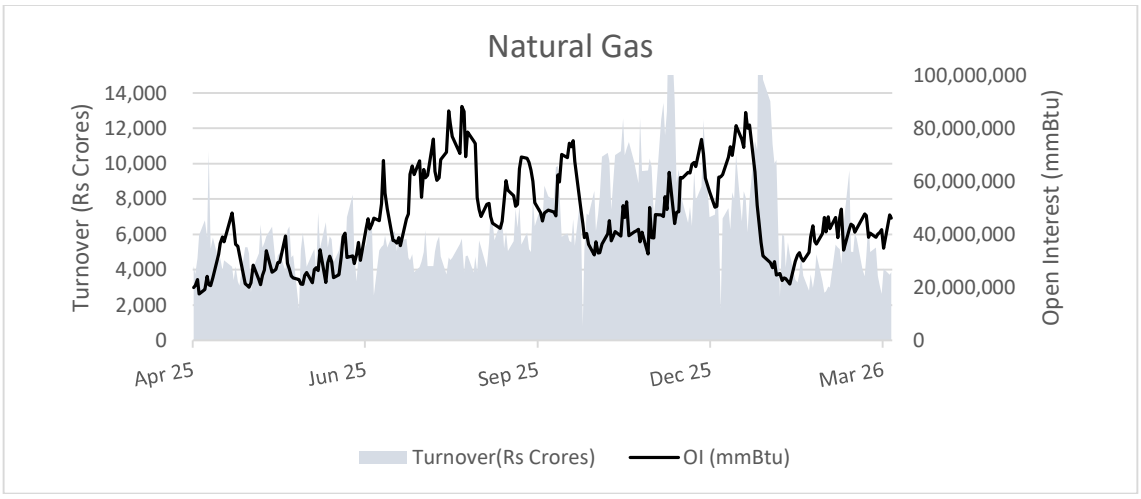


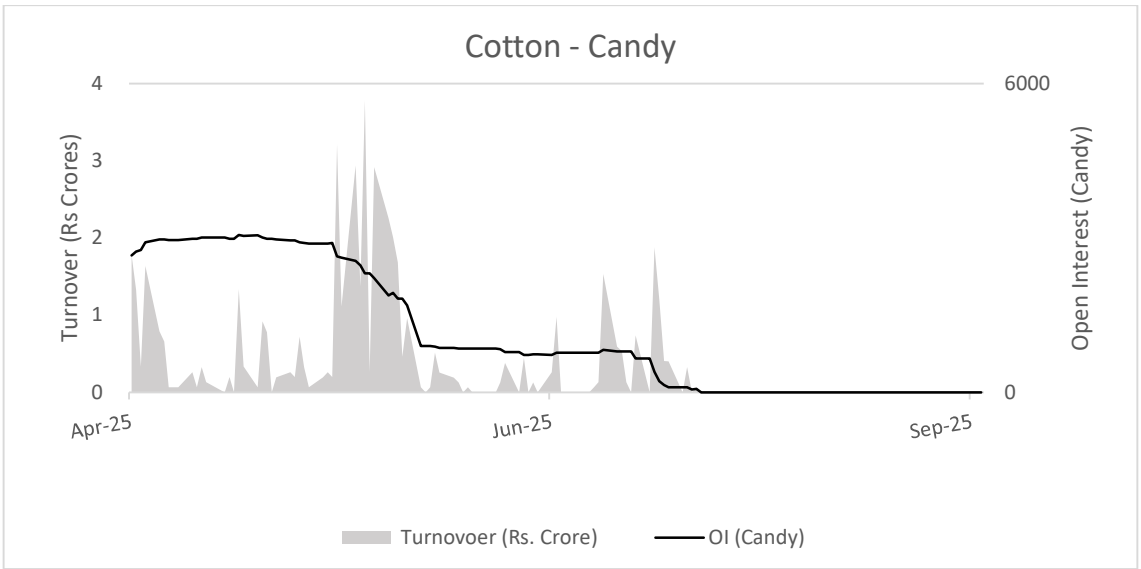

Copper
Turnover (Rs Crores)
Open Interest (MT)
40000
35000
30000
25000
20000
15000
10000
5000
0
90,000
80,000
70,000
60,000
50,000
40,000
30,000
20,000
10,000
0
Apr 25
Jun 25
Sep 25
Dec 25
Mar 26
Turnover(Rs Crores)
OI(MT)

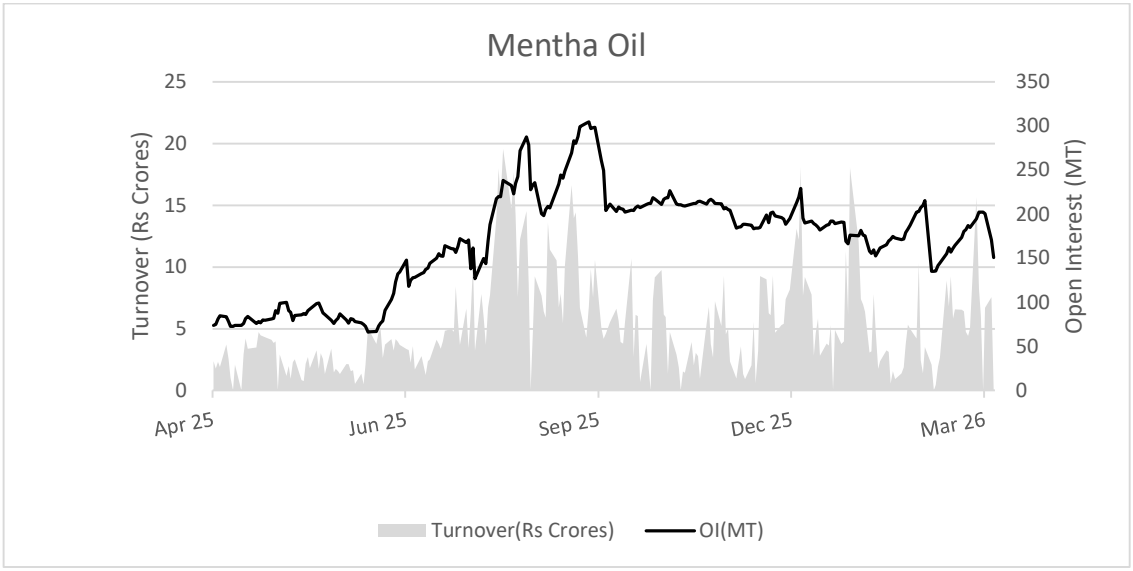

Lead
Turnover (Rs Crores)
Open Interest (MT)
250
200
150
100
50
0
8,000
7,000
6,000
5,000
4,000
3,000
2,000
1,000
0
Apr 25
Jun 25
Sep 25
Dec 25
Mar 26
Turnover(Rs Crores)
OI(MT)

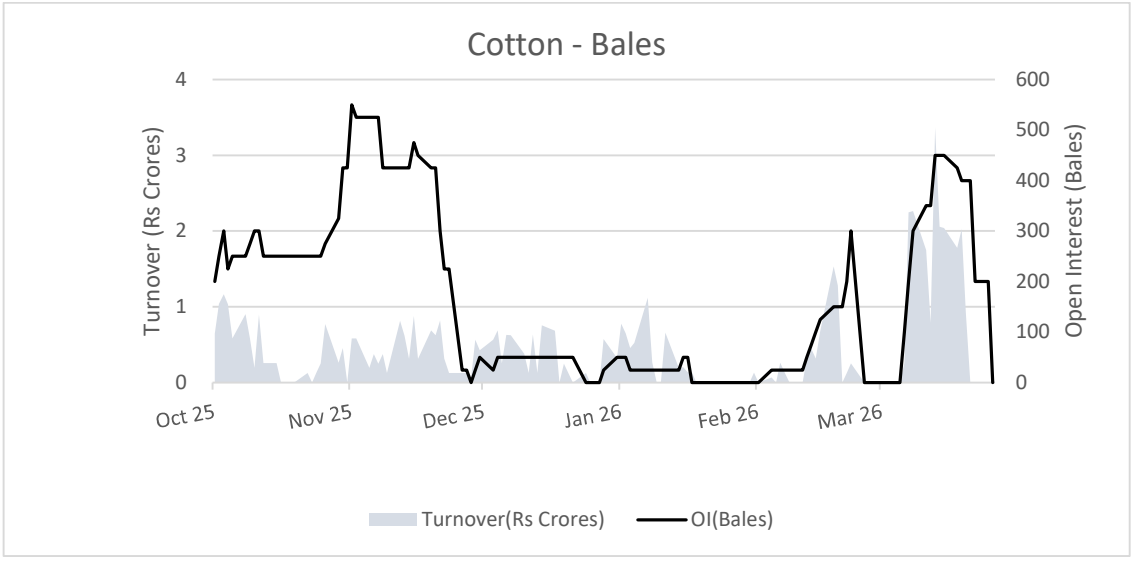

Zinc
Turnover (Rs Crores)
Open Interest (MT)
3,000
2,500
2,000
1,500
1,000
500
0
40,000
35,000
30,000
25,000
20,000
15,000
10,000
5,000
0
Apr 25
Jun 25
Sep 25
Dec 25
Mar 26
Turnover(Rs Crores)
OI(MT)

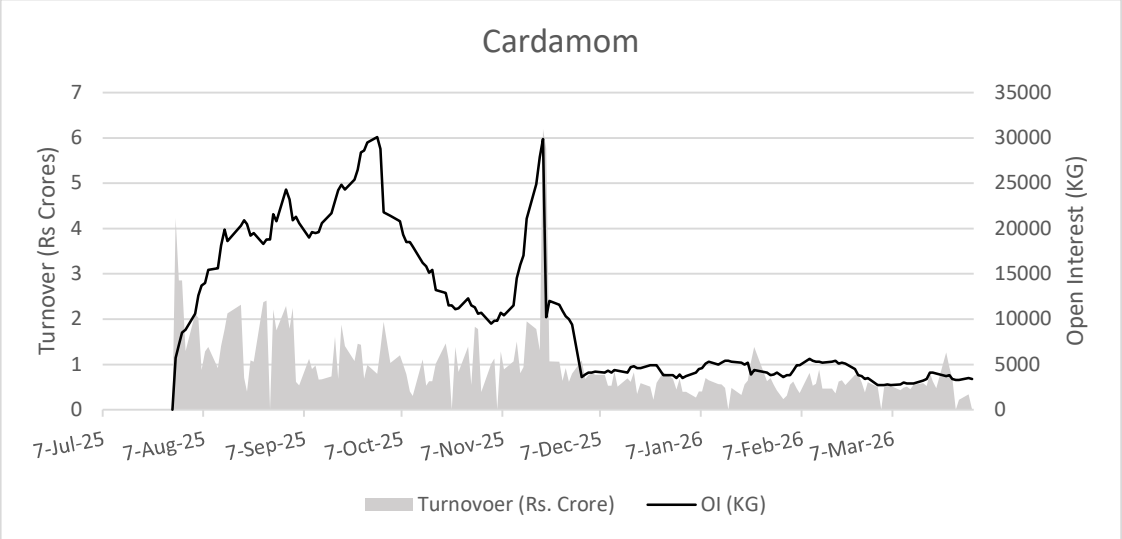

Crude Oil
Turnover (Rs Crores)
35,000
30,000
25,000
20,000
15,000
10,000
5,000
0
Open Interest (Barrels)
4,000,000
3,500,000
3,000,000
2,500,000
2,000,000
1,500,000
1,000,000
500,000
0
Apr 25
Jun 25
Sep 25
Dec 25
Mar 26
Turnover(Rs Crores)
OI (Barrels)

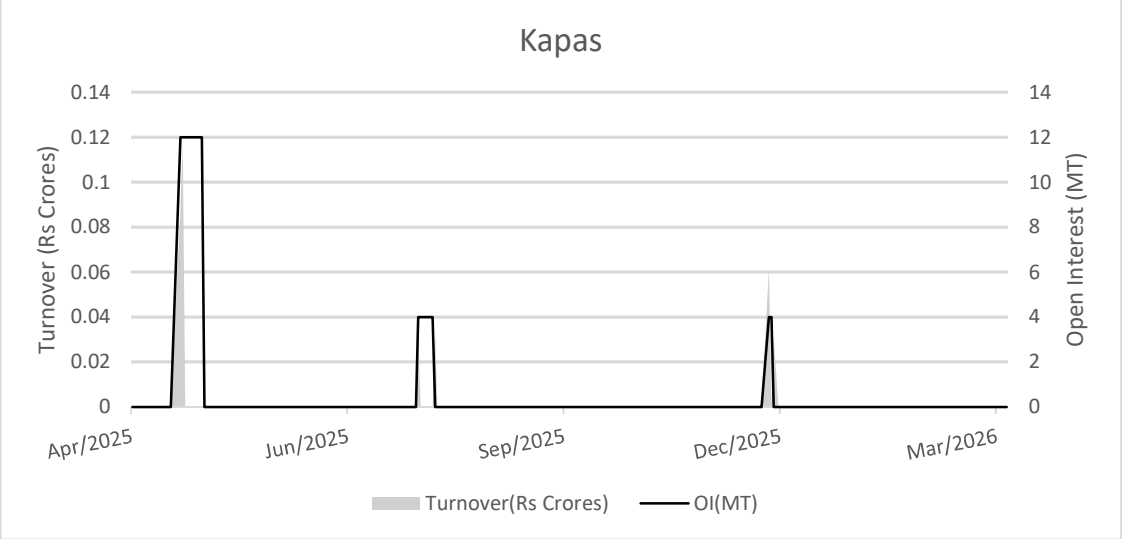

Natural Gas
Turnover (Rs Crores)
14,000
12,000
10,000
8,000
6,000
4,000
2,000
0
Open Interest (mmBtu)
100,000,000
80,000,000
60,000,000
40,000,000
20,000,000
0
Apr 25
Jun 25
Sep 25
Dec 25
Mar 26
Turnover(Rs Crores)
OI (mmBtu)

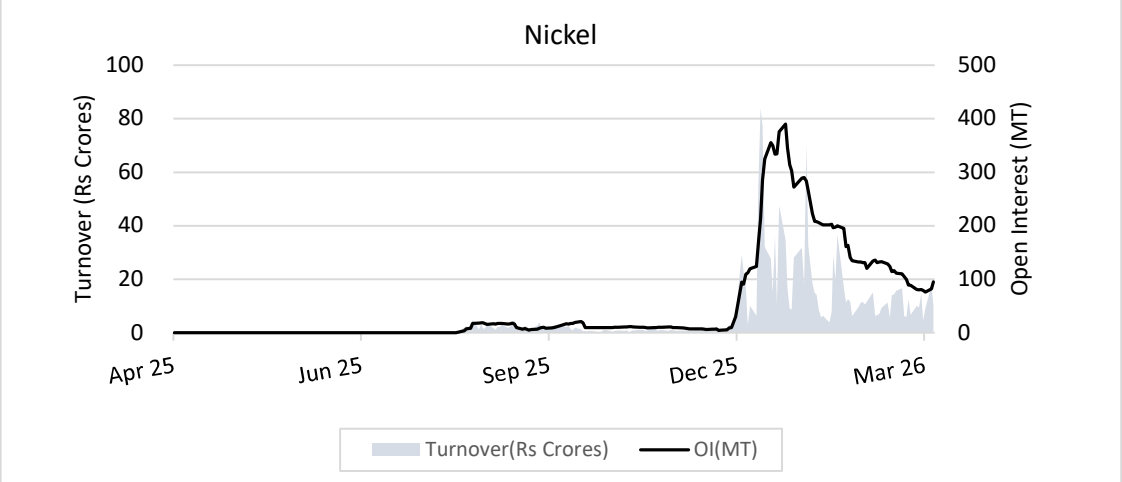

Cotton - Candy
Turnover (Rs Crores)
4
3
2
1
0
Open Interest (Candy)
6000
0
Apr-25
Jun-25
Sep-25
Turnovoer (Rs. Crore)
OI (Candy)

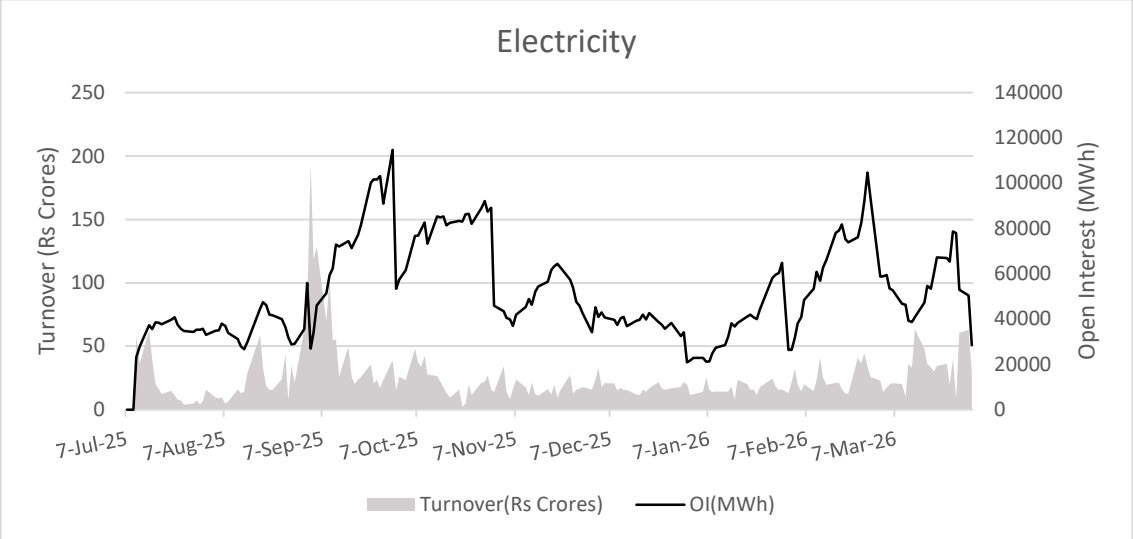

Mentha Oil
Turnover (Rs Crores)
Open Interest (MT)
25
20
15
10
5
0
350
300
250
200
150
100
50
0
Apr 25
Jun 25
Sep 25
Dec 25
Mar 26
Turnover(Rs Crores)
OI(MT)


Cotton - Bales
Turnover (Rs Crores)
Open Interest (Bales)
4
3
2
1
0
600
500
400
300
200
100
0
Oct 25
Nov 25
Dec 25
Jan 26
Feb 26
Mar 26
Turnover(Rs Crores)
OI(Bales)


Cardamom
Turnover (Rs Crores)
Open Interest (KG)
7
6
5
4
3
2
1
0
35000
30000
25000
20000
15000
10000
5000
0
7-Jul-25
7-Aug-25
7-Sep-25
7-Oct-25
7-Nov-25
7-Dec-25
7-Jan-26
7-Feb-26
7-Mar-26
Turnovoer (Rs. Crore)
OI (KG)

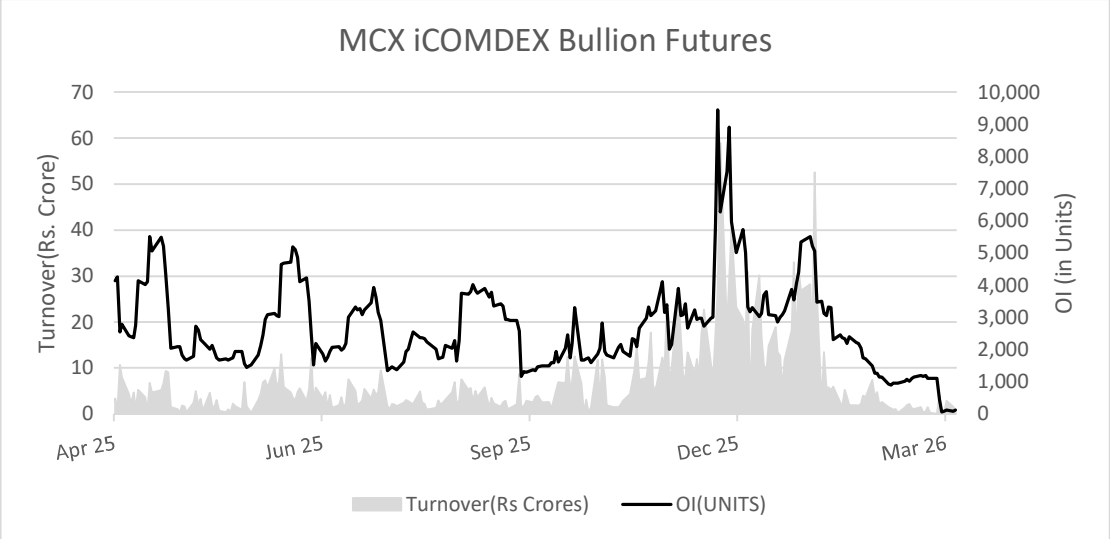

Kapas
Turnover (Rs Crores)
Open Interest (MT)
0.14
0.12
0.1
0.08
0.06
0.04
0.02
0
14
12
10
8
6
4
2
0
Apr/2025
Jun/2025
Sep/2025
Dec/2025
Mar/2026
Turnover(Rs Crores)
OI(MT)

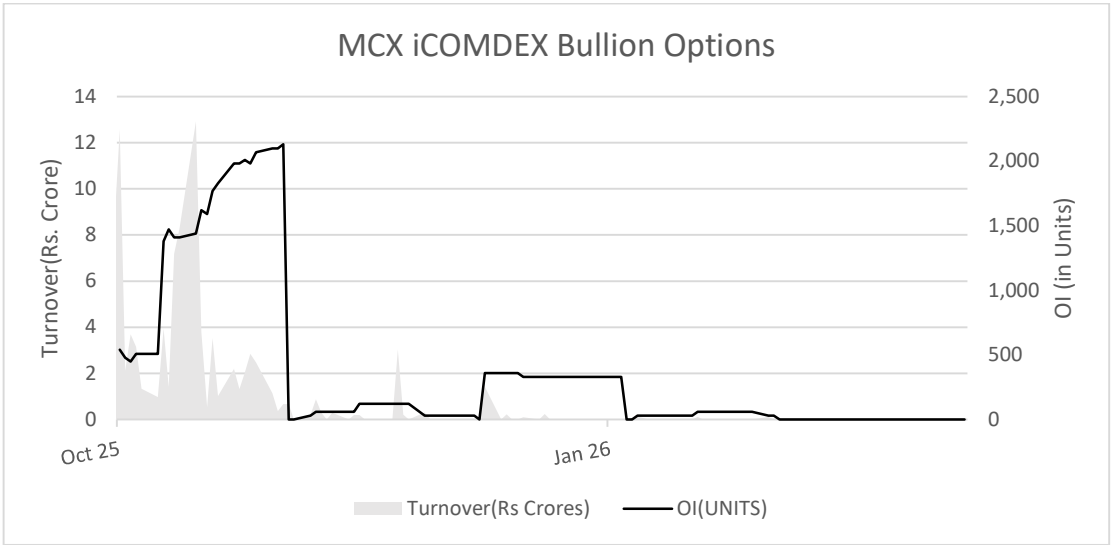

Nickel
Turnover (Rs Crores)
Open Interest (MT)
100
80
60
40
20
0
500
400
300
200
100
0
Apr 25
Jun 25
Sep 25
Dec 25
Mar 26
Turnover(Rs Crores)
OI(MT)



Note - There was no trade in the Steel rebar futures contract and Cotton Seed Wash Oil Futures during FY 2025-26.

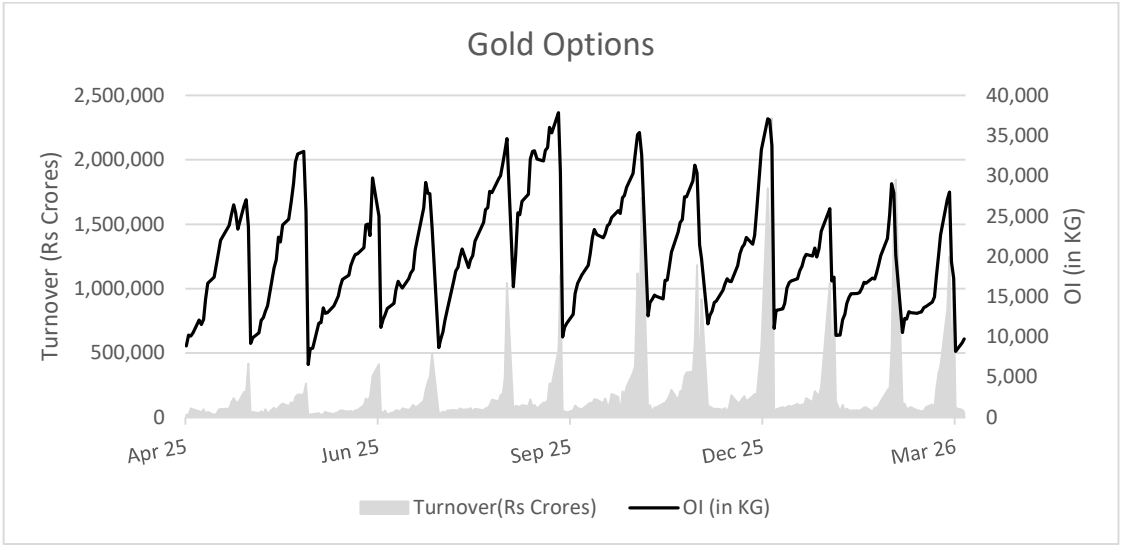
Index Futures:

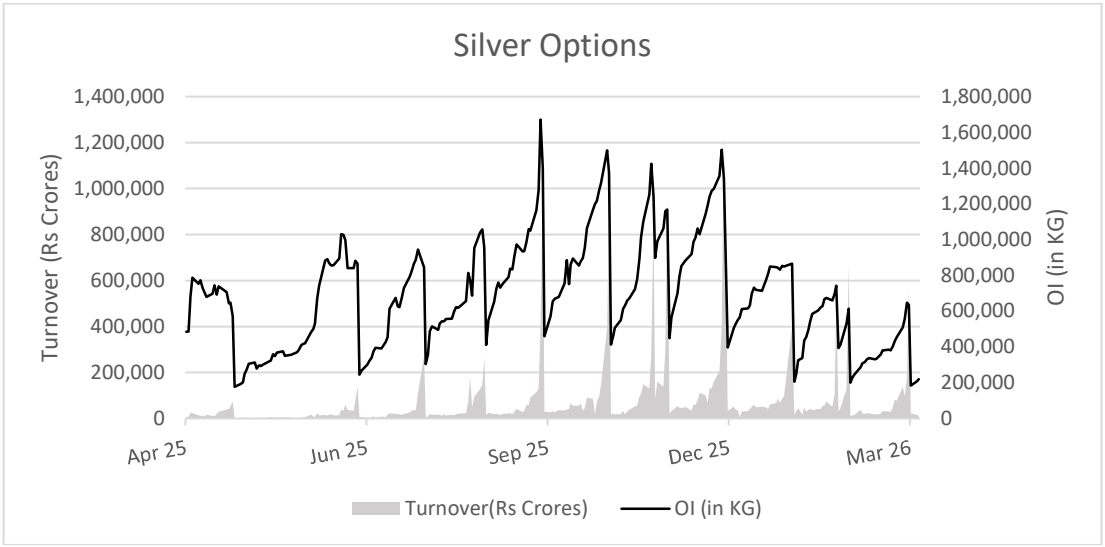


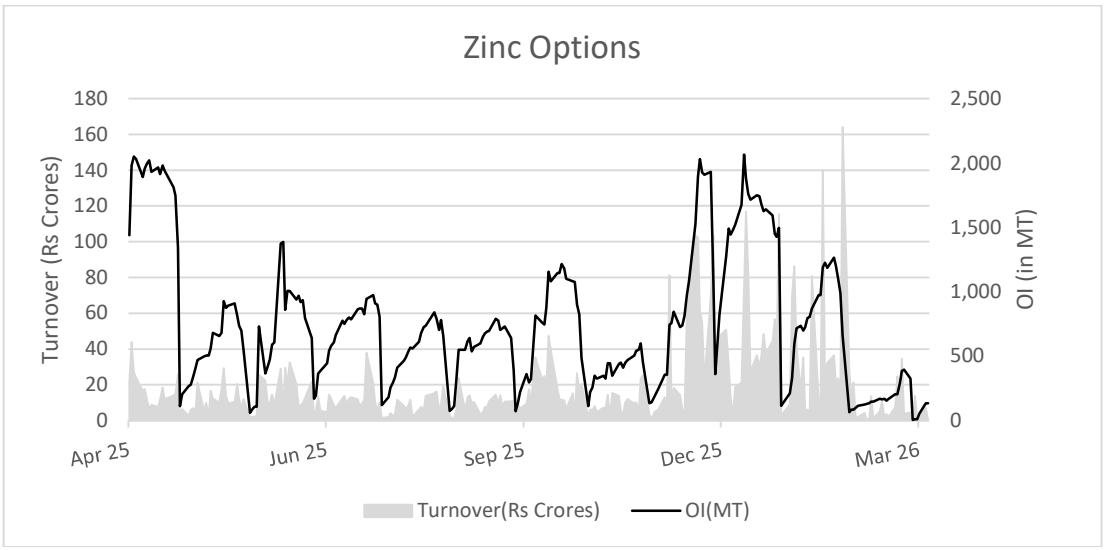


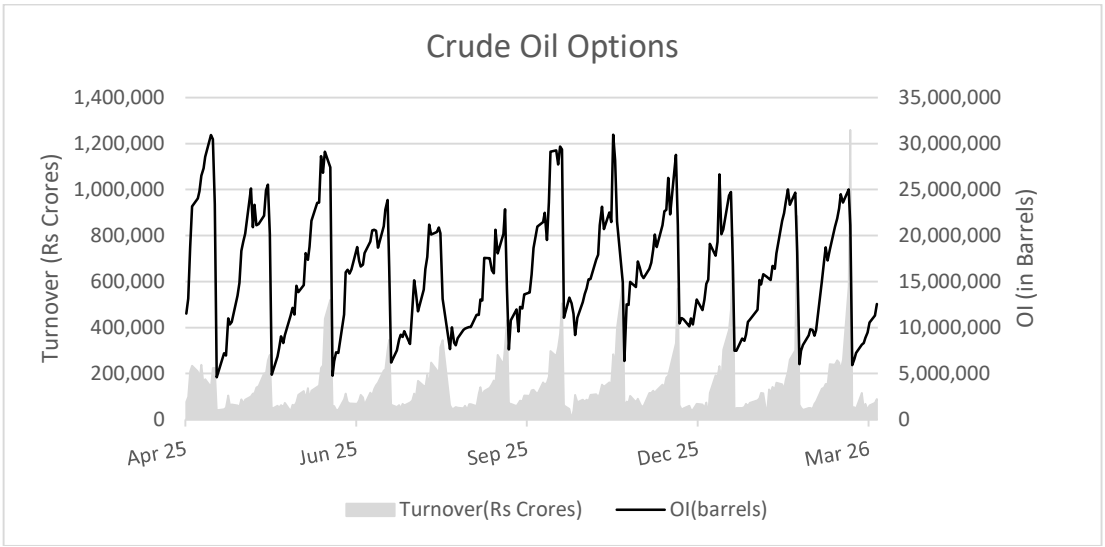
Note - There was no trade in the MCX iCOMDEX Base Metals futures contract during FY 2025-26.

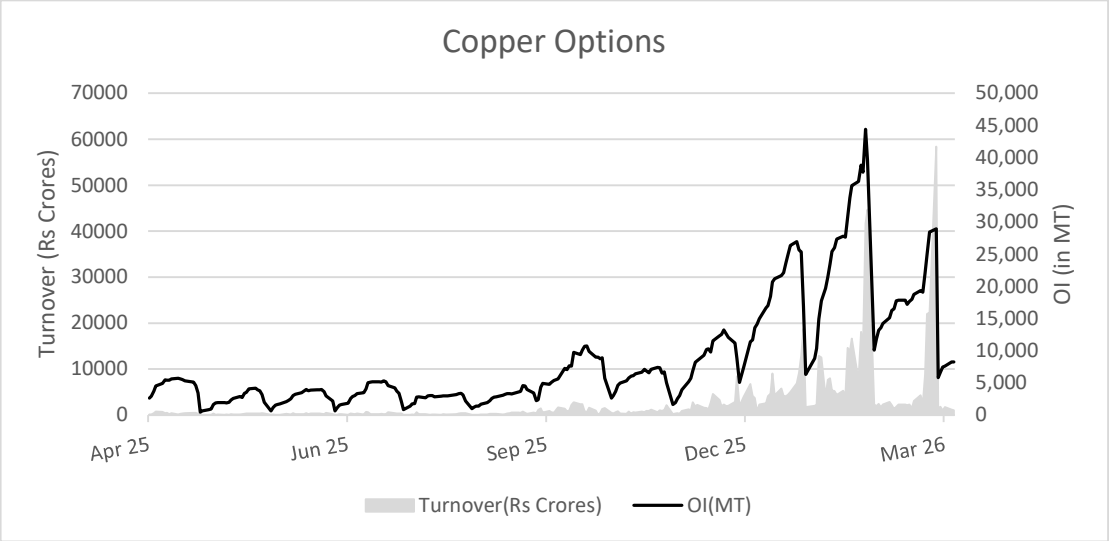
Options:

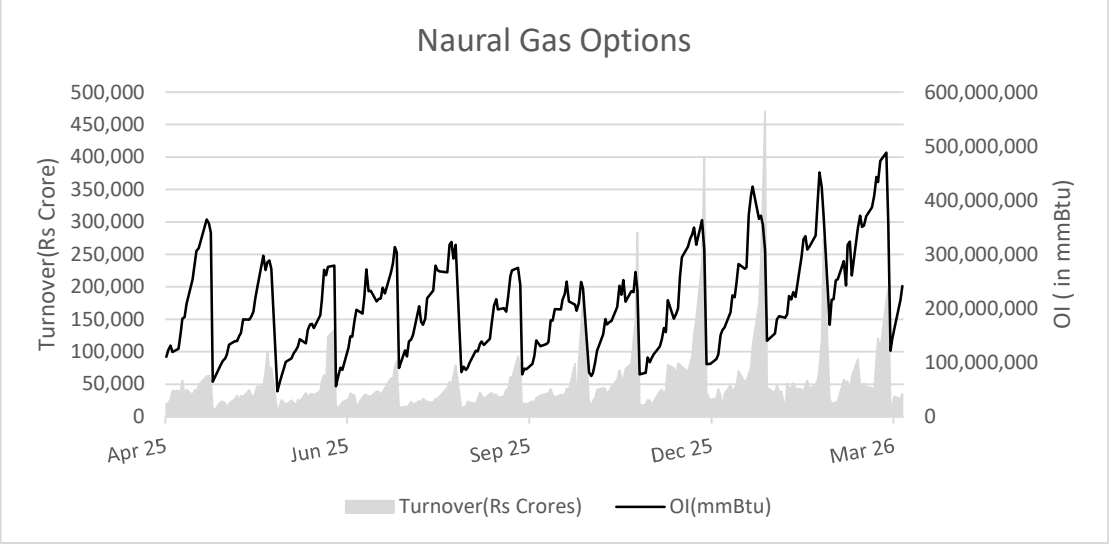



Silver Options
Turnover (Rs Crores)
OI (in KG)
1,400,000
1,200,000
1,000,000
800,000
600,000
400,000
200,000
0
1,800,000
1,600,000
1,400,000
1,200,000
1,000,000
800,000
600,000
400,000
200,000
0
Apr 25
Jun 25
Sep 25
Dec 25
Mar 26
Turnover(Rs Crores)
OI (in KG)


Zinc Options
Turnover (Rs Crores)
OI (in MT)
180
160
140
120
100
80
60
40
20
0
2,500
2,000
1,500
1,000
500
0
Apr 25
Jun 25
Sep 25
Dec 25
Mar 26
Turnover(Rs Crores)
OI(MT)


Crude Oil Options
Turnover (Rs Crores)
OI (in Barrels)
1,400,000
1,200,000
1,000,000
800,000
600,000
400,000
200,000
0
35,000,000
30,000,000
25,000,000
20,000,000
15,000,000
10,000,000
5,000,000
0
Apr 25
Jun 25
Sep 25
Dec 25
Mar 26
Turnover(Rs Crores)
OI(barrels)





OPPORTUNITIES AND THREATS

A. Opportunities

Given the slew of reforms being witnessed in the commodity derivatives market, your Company sees a number of opportunities coming its way and the Company has the potential to reap the benefits thereof as and when they present themselves. Some of the opportunities for your Company are listed below:

- **Increase in participation**

As education and awareness of commodity derivatives grow, along with improved market access due to technology, MCX is likely to see increased participation in trading, leading to higher demand for clearing & settlement by the participants. Financial institutions are expected to join in as clients seek exposure through Mutual Funds,

Portfolio Managers and newly introduced Specialised Investment Funds. During FY 2025-26, FPIs and Domestic Institutional Investors clocked an Average Daily Turnover of ₹ 23,561 crore (197.9% Year-on-Year growth) and ₹ 572 crore (127.20% Year-on-Year growth), respectively.

- **Introduction of New Products**

In response to market demand and following regulatory approvals, MCX launched new products in FY 2025-26, trades of which are cleared by your Company. MCX became the first exchange to launch electricity futures in India, with trading of monthly base load futures contracts commencing on July 10, 2025. Earlier, MCX launched Gold Ten (10-gram) futures contracts on April 1, 2025, aimed at improving market accessibility for retail investors and smaller participants. Similarly, on June 1, 2026, MCX launched Silver 100 futures contracts featuring a 100-gram lot size. MCX relaunched its Cardamom futures contracts on July 29, 2025. The contracts feature a trading unit of 100 kg, quoted in rupees per kg and mandate compulsory physical delivery at the exchange-designated warehouse in Vandanmedu, Kerala. In the options segment, MCX launched monthly options contracts on the MCX iCOMDEX Bullion Index (BULLDEX) on October 27, 2025. This innovative product provides traders and investors with a cost-effective, cash-settled hedging tool that offers synchronised exposure to both gold and silver in a single derivative contract. The expansion of MCX's product offerings increases clearing volumes for MCXCCL, benefiting the Company's growth.

- **Modifications in existing contracts**

MCX initiated significant changes to its existing commodity portfolio by relaunching modified nickel futures and updating its cotton contract structure to better align with physical market dynamics. Effective August 18, 2025, the nickel contract was reintroduced with a redesigned trading unit reduced to 250 kg (down from 1,500 kg) and a 1.5-tonne delivery lot. This revised contract shifted its expiry to the third Wednesday of the month and established Thane as the sole delivery centre to improve market efficiency and liquidity.

Concurrently, addressing the needs of textile mills and ginners to streamline trading, the exchange shifted its cotton contract specifications from a candy-based system to bales. Under the revised, ongoing structure (as of FY 2025-26), the trading unit was adjusted to 25 bales (previously 48-candy contracts) to offer better hedging mechanisms, with a delivery unit of 100 bales to reduce volatility and enhance price discovery. These strategic modifications reflect a move to align with global practices and improve participation for industrial users. These modifications can lead to increased participation on MCX, presenting opportunities for higher clearing volumes for MCXCCL.

B. Threats

- **Concentration in Members and Products**

MCX, of which your Company clears and settles trades, has a broad national presence with 585 registered Members and 32,044 authorised individuals as of March 31, 2026. However, there is concentration risk for many commodity Futures and Options contracts, as a significant portion of volumes is generated/ cleared by a small number of Members. Additionally, the range of liquid Futures and Options contracts traded on MCX and cleared by MCXCCL is limited to a few non-agricultural commodity derivative contracts. This concentration among active Members and liquid contracts may result in over-reliance on these Members and contracts, leading to potential business risks for your Company.

- **Launch of mirror products by competitors**

Some Exchanges and Clearing Corporations involved in the commodity derivatives segment, which also engage in other asset classes, have started to offer commodity futures and options contracts that mirror MCX's liquid contracts. However, these offerings by them have seen limited success so far. The introduction of products that fully replicate MCX's liquid contracts, which your Company clears and settles, could pose a threat to market share.

- **Upheavals in the global commodity markets**

Your Company, which clears and settles contracts traded on MCX, has a strong focus on products linked to international reference markets. Any disruptions in these markets, whether caused by internal or external factors, can negatively affect the ability of Indian participants to refer to international prices while trading on the MCX. This, in turn, could impact the business prospects of MCXCCL.

- **Instability in the Company's technology platform**

During FY 2023-24, your Company migrated its technology platform to a new Commodity Derivatives Platform (hereinafter referred to as **'CDP'**) developed by a new vendor. Being a new platform, CDP may not be able to display complete efficiency in the initial phase. Instability in the platform, leading to possible disturbances in smooth flow of clearing services being provided to the participants, is a source of potential threat.

- **Increasing cost of compliance**

Your Company being a tightly regulated entity, is subject to high scrutiny and regulatory compliance. As a result, the cost of compliance is high for your Company and could rise in the future.

- **Cyber Security Threats**

Cyber Security threat is increasingly becoming critical with new threats that seek to exploit any vulnerability in the systems of Exchanges and Clearing Corporations. In view of such threats, your Company is continuously monitoring, evaluating and implementing various security solutions for early identification, detection, quick protection, response and recovery from all such cyber-attacks. Your Company, being a Market Infrastructure Institution, provides online clearing platform and accordingly, Cyber Security is of paramount importance for ensuring trust among the market participants, regulators and stakeholders.

Constant enhancement in the Cyber Security Framework and Information Security Management System has been your Company's top priority. A defence-in-depth strategy to ensure multiple security measures are implemented at different layers within the system/network with well-defined Cyber Security and Cyber Resilience Policy along with Cyber Crisis Management Plan, can help mitigate the impact of this threat.

RISKS AND CONCERNS

Your Company's business performance and financial position depend on various internal and external factors, some of which may give rise to risks and concerns:

Market and Business Risks:

The performance of commodity derivatives markets and the growth of your Company are influenced by macroeconomic factors, particularly growth, production and consumption of commodities. While India remains one of the fastest-growing economies, it faces some global economic challenges, including imposition of steep tariffs by US and other major trader partners, geopolitical instability etc. These issues pose risks to global economic growth, which can have a cascading effect on growth of commodity derivatives globally and in India.

Your Company faces competitive challenges as multiple Indian exchanges offer products that are similar to MCX's products. This competition may lead to market fragmentation, while pricing pressures could squeeze profit margins and limit revenue growth.

Additionally, like many companies, high employee turnover is a challenge to your Company too. The costs associated with recruiting and training new personnel are significant and the departure of experienced employees leads to the loss of crucial skills and institutional knowledge.

Financial Risks:

Fundamental factors in global commodity markets can potentially lead to prolonged periods of depressed prices. Since MCX's and MCXCCL's operational revenues are linked to the value of contracts traded and cleared, any decline in commodity prices can negatively impact revenues of your Company.

Regulatory Risk:

In December 2021, SEBI suspended trading in several commodities, including Crude Palm Oil (hereinafter referred to as **'CPO'**) Futures traded on MCX and cleared by MCXCCL. This suspension was initially set for one year but has been extended multiple times, including the recent extension to March 31, 2027. Before the suspension, the average daily turnover of CPO Futures was ₹ 380 crore in FY 2021-22. The suspension has resulted in significant revenue losses, which can undermine market confidence in other derivative contracts too.

Furthermore, technical glitches in your Company can disrupt operations, which can damage investor confidence and potentially lead to regulatory penalties. Given the heavy reliance of your Company's operations on technological systems, possible glitches therein can pose serious financial and regulatory risks.

Risks from Technology:

Your Company has migrated to a new technology platform for Collateral, Risk Management, Delivery, Clearing and Settlement. This has led to a more advanced, efficient system adaptable to market dynamics with faster products, high-performance trading experience and instant alerts, achieving higher scale with new peak trading volumes. The new platform has helped your Company to scale the business to support all time high trading volumes in a short time and launch new products.

Your Company is dependent for technology on third party vendors for services that are important to its business. As such, any interruption in or cessation of an important supply or service by any third party can have an adverse effect on its business and operations. Any failure to keep pace with industry standards in technology and respond to participant preferences can also have an adverse effect on the business and operations. To mitigate these risks and ensure operational resilience, your Company has implemented effective risk management frameworks, including regular risk assessments, vendor oversight, Cyber Security measures and business continuity planning.

FINANCIAL PERFORMANCE AND RESULTS OF OPERATIONS

Your Company derives its revenues primarily by charging Clearing and Settlement Fees to MCX for which it clears and settles trades as well as interest income from margin and own fund. Your Company operates in a single segment business.

Revenue:

During FY 2025-26, your Company's Total Income increased to ₹ 42,817 lakh from ₹ 24,248 lakh in FY 2024-25. The Total Expenses increased to ₹ 10,738 lakh in FY 2025-26 from ₹ 9,912 lakh in FY 2024-25.

Expenses:

Your Company's expenditure consists of employee benefit expenses, information technology expenses, depreciation / amortisation charges and other operating expenses which are as mentioned in the table below:

(₹ in lakh)

Particulars	FY 2025-26	FY 2024-25
Employee benefit expenses	3,333	2,759
Information technology expenses	5,304	4,868
Depreciation and amortisation	618	472
Finance Costs	35	48
Other expenses	1,448	1,765
Total	**10,738**	**9,912**

Other expenses principally comprise of costs / charges pertaining to office and warehouse rent, financial disincentives to Core Settlement Guarantee Fund (hereinafter referred to as **'Core SGF'**), legal and professional charges, ROC fees, advertisement, insurance, CSR expenses etc.

Profits, provision for tax and profit analysis:

The Profit before Tax for the year stood at ₹ 32,079 lakh (Previous Year: ₹ 14,336 lakh) and after provisions for tax of ₹ 1,337 lakh (Previous Year: ₹ 9 lakh), the Profit after Tax stood at ₹ 30,742 lakh (Previous Year: ₹ 14,327 lakh). The net profit margin stood at 72% in FY 2025-26 (Previous Year: 60%).

Shareholders' funds - Share capital:

As at March 31, 2026, your Company's issued, subscribed and paid-up share capital stood at ₹ 23,998.50 lakh. For further details on the share capital, please refer to the Directors Report.

Secured loans:

Your Company had no secured loans in its books as at March 31, 2026 and as at March 31, 2025.

Current Assets:

As at March 31, 2026, total current assets stood at ₹ 2,81,576 lakh (Previous Year: ₹ 2,01,390 lakh) which consisted of cash and cash equivalents of ₹ 81,972 lakh (Previous Year: ₹ 33,763 lakh), Bank balances of ₹ 1,69,406 lakh (Previous Year: ₹ 1,51,926 lakh) and other assets of ₹ 30,198 lakh (Previous Year: ₹ 15,701 lakh).

Non-Current Assets:

As at March 31, 2026, your Company's total non-current assets stood at ₹ 1,27,699 lakh (Previous Year: ₹ 27,570 lakh) which consisted of income tax assets (net) of ₹ 3,823 lakh (Previous Year: ₹ 706 lakh) and other non-current financial assets include Bank deposits with maturity of more than 12 months at ₹ 1,22,546 lakh (Previous Year: ₹ 26,099 lakh). Other non-current assets as at March 31, 2026, stood at ₹ 1,330 lakh (Previous Year: ₹ 765 lakh).

Current Liabilities:

Total Current Liabilities stood at ₹ 2,44,695 lakh (Previous Year: ₹ 1,15,642 lakh) which consisted of Current Lease Liability of ₹ 332 lakh (Previous Year: ₹ 121 lakh), trade payables of ₹ 2,044 lakh (Previous Year: ₹ 2,111 lakh), provisions of ₹ 39 lakh (Previous Year: ₹ 61 lakh), other financial liabilities of ₹ 2,37,063 lakh (Previous Year: ₹ 1,11,329 lakh) and other current liabilities of ₹ 5,217 lakh (Previous Year: ₹ 2,020 lakh).

Non-Current Liabilities:

Total Non-Current liabilities stood at ₹ 494 lakh (Previous year: ₹ 291 lakh) which consisted of other Non-Current lease liability of ₹ 146 Lakh (Previous year: NIL), Non-Current financial liabilities of ₹ 272 lakh (Previous year: ₹ 216 lakh) and Employee benefit obligations of ₹ 76 lakh (Previous year: ₹ 75 lakh).

Details of Significant changes in key financial ratios (i.e. change of 25% or more as compared to the immediately previous FY in key financials ratio), along with detailed explanations thereof:

Sr. No.	Ratio	FY		Change (%)
		2025-26	2024-25	
1.	Current Ratio (in times)*	1.15	1.74	-34
2.	Debt-Equity ratio (in times)**	0.02	0.01	75
3.	Debt Service coverage ratio (in times)***	94.75	51.84	83
4.	Net Capital turnover ratio (in times)****	0.69	0.54	29
5.	Return on Capital employed (in %)*****	115.37%	71.44%	61

* Decrease in Current Ratio is due to increase in other financial liabilities.
** Increase in Debt-Equity ratio is due to increase in lease liability.
*** Increase in Debt Service coverage ratio is due to increase in profit for the year.
**** Increase in Net Capital Turnover ratio is due to increase in average working capital.
***** Increase in Return on Capital Employed is due to increase in profits during the year.

Change in Return on Net Worth as compared to the immediately previous FY along with a detailed explanation thereof:

Sr. No.	Ratio	FY	
		2025-26 (in %)	2024-25 (in %)
1.	Return on Net Worth	129.79	105.56

Note: Increase in return on net-worth is due to increase in profits & increase in average equity for the year.

INITIATIVES

Initiatives taken in FY 2025-26 led to business growth and can contribute to sustained growth and development in FY 2026-27 and beyond. Some of these initiatives are discussed below:

- **Empanelment of domestic brands**

The initiative of empanelling local Gold refiners under India Good Delivery (hereinafter referred to as **'IGD'**) continued in FY 2025-26 and gold supplied by such refiners has been accepted for Good Delivery not only for Gold (100 grams) Mini Futures contract but also for the recently introduced Gold Ten Futures contract. Similarly, for Lead, during FY 2025-26, new suppliers were added under IGD for delivery under MCX Lead contracts.

After the success with implementation of standards for Gold and Lead, IGD Standards for Silver, Aluminium, Copper and Zinc have been published. Suppliers of these metals which meet these standards are being empanelled after due process of audit and scrutiny and their goods are accepted as Good Delivery for settlement of the respective Futures contracts.

- **Empanelment of global brands**

MCXCCL added three UAE Good Delivery (hereinafter referred to as **'UAEGD'**) standard refiners—Al Etihad Gold, Emirates Gold and Sam Precious Metals to its empanelled list for Gold Mini futures contracts, streamlining cross-border bullion integration and bolstering trade ties. Launched to reinforce the integrity, transparency and responsible sourcing of precious metals, the UAEGD Standard acts as a global quality passport, verifying that gold bars strictly meet international benchmarks for purity and weight. This landmark recognition allows 100-gram gold bars produced by these accredited UAE facilities to be seamlessly accepted for physical delivery and settlement by MCXCCL, effectively eliminating the need for additional testing or verification.

- **Efficient Delivery**

To ensure efficient settlement by delivery, your Company operates several delivery centres covering a wide range of stakeholder groups in all delivery-based contracts. Healthy transactions of delivery pay-in/ pay-out are observed in all regions which reflect the industry's acceptance of the Clearing Corporation's delivery mechanism.

Table 5 provides a summary of the cumulative delivery of Bullion Futures contracts since commencement of operations of your Company. Gold encompasses Gold 1 kg, Gold Guinea (8 gram), Gold (100 gram) Mini, Gold Ten (10 gram) and Gold Petal (1 gram) Futures contracts, while Silver includes Silver 30 kg, Silver (5 kg) Mini and Silver Micro (1 kg) Futures contracts.

Table 5: Cumulative Delivery of Bullion (tonnes) #

Commodities	Start Year	Quantity
GOLD	2018	28.36
GOLDGUINEA	2018	0.21
GOLDM	2018	36.55
GOLDPETAL	2018	0.24

Table 5: Cumulative Delivery of Bullion (tonnes) #		
Commodities	**Start Year**	**Quantity**
GOLD TEN	2025	0.47
GOLD ALL		**65.83**
SILVER	2018	2,527.71
SILVERM	2020	396.64
SILVERMIC	2020	223.02
SILVER ALL		**3,147.37**

#as on March 31, 2026

Table 6 provides a summary of the delivery of Base Metals and Agri Commodities since commencement of operations of your Company.

Table 6: Cumulative Delivery of Base metals and Agriculture Products#			
Commodities	**Start Year**	**Units***	**Quantity**
BRASSPHY	2018	MT	1
CARDAMOM	2018	MT	25.90
COTTON	2018	000' BALES	1,239.25
MENTHAOIL	2018	MT	4,344.48
ALUMINI	2019	MT	22,631
ALUMINIUM	2019	MT	1,64,162
COPPER	2019	MT	1,48,835
LEAD	2019	MT	65,605
LEADMINI	2019	MT	4,726
NICKEL	2019	MT	11,590.5
ZINC	2019	MT	1,16,195
ZINCMINI	2019	MT	25,584
RUBBER	2021	MT	1,009
COTTONCNDY	2023	CANDY	43,752

#as on March 31, 2026
*MT is Metric Ton

The Base Metal derivatives contracts have been witnessing significant deliveries since their conversion into compulsory delivery during the year 2019. Your Company has facilitated a cumulative delivery of 5,59,329.50 tonnes of Base Metals for settlement till March 31, 2026. Deliveries for FY 2025-26 for all Base Metals were 95,782 tonnes.

- **Expansion of Accredited Warehouses**

In response to growing demand, your Company has been expanding its infrastructure to include more accredited warehouses and vaults across India. These facilities are crucial for the secured storage and efficient delivery of physical commodities, ensuring that the commodities whose contracts are cleared by MCXCCL by delivery meet stringent quality standards. During FY 2025-26, new warehouses were accredited and additional delivery centres were opened in multiple locations to expand the footprint of commodity derivatives market across the country.

OUTLOOK

The efficient clearing and settlement services of your Company enabled MCX to maintain its position as the market leader in commodities trading in India. MCX also improved its standing globally, becoming the world's largest Commodity Options Exchange and the fourth largest Commodity Derivatives Exchange by the number of contracts traded in 2025, as per figures released by FIA. Notably, MCX Gold Options, MCX Crude Oil Options and MCX Natural Gas Options were world's highest exchange-traded commodity Options, while MCX Silver Options was world's second highest, in their respective categories. Your Company played the key role in efficient clearing and settlement of the traded contracts, enabling MCX to achieve this milestone.

India's economic growth remains exceptionally strong and resilient. In its policy meeting in June 2026, the RBI projected that India's GDP is expected to grow at 6.6% for FY 2026-27. The economy in FY 2026-27 is expected to remain resilient, despite challenging external environment characterised by elevated energy and commodity prices, rising logistics costs, volatility in global financial markets and uncertainties surrounding global trade policies. Growth prospects are supported by India's strong macroeconomic fundamentals, including robust domestic demand and a stable policy environment. By strategically aligning its services with market demands, leveraging the rising demand for trading and clearing services in a growing economy and exploring new opportunities, your Company aims to sustain a strong growth trajectory. Besides, with spread of education and awareness about investing in commodity derivatives and easier access brought about by technological innovations, the level of participation in commodity derivatives is expected to rise – both from retail as well as institutional participants.

All of the above factors paint a positive outlook for your Company, which is well equipped to sustain its growth by aligning services with market demands and seizing emerging opportunities.

ROLE OF TECHNOLOGY

Technology is considered as the backbone of your Company's business and a strategic differentiator. Accordingly, your Company entered into an agreement with MCX to share resources including technology.

Pursuant to such agreement, MCX has deployed and maintained technology products and services for MCXCCL. MCX has deployed a scalable architecture capable of being adapted to innovations and new market solutions. A well-designed system along with a structured technology road map ensures reliability, scalability, security and functionality of the system for your Company. Your Company has an in-house software development team and technology support team for development, implementation and maintenance of software applications and peripheral systems as required by the organisation. This structure ensures a rapid response to evolving business and regulatory needs, aligning with industry best practices for operational resilience and continuous improvement.

As a part of your Company's commitment to Clearing Members and the partner ecosystem, your Company also undertook proactive audits to strengthen its core processes, Cyber Security posture and adherence to regulatory guidelines, as they came into effect. Your Company has taken necessary steps as per the advisories/alerts received from SEBI and/or various other government agencies like National Critical Information Infrastructure Protection Centre (hereinafter referred to as **'NCIIPC'**)/ Computer Emergency Response Team- India/ Cyber Swachhta Kendra, to secure the core platform against the security incidents happening worldwide. Due to timely implementation of preventive measures for the core platform, no adverse impact to any of the key stakeholders and also to the core platform has been recorded during FY 2025-26.

The robust technology deployed enables your Company to adopt market safeguards through real time risk monitoring by tracking of Members' margin utilisations and Mark to Market (hereinafter referred to as **'MTM'**) losses against their collaterals made available to your Company. The system automatically generates real time alerts and takes pre-decided actions, which provide flexibility to Clearing Members to manage and control their risks.

MCXCCL is certified for globally recognised ISO standards i.e. ISO 27001:2022 (ISMS - Information Security Management System), ISO 22301:2019 (BCMS - Business Continuity Management System) and ISO 9001:2015 (QMS - Quality Management System).

Cyber Security:

Special emphasis has been laid by your Company on continuous improvement in its Cyber Security framework and ISMS. There is a continuous improvement plan and topmost attention from the senior management to all matters of Cyber Security and Risk Management. It is the constant endeavour of your Company to comply and exceed regulator expectations as well as the guidelines laid out by national agencies tasked with Information Security and cyber defence of critical infrastructure. There is a dedicated Security Operations Centre (hereinafter referred to as **'SOC'**) that has been implemented with industry experts that is armed with the latest threat intelligence to protect your Company's critical infrastructure. The SOC provides 24x7x365 vigilance against cyber threats, proactive response against incidents and provides vital inputs on improvement of your Company's security architecture and design.

Your Company is not just dedicated to protection of assets by deploying security measures for Work From Home but has implemented a long-term strategy to deal with the challenges of teleworking.

Your Company has also been classified as a national Critical Information Infrastructure (hereinafter referred to as **'CII'**) custodian vide notifications from the Ministry of Finance & NCIIPC. Your Company has already taken measures to meet and exceed expectations of the agency, keeping in mind the additional due diligence and controls for safeguard of CII.

Increase in accessibility via web-based application:

Your Company remains committed to creating an equitable digital ecosystem by enhancing its web-based application for seamless exchange of information for its Members and clients. Your Company has introduced specialised assistive features—including robust screen-reader optimisation and keyboard navigation to support individuals with visual impairments, alongside optimised visual text alternatives and captions to assist users with hearing impairments. In addition to this, it has increased security access by introducing two factor authentication for web facing applications to prevent any unauthorised access to those applications.

Automation of switchover/switchback between Primary & Disaster Recovery (hereinafter referred to as 'DR') sites:

Your Company has deployed automated and well-defined processes to the extent possible. This has optimised the switch-over from Primary site to DR site and helps in zero Recovery Time Objective (hereinafter referred to as **'RTO'**). Your Company has implemented Near Site for synchronous data replication from Primary site to ensure zero data loss and adhere to Recovery Point Objective (hereinafter referred to as **'RPO'**), as prescribed by the regulator. Your Company is in compliance with regulatory norms for RPO and RTO.

Your Company, in compliance with regulatory norms, has conducted smooth and successful two days unannounced live trading twice in FY 2025-26, wherein all Risk Management and the Clearing & Settlement related operations were successfully carried out from the DR site and performance of the system during those live trading days from DR site remained similar to any regular trading day.

RISK MANAGEMENT

Your Company has applied market safeguards and risk management techniques to ensure that its Members meet their financial obligations promptly and your Company is well protected from undesirable risks. Some of the risk management mechanisms your Company implement to safeguard itself are as listed below:

1. **Core SGF:**

   To protect your Company against any default and in accordance with SEBI requirements, your Company carries out daily stress tests and maintains Core SGF. Accordingly, the Core SGF of your Company as on March 31, 2026, stood at ₹ 1,36,729 lakh as compared to ₹ 93,014 lakh as on March 31, 2025.

2. **Minimum Net worth requirements:**

MCXCCL has necessitated all its Members to maintain required minimum Net worth on an ongoing basis. Members are required to submit their unaudited Net worth on a half-yearly basis and Audited Net worth on an annual basis, which enables the Company to monitor and ensure their financial strength.

3. **Margin Requirements**:

Your Company has necessitated Members to pay a security deposit at the time of registration, which serves as the initial deposit. Members are also required to provide a Minimum Liquid Net worth amount on which no exposure is provided and is adjusted from the initial deposit. Further, to mitigate risks associated with daily price movements in commodities, your Company imposes various margins, as prescribed by SEBI. Members are required to place collateral deposits to avail margin limits. The initial margin requirement is computed using SPAN™, which is a portfolio-based margining system, to identify the overall risk in a portfolio of contracts for each client of a Member. Further, your Company also levies other margins to safeguard Members and the ecosystem against adverse market movements.

4. **Additional Measures:**

Your Company has also implemented additional risk mitigation measures as part of Member monitoring:

(a) Margin Shortfall Block Amount (hereinafter referred to as **'MSBA'**)

Clearing Members who overutilise their margins beyond the prescribed limit are required to provide applicable exposure-free MSBA deposit for next 30 days.

(b) Exposure Free Deposit for MTM Shortage (hereinafter referred to as **'EFDMS'**)

Clearing Members who fail to meet their pay-in obligations (towards MTM, net premium payable and the exercise/ assignment value) by the scheduled date and time are required to provide applicable EFDMS for next 30 days.

(c) Risk Reduction Mode (hereinafter referred to as **'RRM'**) and Square Off Mode

The Trading Members (hereinafter referred to as **'TM'**) / Clearing Members (hereinafter referred to as **'CM'**) shall be mandatorily put in RRM when 90% of the Member's Liquid Assets (Total Collateral less Minimum Liquid Net worth) available for adjustment against margins/deposits get utilised for margins/deposits. Additionally, your Company reserves the right to put a Member into RRM even if utilisation goes below 90%. Further, TM/CM shall be mandatorily put in square off mode when margin utilisation exceeds 100% of his margin limit and/or MTM loss exceeds 75% of the deposit.

(d) Intraday Crystallised Loss

Intraday Crystallised Loss (i.e. loss made on square-off positions) incurred by the Members are added to the Margin Utilisation of the Member along with SPAN and other margins and compared against the Margin Limit (eligible Collaterals).

(e) Pre-Expiry Margin on commodities under Alternate Risk Management Framework (hereinafter referred to as **'ARMF'**)

Pre-expiry margin is levied on cash settled contracts wherein the underlying commodity is deemed susceptible to possibility of near zero and/or negative prices as identified by your Company under ARMF circular. In case of these contracts, incremental pre-expiry margins shall be levied during the last five trading days prior to expiry date.

(f) Segregation and Monitoring of Collateral at Client Level

In order to strengthen the mechanism of protection of client collateral from (i) misappropriation/misuse by TM/ CM and (ii) default of TM/CM and/or other clients, SEBI has issued framework for segregation and monitoring of collateral at client level, which includes:

(i) Daily reporting of segregated client level collateral
(ii) Uploading client level allocation of collateral
(iii) Monitoring of margins at client level
(iv) RRM at Member level based upon excess utilisation at client level
(v) Default Mechanism

This is implemented by your Company.

5. **ARMF:**

In the recent past, extreme volatility has been observed in commodity prices globally, particularly in the case of Crude Oil, wherein the prices had unprecedentedly gone down to zero and subsequently, even negative. In such a scenario, margins equivalent to even 100% of the futures price would not have been sufficient to cover the steep upward or downward price variations in the futures market.

In order to enable Risk Management Framework to handle such a scenario of Near Zero and Negative Prices, SEBI vide Master circular no. SEBI/HO/MRD/MRD-PoD-1/P/CIR/2023/136 dated August 04, 2023, has issued guidelines for ARMF applicable in case of Near Zero and Negative Prices. Your Company has formulated and adopted a policy for ARMF applicable in case of Near Zero and Negative Prices based on the SEBI guidelines. A circular informing the guidelines and applicable ARMF is issued on a monthly basis to market participants.

WAREHOUSING:

Your Company ensures that the members of MCX and their constituents are provided with warehousing arrangements and associated facilities like testing etc. Those willing to store goods and give delivery on the Exchange platform get these facilities for commodities traded on MCX in Bullion, Metals and Agricultural segments. To facilitate this, your Company inspects and accredits warehouses and vaults across various delivery centres. It operates only with electronic receipts of goods stored in MCXCCL accredited warehouses/ vaults on a highly efficient digital platform. In order to keep a check on compliance, correct the deficiencies and enhance market confidence, your Company has an elaborate warehouse and vault inspection activity in place.

Your Company has a wide network of warehouses/ vaults for delivery of commodities traded on MCX platform. This provides confidence to Members to trade on MCX. As on March 31, 2026, your Company has entered into agreements with four Warehouse Service Providers for facilitating physical deliveries in Agricultural commodities and Base metals. As on March 31, 2026, your Company has accredited 24 warehouses, out of which 10 warehouses operating for agricultural goods are registered with Warehousing Development and Regulatory Authority (hereinafter referred to as **'WDRA'**). The remaining 14 warehouses operating for Metals did not require WDRA registration.

Further, your Company has entered into agreements with four Vault Service Providers for facilitating physical deliveries in bullion. There are ten accredited vaults of these agencies located across various delivery centres.

SEGMENT-WISE PERFORMANCE

Your Company currently undertakes clearing and settlement of commodity futures and options contracts, duly executed on the trading platform of MCX, in accordance with the clearing and settlement agreement entered with MCX. Further, the Company renders services only in the domestic market in India.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Board of Directors of your Company has put in place various internal control systems to be followed by your Company to ensure that the internal control mechanisms are adequate and effective. Your Company has also put in place state-of-the-art technology and has automated most of the key areas of operations and processes to minimise human intervention.

The design, implementation and maintenance of adequate internal financial controls are such that they operate effectively and ensure the accuracy and completeness of the accounting records and their presentation gives a true and fair view of the state of affairs of your Company and are free from material misstatements.

The operational processes are adequately documented with comprehensive and well defined Standard Operating Procedures which also include financial controls in the form of maker and checker with separate individuals.

The Board has approved a scheme of financial sub-delegation to officials of your Company for incurring expenses. The Board with a view to ensure transparency, has also formulated various policies and has put in place appropriate internal controls for the procurement of services, materials, fixed assets, monitoring income streams, investments and financial accounting.

Internal control measures include adherence to systemic controls, information security controls as well as role based/ need based access controls. Further, the existing systems and controls are periodically reviewed for change management in the situations of introduction of new processes / change in processes, change in the systems, change in personnel handling the activities etc.

The Audit Committee of your Company, comprising majority of Public Interest Directors, periodically reviews and recommends the unaudited quarterly financial results and annual audited financial statements of your Company to the Board for its approval. Further, all related party transactions are placed before the Audit Committee and are reviewed by it after deliberations.

Your Company has appointed an external firm to conduct independent financial and operational internal audit in accordance with the scope as defined by the Audit Committee. The reports from the Internal Auditor are reviewed by the Audit Committee on a periodic basis and the Internal Auditor has been advised to issue flash reports, if required.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCE

Human Resource (hereinafter referred to as **'HR'**) Department focuses on the development and engagement of Human Capital for the Organisation. It is your Company's constant endeavour to provide an enabling culture at work to employees. As on March 31, 2026, the Clearing Corporation had 144 employees.

HR Department continues to undertake various staff welfare initiatives. Your Company constantly reviews work policies & practices in order to make the Clearing Corporation, the best place to work. Your Company has provided cross functional training to all employees. Your Company arranged a Town hall, annual get-together and a picnic for the employees this year. Your Company in recognition and appreciation of efforts of employees has provided Long Service awards and other multiple awards. Your Company also has tie- ups with diagnostic centres and hospitals for Health screening of employees. Structured 'Internal Job Posting' opportunities to deserving employees are considered for lateral & hierarchical career growth within the organisation. Your Company has introduced Happy Huddles, a forum for intra-departmental teams to huddle, interact, bond, get-to-know each other better on a personal level beyond the work-related activities.

An objective appraisal system based on Key Result Areas is in place across all levels. HR Department continues to run online HR Portal called 'HR-Connect' for enhanced transparency in Employee Lifecycle Management and Performance Evaluation Systems, enabling employees to receive timely feedback, chalk out personal development plan, identify training needs and decide on suitably rewarding deserving employees.

Strong Leadership Team

Your Company endeavours to emerge as a world-class institution through the direction provided by leadership from the Top Management team and the Board of Directors, whose guidance will be instrumental in the growth of your Company.

Disclosure of Accounting Treatment

In the preparation of financial statements, accounting treatment as prescribed in Accounting Standards has been followed.

MATERIAL DEVELOPMENTS AFTER THE BALANCE SHEET DATE:

The material developments after the Balance Sheet date have been elaborated in the Directors' Report at respective section.

CAUTIONARY STATEMENT:

In this annual report, we have disclosed some future developments expected to take place soon so that investors can better understand the Company's future prospects and make informed decisions. This annual report and other written and oral statements that we make from time to time may contain such forward-looking statements that set out anticipated results based on Management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'proposes', 'intends', 'plans', 'believes' and words and terms of similar substance in connection with any discussion on future operations or financial performance.

We cannot guarantee that any forward-looking statement will be realised, although, we believe, we have been prudent in our plans and assumptions. Achievement of future results is subject to risks, uncertainties and inaccurate assumptions. Should 'known' or 'unknown' risks or uncertainties materialise or should the underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Investors should bear this in mind as they consider forward-looking statements. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

For and on behalf of the Board of Directors of
Multi Commodity Exchange Clearing Corporation Limited

Prafulla Chhajed
Chairperson
DIN: 03544734

Place: Mumbai
Date: July 30, 2026

Corporate Governance Report

Corporate Governance is about commitment to values, ethical business conduct and transparency. We, at Multi Commodity Exchange Clearing Corporation Limited (hereinafter referred to as **'the Company' or 'Your Company' or 'Clearing Corporation' or 'MCXCCL'**), have exhibited our commitment by making good governance an integral part of our business culture.

Your Company being a recognised Clearing Corporation under Securities Contracts (Regulation) Act, 1956 is required to *inter alia* comply with the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 (hereinafter referred to as **'SECC Regulations, 2018'**). Pursuant to Regulation 33 of SECC Regulations, 2018, the disclosure requirements and Corporate Governance norms as specified under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as **'Listing Regulations, 2015')** for listed companies shall *mutatis mutandis* apply to a recognised Clearing Corporation. Accordingly, a detailed report on Corporate Governance for the Financial Year (hereinafter referred to as **'FY'**) ended March 31, 2026 (hereinafter referred to as **'year under review'**) demonstrating the Company's accountability to its stakeholders is set out hereunder:

1. Company's Philosophy:

Your Company, being identified as a Market Infrastructure Institution (hereinafter referred to as **'MII'**) by Securities and Exchange Board of India (hereinafter referred to as '**SEBI**'), believes in adopting the best practices in the area of Corporate Governance viz. Transparency, Integrity, Comprehensive Disclosures, Professionalism and Structured Accountability, the cornerstones of your Company's value system. Your Company's actions are governed by these values and principles, which are reinforced at all levels within the Company.

Your Company emphasises the need for transparency and accountability in all its transactions and the Board considers itself as a Trustee of its Stakeholders and acknowledges its responsibilities towards them for creation and safeguarding their wealth. These principles along with fair and transparent disclosures, guide your Company's Management to serve and protect long-term interests of all its stakeholders including shareholders, clients, employees, Members of the Clearing Corporation and the communities in which it operates. This philosophy of your Company has been further strengthened with the adoption of the Code of Conduct for MCXCCL and Code of Conduct for the Governing Board, Directors, Committee Members and Key Management Personnel at MCXCCL, pursuant to the SECC Regulations, 2018 of the Company.

2. Board of Directors:

The Company's Policy is to maintain an optimum combination of Executive and Non-Executive Directors with a minimum of 1 (One) Woman Director, all being expert professionals having experience in diverse areas such as Management/Administration, Technology, Finance & Accounts, Legal and Regulatory practice, Risk Management, Capital/Commodity Market, Corporate Governance etc.

Your Company, being a Clearing Corporation, is *inter alia*, regulated by SEBI. In accordance with SECC Regulations, 2018, "Public Interest Director" (hereinafter referred to as **'PID'**) means an Independent Director, representing the interests of investors in Securities market and who is not having any association, directly or indirectly, which in the opinion of SEBI, is in conflict with his/her role. Accordingly, PIDs are also considered as Independent Directors for adhering to compliance under the Listing Regulations, 2015 and Companies Act, 2013.

(a) Composition and category of the Board of Directors:

The Board of Directors as on March 31, 2026 consists of 6 (Six) Directors out of which 3 (Three) Directors are PIDs including 1 (One) Woman Independent Director, 2 (Two) Directors are Non-Independent Directors (hereinafter referred to as **'NIDs'**) and 1 (One) Director is Managing Director & Chief Executive Officer (hereinafter referred to as **'MD & CEO'**). Except MD & CEO, who is an Executive Director, other Directors including the Chairperson are Non - Executive Directors.

Mr. Ganesh Kumar (DIN: 07635860), PID of the Company, vide his letter dated February 16, 2026, informed the Governing Board that SEBI has approved his appointment as a PID in another MII. Accordingly, he tendered his resignation as PID of MCXCCL, effective February 16, 2026. His details in the Annual Report have therefore been updated up to the date of his resignation.

Mr. Narendra Kumar Ahlawat (DIN: 07629724), MD & CEO of the Company, ceased to be MD & CEO of the Company upon completion of his second term as MD & CEO on March 31, 2026. Mr. Rishi Nathany was appointed as MD & CEO of the Company effective April 01, 2026.

Mr. Manoj Kumar Jain (DIN: 09694205), NID, retired by rotation and was re-appointed at the Annual General Meeting held on September 08, 2025.

In compliance with the requirement of Regulation 17(1)(b) of Listing Regulations, 2015, more than one-third of the Board Members are Independent Directors with Non-Executive Director viz. Mr. Prafulla Chhajed (DIN: 03544734), as the Chairperson of the Board.

Your Company confirms that in the opinion of the Board of Directors, the Independent Directors fulfil the conditions specified in Section 149(6) of the Companies Act, 2013, Regulation 16(1)(b) of the Listing Regulations, 2015 and are independent of the Management.

The composition of the Board is in conformity with Regulation 17 of the Listing Regulations, 2015.

The composition of the Board of Directors as on March 31, 2026, is as follows:

Sr. No.	Name of Director	Nature of Directorship
1	Mr. Prafulla Chhajed (DIN: 03544734)	Chairperson, Non- Executive, Independent, PID
2	Mr. Srinivas Petluri (DIN: 02836590)	Non- Executive, Independent, PID
3	Ms. Kemisha Soni (DIN: 06805708)	Non- Executive, Independent, PID
4	Mr. Mohan Shenoi (DIN: 01603606)	Non-Executive, NID
5	Mr. Manoj Kumar Jain (DIN: 09694205)	Non-Executive, NID
6	Mr. Narendra Kumar Ahlawat* (DIN: 07629724)	Executive, Non-Independent, MD & CEO

*Ceased to be MD & CEO of the Company upon completion of his second term as MD & CEO on March 31, 2026.

(b) Attendance of Directors at the Board Meetings and the last Annual General Meeting (AGM):

The attendance of the Directors at the Board Meetings and the last AGM held during the year is given below:

Sr. No.	Name of Director	No. of Board Meetings Held	No. of Board Meetings Attended	Last AGM Attended
1	Mr. Prafulla Chhajed	14	14	Yes
2	Mr. Srinivas Petluri	14	14	Yes
3	Ms. Kemisha Soni	14	14	Yes
4	Mr. Ganesh Kumar*	14	13	Yes
5	Mr. Mohan Shenoi	14	14	Yes
6	Mr. Manoj Kumar Jain	14	13	Yes
7	Mr. Narendra Kumar Ahlawat	14	13	Yes

[*]Mr. Ganesh Kumar ceased to be a PID of the Company effective February 16, 2026. He was eligible to attend 13 Board meetings during FY 2025-26.

Notes:

i. There are no inter-se relationships between the Board Members.
ii. Mr. Manoj Kumar Jain (Non-Executive, NID) holds one equity share jointly with MCX. No other Directors (whether Executive and/or Non-Executive Director) of the Company are holding any shares of the Company as on March 31, 2026.

(c) The number of other Directorships and Committee Memberships or position of Chairperson and names of listed entities where the person is Director and category of Directorship as on March 31, 2026 is as follows:

Name of the Director	**Number of Directorships in other companies in which he/she is a Director (*)**	**Number of Committees of other companies in which Director is**		**Name of the listed entities where the person is a Director**	**Category of Directorship**
		Member (**)	**Chairperson (#)**		
Mr. Prafulla Chhajed	5	1	3	Allcargo Terminals Limited	Non-Executive Independent Director
				Oberoi Realty Limited	Non-Executive Independent Director
				Jammu & Kashmir Bank Limited	Non-Executive Independent Director
Mr. Srinivas Petluri	1	0	0	No Directorship in listed entities	Not applicable
Ms. Kemisha Soni	5	1	3	Poonawalla Fincorp Limited	Non-Executive Independent Director
				Jagran Prakashan Limited	Non-Executive Independent Director

Name of the Director	Number of Directorships in other companies in which he/she is a Director (*)	Number of Committees of other companies in which Director is		Name of the listed entities where the person is a Director	Category of Directorship
		Member (**)	Chairperson (#)		
				Pitti Engineering Limited	Non-Executive Independent Director
Mr. Mohan Shenoi	1	1	0	Multi Commodity Exchange of India Limited	Non-Independent Non-Executive Director
Mr. Narendra Kumar Ahlawat	0	0	0	No Directorship in listed entities	Not applicable
Mr. Manoj Kumar Jain	1	1	0	No Directorship in listed entities	Not applicable

* Excludes Directorship(s) in Foreign Companies and partnerships in LLPs.

**Only Audit Committee and Stakeholders' Relationship Committee of Indian Public Limited Companies have been considered. While calculating Memberships of a particular Director in the Committees, the Chairmanships of such Director are not considered in the said Committees.

#For the purpose of calculating number of Chairpersonships in Audit Committee and Stakeholders Relationship Committee, only Listed Public Limited Companies have been considered.

The number of Directorships, Committee Membership(s)/Chairpersonship(s) of all Directors is within respective limits prescribed under the Companies Act, 2013 and Regulation 17A & 26(1) of Listing Regulations, 2015.

(d) Number of Board Meetings held and the dates on which such Meetings were held:

The Board of Directors met 14 (fourteen) times during the year under review. The Board Meetings were held on the following dates:

Sr. No.	Meeting Date	Sr. No.	Meeting Date
i.	April 22, 2025	ii.	May 08, 2025
iii.	June 28, 2025	iv.	July 30, 2025
v.	August 02, 2025	vi.	September 29, 2025
vii.	October 30, 2025	viii.	November 02, 2025
ix.	November 08, 2025	x.	December 23, 2025
xi.	January 02, 2026	xii.	January 20, 2026
xiii.	February 04, 2026	xiv.	March 18, 2026

(e) Number of shares and convertible instruments held by Non-Executive Directors:

Mr. Manoj Kumar Jain, Non-Executive, NID holds one equity share jointly with MCX. No other Directors (whether Executive and/or Non-Executive Director) of the Company are holding any shares of the Company as on March 31, 2026.

(f) Familiarisation Programme for Directors:

Your Company conducts familiarisation programmes/trainings for the Directors. The Directors are made aware/updated regarding the business operations, nature of industry in which the Company operates, regulatory environment, functioning of various departments, Membership related information on admission & registration of Members, Warehousing Operations, Collaterals, Technology, Risk Management, Clearing and Settlement and the matters related thereto. Presentations are made at the Board/Committee Meetings on performance of the Company. Further, updates on relevant statutory/regulatory changes and important letters received from SEBI are presented to the Directors at the Board Meetings.

The appointment letter issued to PIDs, *inter alia*, sets out the expectation of the Board from the Directors so appointed, their fiduciary duties and the accompanying liabilities. The PIDs are also apprised about their roles under various statutes. Further, all Directors at the time of their appointment, as well as on annual basis, affirm adherence to the Code of Conduct for the Governing Board, Directors, Committee Members and Key Management Personnel at MCXCCL, which, *inter alia*, sets out their role, responsibilities, etc.

The details of familiarisation programmes for Directors have been posted on the website of the Company at:

https://www.mcxccl.com/docs/mcxcclibraries/disclosure/other-disclosure/2025-26-familiarisation-program.pdf

The Board has identified the following specific functional areas/skill sets with reference to its business and industry and the same are available with the Board:

Leadership	Extended leadership in significant enterprise, resulting in practical understanding of organizations, processes, strategic planning and risk management. Demonstrating strengths in developing talent, planning succession, driving change and long-term growth.
Finance & Accounts	Leadership of a financial firm or management of the finance function of an enterprise, resulting in proficiency in complex financial management, capital allocation and financial reporting processes or experience in actively supervising a principal financial officer or person performing similar functions.
Technology	A significant background in technology, tracking developments therein, anticipating the Technological trends and innovating and extending or creating Information technology Systems, managing cyber security, system failures, etc.
Risk Management	Background and experience in practical understanding of the risks relating to the business of the Company and managing potential risks in order to minimise the negative impact that it may have on an organisation.
Management/ Administration	Background in management or having specialisation in management skills like planning, organising, controlling, leading execution of projects or processes resulting in ability to use management expertise according to the needs of the businesses.
Legal & Regulatory practice and Corporate Governance	Developing good corporate governance practices, protecting the legitimate interests of the Company, its employees, stakeholders and the communities in which it operates, maintaining Board and management accountability, understanding the regulatory framework and ensuring compliance thereof in letter and spirit, risk assessment and its minimisation. Background in understanding the regulatory framework and the implications of the same in the Capital and Securities markets.
Capital/ Commodity Market	Understanding of the functioning of Capital/ Commodity Market and thereby assisting the management in smooth functioning of the operations of the Company, capability to drive changes, formulate and execute strategies in the best interest of the Company and Capital/ Commodity markets.

The area of expertise of the Board of Directors as on March 31, 2026 is as follows:

Sr. No.	Name of the Director	Areas of Expertise
1	Mr. Prafulla Chhajed (DIN: 03544734)	Leadership, Finance & Accounts, Legal & Regulatory practice and Corporate Governance, Capital/Commodity Market, Risk Management and Management/ Administration
2	Mr. Srinivas Petluri (DIN: 02836590)	Leadership, Finance & Accounts, Legal & Regulatory practice and Corporate Governance, Risk Management and Management/ Administration and Technology
3	Ms. Kemisha Soni (DIN: 06805708)	Leadership, Finance & Accounts, Legal & Regulatory practice and Corporate Governance, Capital/Commodity Market, Technology and Management/ Administration
4	Mr. Mohan Shenoi (DIN: 01603606)	Leadership, Management/ Administration, Technology, Corporate Governance, Finance & Accounts and Capital/Commodity Market
5	Mr. Manoj Kumar Jain (DIN: 09694205)	Leadership, Legal & Regulatory practice and Corporate Governance, Capital/Commodity Market and Management/ Administration
6	Mr. Narendra Kumar Ahlawat (DIN: 07629724)	Leadership, Finance & Accounts, Legal & Regulatory practice and Corporate Governance, Capital/Commodity Market, Risk Management and Management/ Administration

Brief profile of the Directors is available at: https://www.mcxccl.com/about-us

(g) Independent Directors/PIDs:

The Company appoints PID on the Board in accordance with the provisions of the SECC Regulations, 2018 and the Companies Act, 2013. The PIDs have varied experience and expertise in their respective field/profession, which they bring to all the deliberations.

Every PID, at the first Meeting of the Board in every FY or whenever there is any change in the circumstances which may affect his/her status as a PID, gives a declaration that he/she meets the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 as well as Regulation 16(1)(b) of the Listing Regulations, 2015 and that he/she is not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair his/her ability to discharge his/her duties with an objective independent judgement and without any external influence.

The PIDs are complying with the provisions relating to limit of Directorships as required under Regulation 17(A) of the Listing Regulations, 2015. The Company issues a formal letter of appointment to all the PIDs and the terms and conditions of their appointment have been disclosed on the website of the Company.

The PIDs met 3 (Three) times during the financial year i.e. on May 08, 2025, October 30, 2025 and March 17, 2026. During their Meetings, the Independent Directors/PIDs reviewed, *inter alia*, the following:

- Status of compliance with all applicable regulations, circulars, guidelines, letters issued by SEBI.
- The functioning of critical operations and regulatory departments including the adequacy of resources dedicated to critical operation and regulatory functions.
- The performance of non-independent Directors and the Board as a whole.
- The performance of the Chairperson of the Company, taking into account the views of the executive Directors and non-executive Directors.
- Assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.
- Working of the other Committees where the PIDs are also Members.
- Issues, if any, involving conflict of interest for Clearing Corporation or having significant impact on the functioning of Clearing Corporation or may not be in the interest of Securities market.
- The corrective steps taken by the other MII on observation of SEBI inspections particularly on issues of governance standards, technology, cyber security system audit observations.

In the opinion of the Board of Directors, the Independent Directors/PIDs fulfil the conditions specified in the Companies Act, 2013, SECC Regulations, 2018 and Listing Regulations, 2015 and that they are independent of the management.

Mr. Ganesh Kumar, PID of the Company, vide his letter dated February 16, 2026, informed the Governing Board that the SEBI has approved his appointment as a PID in another MII. Accordingly, he tendered his resignation as PID of MCXCCL effective February 16, 2026. There are no material reasons for his resignation than the one mentioned above.

Except Mr. Ganesh Kumar, no other PIDs has resigned before the expiry of his/her respective tenure during the year under review.

(h) Compliance Reports for applicable laws:

The Board periodically reviews compliance reports pertaining to all laws applicable to the Company which are received from the heads of various departments from time to time.

(i) Code of Conduct:

Pursuant to SECC Regulations, 2018, the Company has formulated and implemented a comprehensive Code of Conduct for the Company which is available on the website of the Company at:

https://www.mcxccl.com/docs/mcxcclibraries/disclosure/code-of-conduct/code-of-conduct-for-mcxccl---version-2-0.pdf?sfvrsn=db6720ba_1

Further, the Company has also formulated and implemented a comprehensive Code of Conduct for the Governing Board, Directors, Committee Members and Key Management Personnel at MCXCCL, which is also available on the website of the Company at:

https://www.mcxccl.com/docs/mcxcclibraries/disclosure/code-of-conduct/code-of-conduct-for-board_committee_kmp---version-5-0.pdf?sfvrsn=a8194453_1

The Board Members, Committee Members and the Key Management/Managerial Personnel (hereinafter referred to as **'KMPs'**) affirm compliance with the Code of Conduct at the time of their appointment and thereafter on an annual basis. Further, all the employees of the Company at the time of joining affirm compliance with the Code of Ethics of the Company.

The necessary declaration by the MD & CEO as required under Regulation 34(3) read with Schedule V (D) of Listing Regulations, 2015 regarding adherence of the Code of Conduct for the year under review is set out as **Annexure VIII** to this Report.

(j) Details of Remuneration paid during the year under review and extent of Shareholding of the Directors of the Company as on March 31, 2026:

(i) Remuneration of the Executive Director during the year under review and his Shareholding as on March 31, 2026:

Mr. Narendra Kumar Ahlawat, MD & CEO, was the only Executive Director of the Company. Remuneration paid to Executive Director is as per the terms of agreement between the Company and Executive Director. The particulars of remuneration paid to the Executive Director during the year under review are as under:

Sr. No.	Particulars of Remuneration of Mr. Narendra Kumar Ahlawat, MD & CEO	Amount in ₹
(i)	Fixed Component	
	a. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,85,46,833
	b. Value of perquisites u/s 17(2) of Income-tax Act, 1961	3,28,571
	c. Profits in lieu of salary under section 17(3) Income-tax Gross salary	Nil
(ii)	Variable Component Bonus/Incentive/Variable Pay	37,99,062
(iii)	Stock Options	Nil
(iv)	Sweat Equity	Nil
(v)	Commission - As % of profit - Others, specify	Nil Nil
(vi)	Others Reimbursement of Expenses	Nil
	Total	**2,26,74,466**

Mr. Narendra Kumar Ahlawat, MD & CEO, did not hold any shares of the Company as on March 31, 2026.

In terms of the provisions of SECC Regulations, 2018, 50% of the Variable Pay to KMPs is to be paid on a deferred basis after a minimum period of three years. The Variable Pay for FY 2021-22 was paid during the year under review and the same is included in the aforesaid remuneration.

MD & CEO is not entitled to any severance allowance and his employment can be terminated in accordance with Company's Policy and/or his employment contract, the notice period being three months.

(ii) Remuneration paid to the Non-Executive Directors for attending the Board and Committee Meetings during the year under review and their Shareholding as on March 31, 2026:

Name of the Director	Gross Sitting Fees (Amount in ₹)		Outstanding Stock Options (In Numbers)	Shareholding in the Company as on March 31, 2026 (In Numbers)
	Board Meetings	Committee Meetings[$]		
Mr. Prafulla Chhajed	14,00,000	33,00,000	N.A.	Nil
Mr. Srinivas Petluri	14,00,000	39,75,000	N.A.	Nil
Ms. Kemisha Soni	14,00,000	36,00,000	N.A.	Nil
Mr. Ganesh Kumar[*]	13,00,000	20,25,000	N.A.	Nil
Mr. Mohan Shenoi	14,00,000	27,00,000	N.A.	Nil
Mr. Manoj Kumar Jain[**]	-	-	N.A.	1[#]

[*]Mr. Ganesh Kumar ceased to be a PID of the Company effective February 16, 2026.

[**]Mr. Manoj Kumar Jain waived off his sitting fees for attending the Meetings of the Company.
[#]Mr. Manoj Kumar Jain (Non-Executive, NID) holds one equity share jointly with MCX.
[$]Sitting fees for one Committee Meeting held in the FY 2025-26 were paid in FY 2026-27. The same is included in the above table.

There were no pecuniary relationships or transactions between the Non-Executive Directors and the Company during the year under review, except for the sitting fees paid to the Non-Executive Directors for attending the Meetings as a Member. Accordingly, no salary, bonuses, pension or any other benefits were paid to the Non-Executive Directors.

During the year under review, the Directors were entitled to a sitting fee of ₹ 1,00,000 (Rupees one lakh) per Meeting for attending the Meeting of the Board and ₹ 75,000 (Rupees seventy-five thousand) per Meeting for attending the Meeting of the Committees of the Board. The sitting fee paid to the Non-Executive Directors including the Independent Directors are within the limits prescribed under the Companies Act, 2013.

Pursuant to the provisions of SECC Regulations, 2018, Independent External Persons /Professionals (hereinafter referred to as **'IEPs'**) are appointed on certain Statutory Committees of the Board. The IEPs were entitled to the same sitting fee as the Non-Executive Directors for attending the Committee Meetings during FY 2025-26.

The criteria for making payments to Non-Executive Directors are available on the website of the Company at:

https://www.mcxccl.com/docs/mcxcclibraries/disclosure/other-disclosure/criteria-of-making-payments-to-non-executive-directors-version-5-0.pdf

3. Board Committees:

The Board has constituted various Committees in accordance with the provisions of the Companies Act, 2013, SECC Regulations, 2018 read with the Listing Regulations, 2015 to take informed decisions in the best interest of the Company, to ensure effective oversight on the functioning of Clearing Corporation and to facilitate cohesive decision-making. The Company, in addition to Statutory Committees has also constituted other Committees. The Committees monitor the activities falling within their Terms of Reference. MD & CEO of the Company in consultation with the Company Secretary and in accordance with the Policy of the Company on frequency of Meetings, determines the schedule for the Committee Meetings. The Minutes of all the Committee Meetings are placed at the subsequent

Meetings of the respective Committees and before the Board for its noting. The recommendations of Committees are submitted to the Board for its approval, wherever required.

The details with respect to Composition, Terms of Reference, Meetings and Attendance of Audit Committee, Nomination and Remuneration Committee, Risk Management Committee and Stakeholders Relationship Committee are as follows:

(a) Audit Committee:

The Audit Committee plays a vital role in ensuring high level of governance standards by overseeing, monitoring and advising the Company's management and auditors in conducting audits and preparation of financial statements.

(i) Terms of Reference as on March 31, 2026:

The Terms of Reference of the Audit Committee are as follows:

1. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.

2. Review and monitor the auditor's independence and performance and effectiveness of audit process.

3. Examination of the financial statement and the auditors' report thereon.

4. Granting approval / omnibus approval, subject to conditions as may be prescribed under any applicable laws, regulations, guidelines or any subsequent modification of transactions of the Company with related parties. In case of transaction, other than transactions referred to in section 188 of Companies Act, 2013, and where Committee does not approve the transaction, it shall make its recommendations to the Board.

   Also, in case any transaction involving any amount not exceeding one crore rupees is entered into by a Director or officer of the Company without obtaining the approval of the Committee and it is not ratified by the Committee within three months from the date of the transaction, such transaction shall be voidable at the option of the Committee.

5. Scrutiny of inter-corporate loans and investments.

6. Valuation of undertakings or assets of the Company, wherever it is necessary.

7. Evaluation of internal financial controls and risk management systems.

8. Monitoring the end use of funds raised through public offers and related matters.

9. Review the financial statements, in particular, the investments made by unlisted subsidiary.

10. (a)Receive and investigate the whistle blower complaints and take appropriate decision, including any further course of action, with respect to the complaint;
(b) Submit a report to the governing board of the Company containing the details of all whistle blower complaints received during a quarter and decisions, if any, taken with respect to such complaints in the next governing board meeting after the end of the quarter.

11. Wherever required, the Audit Committee may seek views of other Statutory Committees of the MII on the observations of the internal auditor.

12. The internal auditor of the Company shall appraise the Audit Committee, at least once in every six months within 60 days from the end of September and March, on critical issues concerning the MII, in the absence of the management.

13. To provide inputs to the Nomination and Remuneration Committee on the performance of the Chief Financial Officer.

14. To consider matters as may be referred by any Committee or delegated/ advised by Governing Board.

(ii) Powers of Audit Committee:

The Audit Committee has the following powers:

1. To investigate any activity within its Terms of Reference or referred to it by the Board.

2. Seek information from any employee.

3. Obtain outside legal or other professional advice; and

4. Secure attendance of outsiders with relevant expertise, if it considers necessary.

(iii) Role of the Committee:

The role of the Audit Committee shall include the following:

1. Oversight of the financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.

2. Recommendation for appointment, remuneration and terms of appointment of auditors of the entity.

3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.

4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with reference to:

   (a) matters required to be included in the Director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013.

   (b) changes, if any, in accounting policies and practices and reasons for the same.

   (c) major accounting entries involving estimates based on the exercise of judgment by management.

   (d) significant adjustments made in the financial statements arising out of audit findings.

   (e) compliance with listing and other legal requirements relating to financial statements.

   (f) disclosure of any related party transactions.

   (g) modified opinion(s) in the draft audit report.

5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.

6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or right issue or preferential issue or qualified institutional placement and making appropriate recommendations to the Board to take up steps in this matter.

7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process.

8. Approval or any subsequent modification of transactions with related parties.

9. Scrutiny of inter-corporate loans and investments.

10. Valuation of undertakings or assets, wherever it is necessary.

11. Evaluation of internal financial controls and risk management systems.

12. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.

13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.

14. Discussion with internal auditors of any significant findings and follow up there on.

15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.

16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

18. To review the functioning of the whistle blower mechanism.

19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate.

20. Carrying out any other function as is mentioned in the Terms of Reference of the Audit Committee.

21. Reviewing the utilization of loans and/or advances from /investment by the holding Company.

22. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.

(iv) Review of Information by the Audit Committee:

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations.

2. Management letters / letters of internal control weaknesses issued by the statutory auditors.

3. Internal audit reports relating to internal control weaknesses; and

4. The appointment, removal and terms of remuneration of the chief internal auditor.

5. Statement of deviations:

   a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of Listing Regulations, 2015.

   b. Annual statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of Listing Regulations, 2015.

(v) Composition of the Committee:

The composition of the Audit Committee as on March 31, 2026 is as follows:

Sr. No.	Name of Members	Designation
1	Ms. Kemisha Soni	Chairperson
2	Mr. Prafulla Chhajed	Member
3	Mr. Srinivas Petluri	Member
4	Mr. Mohan Shenoi	Member

(vi) Number of Audit Committee Meetings held and the dates on which such Meetings were held:

The Audit Committee met 5 (Five) times during the year under review. The Meetings were held on the following dates:

Sr. No.	Date of Meeting	Sr. No.	Date of Meeting
i.	May 07, 2025	ii.	July 30, 2025
iii.	October 30, 2025	iv.	January 20, 2026
v.	March 18, 2026	-	-

(vii) Meetings and attendance during the year under review:

Members	Meetings held	Meetings attended
Ms. Kemisha Soni	5	5
Mr. Srinivas Petluri	5	5
Mr. Prafulla Chhajed	5	5
Mr. Mohan Shenoi	5	5

Invitees to the Audit Committee include MD & CEO, Chief Financial Officer **(**hereinafter referred to as **'CFO')**, Partners/ Representatives of the Statutory Auditors, Internal Auditors and Internal Financial Control Auditors etc. Heads of various departments attend the Audit Committee Meetings where the matters relating to their respective departments are discussed. The Company Secretary is the Secretary of the Committee.

Ms. Kemisha Soni, Chairperson of the Audit Committee, attended the Seventeenth AGM of the Company held on September 08, 2025.

All Members of the Audit Committee are financially literate and have adequate accounting and related financial management expertise.

(b) Nomination and Remuneration Committee:

The Board has constituted Nomination and Remuneration Committee (hereinafter referred to as **'NRC**') to attract, retain and reward the Executive Director(s), KMPs and other employees.

The Company's Nomination and Remuneration Policy for Directors, KMPs and other employees can be accessed from the website of the Company at:

https://www.mcxccl.com/docs/mcxcclibraries/announcement-disclosures/nomination-and-remuneration-policy-version-7-0.pdf

Further, the Company has formulated the criteria for performance evaluation of individual Directors, Board Committees and the Board as a whole. The details relating to the same are annexed as **Annexure III** to the Directors' Report.

(i) Terms of Reference as on March 31, 2026:

The Terms of Reference of the NRC are as follows:

1. To scrutinise and interview applicants for selecting the MD of the Clearing Corporation.

2. To adhere and develop a skill evaluation metrics to assess applications of new or existing PIDs and NIDs for their appointment and/or reappointment and recommending their names to the Governing Board.

3. To ensure at all times that the Governing Board comprises of directors with required skill set and expertise in the areas as provided in SECC Regulations, 2018.

4. To ensure compliance with Governing Board level skill diversity at the time of appointment, reappointment or extension of tenure of PIDs or NIDs.

5. To frame & review the Policy to carry out internal evaluation of every director's performance, including that of PIDs.

6. To review and recommend extension of the term of appointment and re-appointment of existing PIDs.

7. To appoint IEPs.

8. To identify KMPs based on importance of activities carried out by them, including being key decision makers within the Clearing Corporation, other than those specifically provided under regulation 2(1)(j) of the SECC Regulations, 2018. For identifying KMPs, one of the criteria should be, persons (including employees/consultants) drawing annual pay higher than any KMP(s).

9. To review, at least once a year hierarchical set ups across the departments, in order to identify KMPs due to a change in role and responsibilities assigned to them. Such review should necessarily include, consultants reporting to the MD/CEO or ED.

10. To appoint and remove KMPs other than resignations.

11. To lay down Policy for accountability of KMPs. Further, mapping legal and regulatory duties to the concerned position and Delegation of Power (DoP) at various levels.

12. To lay down the Policy for compensation of KMPs in compliance with the compensation norms prescribed under SECC Regulations, 2018 and ensuring that the compensation paid to KMPs is as per the compensation Policy.

13. To frame performance review parameters for evaluation of KMPs, including that of ED & MD.

14. To assess the performance of KMPs based on reports submitted by the functional heads/reporting authority, and observations, if any, received from SEBI and submit such reports to the Governing Board every year.

15. To determine the tenure of a KMP, other than a director, to be posted in a particular role within regulatory compliance, risk management and investor grievance vertical.

16. To determine and finalise the KRAs of all KMPs at the beginning of the year. Review the same in line with organizational needs.

17. To ensure that no KMP reports to a non-KMP.

18. To ensure that no employee of the Clearing Corporation is working or reporting to an employee of any other company where the Clearing Corporation has invested and vice versa.

19. To ensure that hiring of consultants is based on a pre-defined SOP of the Clearing Corporation.

20. To frame, review, implement and monitor SOP for imposing disciplinary actions against employees of Clearing Corporation.

21. Besides the above, it will also discharge the function as NRC under the Companies Act, 2013 and Listing Regulations, 2015 as amended from time to time.

22. To assess the performance of the Company Secretary, Head-HR, Admin & Procurement and Head-Legal.

23. To scrutinise and interview applicants for selecting the ED of the Clearing Corporation.

24. To consider matters as may be referred by any Committee or delegated /advised by Governing Board.

(ii) Composition of the NRC:

The composition of the NRC as on March 31, 2026 is as follows:

Sr. No.	Name of Members	Designation
1	Ms. Kemisha Soni	Chairperson
2	Mr. Prafulla Chhajed	Member
3	Mr. Srinivas Petluri	Member
4	Mr. Mohan Shenoi	Member
5	Mr. Anup Wadhawan*	Member
6	Mr. Joydeep Dutta**	Member

*Mr. Anup Wadhawan was appointed as IEP of the Committee for the limited purpose of recommendation relating of selection of MD & CEO effective June 17, 2025.

**Mr. Joydeep Dutta was appointed as IEP of the Committee for the limited purpose of recommendation relating to selection of Executive Director of Vertical 1 (Critical Operations) effective February 25, 2026.

(iii) Number of NRC Meetings held and the dates on which such Meetings were held:

The NRC met 15 (Fifteen) times during the year under review. The Meetings were held on the following dates:

Sr. No.	Date of Meeting	Sr. No.	Date of Meeting
i.	May 06, 2025	ii.	May 08, 2025
iii.	June 28, 2025	iv.	July 28, 2025
v.	October 17, 2025	vi.	October 18, 2025
vii.	October 29, 2025	viii.	November 02, 2025
ix.	November 08, 2025	x.	December 30, 2025
xi.	January 10, 2026	xii.	January 20, 2026
xiii.	March 09, 2026	xiv.	March 17, 2026
xv.	March 19, 2026	-	-

(iv) Meetings and attendance during the year under review:

Name of Members	Meetings held	Meetings Attended
Ms. Kemisha Soni	15	15
Mr. Prafulla Chhajed	15	15
Mr. Srinivas Petluri	15	15
Mr. Mohan Shenoi	15	15
Mr. Anup Wadhawan*	15	8
Mr. Joydeep Dutta**	15	2

*Mr. Anup Wadhawan was eligible to attend eight Committee meetings during the period.
**Mr. Joydeep Dutta was eligible to attend two Committee meetings during the period.

Ms. Kemisha Soni, Chairperson of the NRC attended the Seventeenth AGM of the Company held on September 08, 2025.

(c) Stakeholders Relationship Committee:

The Stakeholders' Relationship Committee (hereinafter referred to as **'SRC**') is constituted by the Board to look into various aspects of interest of Stakeholders.

(i) Terms of Reference as on March 31, 2026:

The Terms of Reference of the SRC are as follows:

1. Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;

2. Review of measures taken for effective exercise of voting rights by shareholders;

3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;

4. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

5. To consider matters as may be referred by any Committee or delegated/ advised by Governing Board.

(ii) Composition of SRC:

The composition of the SRC as on March 31, 2026 is as follows:

Sr. No.	Name of Members	Designation
1	Mr. Srinivas Petluri*	Chairperson - PID
2	Ms. Kemisha Soni	Member
3	Mr. Manoj Kumar Jain	Member

*Mr. Srinivas Petluri was appointed as Chairperson of the Committee effective February 21, 2026 in place of Mr. Ganesh Kumar who resigned as PID of MCXCCL effective February 16, 2026 and consequently, ceased to be the Member of the Committee.

(iii) Number of SRC Meetings held and the dates on which such Meetings were held:

The SRC met one time on March 17, 2026 during the year under review.

(iv) Meeting and attendance during the year under review:

Name of Members	Meetings held	Meetings Attended
Mr. Srinivas Petluri*	1	1
Mr. Ganesh Kumar*	1	0
Ms. Kemisha Soni	1	1
Mr. Manoj Kumar Jain	1	0

*Mr. Srinivas Petluri was appointed as Chairperson of the Committee effective February 21, 2026 in place of Mr. Ganesh Kumar who resigned as PID of MCXCCL effective February 16, 2026 and consequently, ceased to be the Member of the Committee.

During FY 2025-26, the Company didn't receive any shareholder complaint. Further, there was no open complaint relating to any previous FY, which was carried forward to FY 2025-26.

Mr. Mandar Kulkarni is the Company Secretary of the Company. He is the Secretary to the Committee.

To resolve Stakeholder Complaints, Stakeholders can contact the Company Secretary on:
Email: mandar.kulkarni@mcxccl.com **Tel:** +91-22-6864 6000/50956000.

Mr. Ganesh Kumar, erstwhile Chairperson of the SRC attended the Seventeenth AGM of the Company held on September 08, 2025, to answer shareholders queries.

(d) Risk Management Committee:

The Board has constituted a Risk Management Committee (hereinafter referred to as **'RMC**') *inter alia* to monitor and review the risk management plan and to carry out such other functions as it may deem fit:

(i) Terms of Reference as on March 31, 2026:

The Terms of Reference of the RMC are as follows:

1. Formulate a detailed Risk Management Framework (RMF) which shall be approved by the Governing Board to ensure continuity of operation at all points of time.

2. The RMF shall include the following:
   i. The framework for identification of internal and external risks;
   ii. Measures for risk mitigation including systems and processes for internal control and;
   iii. Business continuity plan.

3. Monitor each risk associated with the functioning of the Clearing Corporation more specifically for functions under vertical 1 and 2.

4. Review the RMF & risk mitigation measures at least once annually taking into account the changing industry dynamics and evolving complexity.

5. Monitor and review enterprise-wide risk management plan and lay down procedures to inform Governing Board about the risk assessment and mitigation procedures.

6. Coordinate with other committees. In case of overlap with activities of other committees, RMC may consider views of such committees.

7. Monitor implementation of the RMF and also keep the Governing Board informed about implementation of the RMF and deviation, if any.

8. Approve the Half-Yearly Risk report to be submitted by the Chief Risk Officer (CRiO) to SEBI and the Governing Board of the Clearing Corporation.

9. Comply with the roles and responsibilities as provided under the Companies Act, 2013 and the Listing Regulations, 2015.

10. Review the critical service arrangement with the vendors so as to avoid disruption of services.

11. The Committee shall hold separate meeting with Chief Risk Officer at least once a quarter without the presence of Managing Director or any other executive.

12. Provide inputs to the Nomination and Remuneration Committee on the performance of the Chief Risk Officer.

13. Consider matters as may be referred by any Committee or delegated/ advised by Governing Board.

(ii) Composition of the RMC:

The composition of the RMC as on March 31, 2026 is as follows:

Sr. No.	Name of Members	Designation
1	Mr. Prafulla Chhajed	Chairperson
2	Mr. Srinivas Petluri	Member
3	Mr. Rajesh Kumar Dubey*	Member
4	Mr. Narendra Kumar Ahlawat**	Member

*IEP.

**The second term of Mr. Narendra Kumar Ahlawat as MD & CEO came to an end on March 31, 2026 and consequently, he ceased to be the Member of the Committee.

(iii) Number of RMC Meetings held and the dates on which such Meetings were held:

The RMC met 4 (Four) times during the year under review. The Meetings were held on the following dates:

Sr. No.	Date of Meeting	Sr. No.	Date of Meeting
i.	May 07, 2025	ii.	July 30, 2025
iii.	October 15, 2025	iv.	January 10, 2026

(iv) Meetings and attendance during the year under review:

Members	Meetings held	Meetings attended
Mr. Prafulla Chhajed	4	4
Mr. Srinivas Petluri	4	4
Mr. Ganesh Kumar*	4	4
Mr. Rajesh Kumar Dubey	4	4
Mr. Narendra Kumar Ahlawat	4	4

*Mr. Ganesh Kumar tendered his resignation as PID of MCXCCL, effective February 16, 2026 and consequently, he ceased to be the Member of the Committee.

(e) The broad Terms of Reference, Constitution of Committees required under the SECC Regulations, 2018 as on March 31, 2026 are as under:

1. Member Committee:

(i) Terms of Reference:

The Terms of Reference of the Member Committee (hereinafter referred to as '**MC**') are as follows:

1. To formulate the Policy to scrutinize, evaluate, accept or reject applications for admission of members and transfer of membership and approve voluntary withdrawal of membership or withdrawal and Change in Control.

2. The activities with regard to scrutinize, evaluate, accept or reject applications for admission, transfer surrender/withdrawal and change in control of membership can be implemented through an Internal Committee (IC) under MC.

3. Also in case of Clearing Corporations with commodity derivative segment, the committee shall also look into:

   - Approving empanelment & cancellation of Warehouse Service Providers or Vault Service Providers or Assayers, accreditation of warehouse, etc.
   - Reviewing the continuous functioning, monitoring, and compliance of norms by Warehouse Service Providers, Vault Service Providers and assayers.

4. The activities with regard to empanelment, cancellation, continuous functioning, monitoring and compliance by Warehouse Service Providers or Vault Service Providers or Assayers, accreditation of warehouse, etc. could also be implemented through an IC under MC.

5. Define the Standard Operating Procedure (SOP) for the ICs, including the timelines to be followed by ICs, its composition, standardize criteria to scrutinize, evaluate, accept and grounds for rejection of applications, and other associated aspects to ensure uniformity and consistency while dealing. / with applications or cases. For scenarios not covered in the SOP, ICs should seek approval of MC.

6. Oversee the implementation of the SOP by the ICs, including its timelines, uniformity and consistency in approach, based on quarterly report submitted by ICs. MC shall continue to be responsible and accountable for the activities of the ICs.

7. Ensure that the Clearing Corporation has detailed SOP and processes is in place towards monitoring the activities of its members through inspections.

8. Ensure that there is mechanism for monitoring of its members on various parameters through technology and take necessary action for non-compliance.

9. Formulate Policy for regulatory actions, including warning, monetary fine, suspension, withdrawal of clearing membership, declaring of default, expulsion to be taken for various violations by the members of the Clearing Corporation. The Policy should have an SOP for undertaking such actions.

10. Based on the laid down Policy, the Committee shall consider the cases of violations observed during inspection, etc. and impose appropriate regulatory measure on the members of the Clearing Corporation.

11. For enforcement actions against violations, where no discretion of MC is involved, the same could be delegated to an IC, provided corresponding regulatory action, including penalty amount, if any, is standardized in the Policy framed by MC or through a circular issued by the Clearing Corporation/SEBI. If the same is delegated, quarterly report in this regard should be placed before MC by the IC. However, for scenarios which require immediate regulatory action, the Clearing Corporation shall inform the MC post imposition of such actions.

12. Oversee the regulatory actions taken by IC, if delegated, including evaluating that no discretion has been exercised in the process. For any violation by IC, MC will be responsible and liable for the same.

13. While imposing the regulatory measures, the Committee shall adopt a laid down process, based on the ‘Principles of natural justice’ and 'Principle of proportionality'. The Principle of natural justice may be extended by MC/IC as applicable.

14. Any review, appeal or waiver of penalty filed shall be placed before MC for its consideration.

15. Formulate the Policy to realize the assets / deposits of defaulter/expelled member and appropriate amongst various dues and claims against the defaulter/ expelled member in accordance with the Rules, Byelaws and Regulations of the Clearing Corporation and applicable regulatory provisions.

16. The activities with regard to realization of assets, and deposits of the defaulter or expelled member and appropriation of the same amongst various dues and claims against the defaulter or expelled member, etc. can be implemented through an IC under MC.

17. Define the SOP for the IC, including the timelines to be followed by IC and its composition. For scenarios not covered in the SOP, IC should seek approval of MC.

18. In the event both the Clearing Member and the constituent Trading Member are declared defaulter, then the MC of the Clearing Corporation and that of the stock exchange shall work together to realise the assets of both the Clearing Member and the Trading Member.

19. Admission /rejection of claims against such members over the assets of the defaulter/expelled member.

20. To provide inputs to the Nomination and Remuneration Committee on the performance of the Chief Operating Officer and Head-Warehousing Operations, Collaterals and Delivery.

21. To consider matters as may be referred by any Committee or delegated/ advised by Governing Board.

(ii) Composition of the MC:

The composition of the MC as on March 31, 2026 is as follows:

Sr. No.	Name of Members	Designation
1	Mr. Srinivas Petluri	Chairperson
2	Mr. Prafulla Chhajed	Member
3	Ms. Kemisha Soni*	Member
4	Mr. Narendra Kumar Ahlawat**	Member
5	Mr. Ishwar Chander Chadda#	Member
6	Mr. Soundararajan V.	Member

*Ms. Kemisha Soni was inducted as Member of the Committee with effect from February 21, 2026, in place of Mr. Ganesh Kumar who resigned as PID of MCXCCL effective February 16, 2026 and consequently, he ceased to be the Member of the Committee.

**The second term of Mr. Narendra Kumar Ahlawat as MD & CEO came to an end on March 31, 2026 and consequently, he ceased to be the Member of the Committee.

#IEP

(iii) Number of MC Meetings held and the dates on which such Meetings were held:

The MC met 5 (Five) times during the year under review. The Meetings were held on the following dates:

Sr. No.	Date of Meeting	Sr. No.	Date of Meeting
i.	May 07, 2025	ii.	July 29, 2025
iii.	October 15, 2025	iv.	December 22, 2025
v.	March 17, 2026	-	-

2. PID Committee:

(i) Terms of Reference:

The Terms of Reference of the PID Committee are as follows:

1. Review the status of compliance with all applicable regulations, circulars, guidelines letters issued by SEBI from time to time.

2. PIDs shall identify the important issues which may involve conflict of interest for the MII or may have significant impact on the functioning of Clearing Corporation or may not be in the interest of Securities market and report the same to SEBI, from time to time.

3. Assess quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

4. Review the functioning of Vertical-1 i.e. “Critical Operations” and Vertical-2 i.e. “Regulatory, Compliance, Risk Management and Investor Grievances” including the adequacy of resources (both financial and human) for functions under Verticals 1 and 2.

5. PIDs as member of various committees (including statutory committees) shall provide a report to the other PIDs on the working of their committees and a report on the outcome of such meetings shall be submitted by the PIDs to SEBI and to the Governing Board within 30 days of such a meeting.

6. Review the performance of non-independent Directors and the Board as a whole.

7. Review the performance of the Chairperson of the Company, taking into account the views of executive Directors and non-executive Directors.

8. Review the performance of the chairperson, considering views of Executive Director and non-executive Director.

9. Review the corrective steps taken by the MII on observation of SEBI inspections on issues of governance standards, technology, cyber security system Audit and cyber security audit observation.

10. To consider matters as may be referred by any Committee or delegated/ advised by Governing Board.

(ii) Composition of the Committee as on March 31, 2026:

Sr. No.	Name of Members	Designation
1	Mr. Prafulla Chhajed	Chairperson
2	Ms. Kemisha Soni	Member
3	Mr. Srinivas Petluri	Member

Note: Mr. Ganesh Kumar resigned as PID of MCXCCL effective February 16, 2026 and consequently, he ceased to be the Member of the Committee.

(iii) Number of PID Committee Meetings held and the dates on which such Meetings were held:

The PID Committee met 3 (Three) times during the year under review. The Meetings were held on the following dates:

Sr. No.	Date of Meeting	Sr. No.	Date of Meeting
i.	May 08, 2025	ii.	October 30, 2025
iii.	March 17, 2026	-	-

3. Standing Committee on Technology:

(i) Terms of Reference:

The Terms of Reference of the Standing Committee on Technology (hereinafter referred to as '**SCOT**') are as follows:

1. To ensure availability of required IT infrastructure for core and critical functions under verticals for "Critical operations" and "Regulatory, compliance, risk management and investor grievances".

2. To ensure existence of adequate Business Continuity Plan (BCP) and Disaster Recovery (DR) plans.

3. To ensuring sound and prudent policies, standards and procedures for managing technology risks and safeguard information assets in the Clearing Corporation.

4. To review the implementation of technology risk management framework and strategy of Clearing Corporation.

5. To monitor whether the technology used by the Clearing Corporation remains up to date and meets the growing demands of the markets.

6. Periodic review of the IT system and network architecture design to identify any weaknesses in the existing design.

7. To review in-house availability of appropriate IT staff to manage IT systems and related outsourcing arrangement.

8. To monitor the adequacy of system capacity and efficiency.

9. To look into the changes being suggested by the Clearing Corporation to the existing software or hardware.

10. To oversee investigation into the computerized risk management or clearing & settlement system, such as hanging or slowdown or breakdown etc.

11. To ensure that transparency is maintained in disseminating information regarding slowdown or break down risk in Online Clearing & Settlement System and ensure that the Clearing Corporation issues a press release specifying the reasons for any such breakdown.

12. To approve Root Cause Analysis (RCA) of any stoppage of Clearing and Settlement system and report to the Governing Board and SEBI.

13. To review the implementation of board approved Cyber Security and Cyber Resilience Policy and its framework and ensure existence of advanced Cyber Security and Cyber Resilience framework at the Clearing Corporation.

14. To review the identification and classification process of critical assets based on their sensitivity and criticality for business operations, services and data management.

15. To ensuring that the scope of the System Audit, Cyber Audit and VAPT of the Clearing Corporation is broad and representative of all critical areas of the Clearing Corporation.

16. To monitoring the results of periodic cyber security and DR drills conducted by Clearing Corporations.

17. To review and approve the report regarding overall cyber security posture and technology implementation at the Clearing Corporation and submit to the Governing Board. Upon approval by the Governing Board, submit the report to SEBI.

18. On the above areas, the Committee shall submit a report to the Governing Board of the Clearing Corporation for necessary action, if any.

19. Such other matters as may be referred by the Governing Board of the Clearing Corporation and/or SEBI.

20. To provide inputs to the Nomination & Remuneration Committee on the performance of the Chief Technology Officer and Chief Information Security Officer.

21. To consider matters as may be referred by any Committee or delegated/ advised by Governing Board.

(ii) Composition of the Committee as on March 31, 2026:

Sr. No.	Name of Members	Designation
1	Mr. Srinivas Petluri*	Chairperson
2	Ms. Kemisha Soni	Member
3	Mr. Prafulla Chhajed*	Member
4	Mr. Mohan Shenoi	Member
5	Ms. Supriya Datta**	Member
6	Mr. Joydeep Dutta**	Member

*Mr. Srinivas Petluri was appointed as Chairperson of the Committee effective February 21, 2026 in place of Mr. Ganesh Kumar who resigned as PID of MCXCCL effective February 16, 2026 and consequently, he ceased to be the Member of the Committee. Mr. Prafulla Chhajed was inducted in the Committee effective February 21, 2026.

** IEP

(iii) Number of SCOT Committee Meetings held and the dates on which such Meetings were held:

The SCOT Committee met 11 (Eleven) times during the year under review. The Meetings were held on the following dates:

Sr. No.	Date of Meeting	Sr. No.	Date of Meeting
i.	April 27, 2025	ii.	May 15, 2025
iii.	June 27, 2025	iv.	August 02, 2025
v.	August 19, 2025	vi.	September 08, 2025
vii.	November 20, 2025	viii.	December 23, 2025
ix.	December 30, 2025	x.	January 20, 2026
xi.	March 16, 2026	-	-

4. Regulatory Oversight Committee:

(i) Terms of Reference:

The Terms of Reference of the Regulatory Oversight Committee (hereinafter referred to as '**ROC**') are as follows:

1. To oversee the implementation and compliance with SECC Regulations, 2018 as amended from time to time and other applicable rules and regulations along with SEBI Circulars and other directions issued thereunder.

2. To review the observations arising from various SEBI inspections, ensuring its advisories and findings are appropriately and timely addressed, and reports to Governing Board on timely basis.

3. To monitor and assess the Clearing Corporation against the PFMIs on an annual basis and submit a report to the Governing Board of the Clearing Corporation.

4. To lay down procedures for implementation of the code of conduct and prescribe the reporting formats for disclosures required under the code of conduct.

5. To oversee the compliance of the code of conduct by KMPs and members of statutory committees (except directors).

6. To review compliance with the provisions on "Code of Conduct & Institutional mechanism for prevention of Fraud or Market Abuse" of Chapter VI of SEBI Master Circular for Stock Exchanges and Clearing Corporations at least once in a financial year and also verify that the adequacy and operational effectiveness of the systems for internal control.

7. To periodically oversee the dealings in securities by KMPs and IEPs.

8. To periodically oversee the trading conducted by firms or corporate entities in which the directors of the Clearing Corporation hold twenty percent or more beneficial interest or hold a controlling interest.

9. To monitor trades by KMPs and members of statutory committees, ROC shall take into consideration sensitive information held by them as per structured digital database maintained by Clearing Corporation.

10. To ensure the adequacy of resources dedicated to functions under verticals for "Critical operations" and "Regulatory, compliance, risk management and investor grievance".
11. Redressal mechanism:

    a. Define Policy and SOP for dealing with complaints by Clearing Corporation.
    b. Review of complaint resolution process, complaints remaining unresolved over long period of time, etc.
    c. Ensuring that Clearing Corporations take pro-active actions in case of repeated nature of complaints against particular CMs, if any.

12. To supervise the functioning of Investors Services Cell of the Clearing Corporation.

13. Whistle-blower Mechanism:

    i. Frame the Whistle Blower Policy to be approved by the Governing Board.
    ii. Communicate the Whistle Blower Policy internally to all persons and display the same on the Clearing Corporation's website.
    iii. Review the Whistle Blower Policy based on feedback received.

14. To review the fees and charges levied by a Clearing Corporation including comments on its appropriateness, on a periodic basis as well as each time there is change.

15. To manage the Core Settlement Guarantee Fund (Core SGF) of the Clearing Corporation, including its investments as per norms laid down and ensure proper utilization of Core SGF.

16. To hold separate meeting with Compliance Officer at least once a quarter without the presence of Managing Director or any other executive.

17. To provide inputs to the Nomination and Remuneration Committee on the performance of Compliance Officer.

18. To consider matters as may be referred by any Committee or delegated/advised by Governing Board.

(ii) Composition of the Committee as on March 31, 2026:

Sr. No.	Name of Members	Designation
1	Mr. Srinivas Petluri	Chairperson
2	Ms. Kemisha Soni	Member
3	Mr. Manoj Kumar Jain	Member
4	Mr. Alok Kumar Choudhary*	Member

*Mr. Alok Kumar Choudhary was inducted in the Committee as IEP effective April 22, 2025.

Note: Mr. Ganesh Kumar resigned as PID of MCXCCL effective February 16, 2026 and consequently, he ceased to be the Member of the Committee.

(iii) Number of ROC Meetings held and the dates on which such Meetings were held:

The ROC met 6 (Six) times during the year under review. The Meetings were held on the following dates:

Sr. No.	Date of Meeting	Sr. No.	Date of Meeting
i.	June 06, 2025	ii.	August 26, 2025
iii.	September 29, 2025	iv.	December 22, 2025
v.	January 02, 2026	vi.	March 16, 2026

5. Investment Committee:

(i) Terms of Reference:

The Terms of Reference of the Investment Committee are as follows:

1. To evaluate each investment and divestment proposals, whether requiring infusion of funds or otherwise, except treasury investments.

2. To evaluate proposals of capital expenditure.

3. To make detailed analysis of existing investments.

4. Investment Committee can provide the recommendation along with rationale to the Governing Board.

5. To consider matters as may be referred by any Committee or delegated/ advised by Governing Board.

(ii) Composition of the Committee as on March 31, 2026:

Sr. No.	Name of Members	Designation
1	Mr. Prafulla Chhajed	Chairperson
2	Ms. Kemisha Soni	Member
3	Mr. Mohan Shenoi	Member
4	Mr. Narendra Kumar Ahlawat*	Member

*The second term of Mr. Narendra Kumar Ahlawat as MD & CEO came to an end on March 31, 2026 and consequently, he ceased to the Member of the Committee.

(iii) Number of Investment Committee Meetings held and the dates on which such Meetings were held:

The Investment Committee met 5 (Five) times during the year under review.

The Meetings were held on the following dates:

Sr. No.	Date of Meeting	Sr. No.	Date of Meeting
i.	May 06, 2025	ii.	July 28, 2025
iii.	October 20, 2025	iv.	January 10, 2026
v.	March 18, 2026	-	-

6. Advisory Committee:

(i) Terms of Reference:

1. Advise the Governing Board on non-regulatory and operational matters including product design, technology, charges and levies.

2. To consider matters as may be referred by any Committee or delegated/ advised by Governing Board.

(ii) Composition of the Committee as on March 31, 2026:

Sr. No.	Name of Members	Designation
1	Mr. Prafulla Chhajed	Head of the Committee
2	Orbis Financial Corporation Limited	Member
3	Globe Commodities Limited	Member

Sr. No.	Name of Members	Designation
4	Open Futures & Commodities Private Limited	Member
5	SMC Global Securities Limited (Formerly known as SMC Comrade Limited)	Member
6	Mirae Asset Capital Market (India) Private Limited (Formerly known as Sharekhan Comtrade Private Limited)	Member
7	Goyal Securities	Member
8	East India Securities Limited (Formerly Known as East India Commodities Private Limited)	Member
9	Acumen Capital Market (India) Limited	Member
10	ICICI Bank Limited	Member
11	Kotak Securities Limited	Member
12	Tower Research Capital Market India Private Limited (Formerly Known as Asankhya Trading Private Limited)	Member

(iii) Number of Advisory Committee Meeting held and the date on which such Meetings were held:

The Advisory Committee met 3 (Three) times during the year under review.

The Meetings were held on the following dates:

Sr. No.	Date of Meeting	Sr. No.	Date of Meeting
i.	April 02, 2025	ii.	September 18, 2025
iii.	March 18, 2026	-	-

7. Corporate Social Responsibility Committee

(i) Terms of Reference:

The Terms of Reference of the Corporate Social Responsibility Committee (hereinafter referred to as '**CSR'**) are as follows:

1. The Committee shall formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the company as mentioned in Schedule VII to the Companies Act 2013, specifying modalities of execution in the areas/sectors chosen, implementation schedules and

monitor the same from time to time;
2. Recommend the amount of expenditure to be incurred on the activities referred above;
3. Institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities.

(ii) Composition of the Committee as on March 31, 2026:

Sr. No.	Name of Members	Designation
1	Mr. Srinivas Petluri	Chairperson
2	Mr. Prafulla Chhajed	Member
3	Ms. Kemisha Soni*	Member

*Ms. Kemisha Soni was inducted as Member of the CSR Committee with effect from February 21, 2026, in place of Mr. Ganesh Kumar who tendered his resignation as PID of MCXCCL effective February 16, 2026 and consequently, he ceased to be the Member of the CSR Committee.

(iii) Number of CSR Committee Meeting held and the date on which such Meetings were held:

The CSR Committee met 3 (Three) times during the year under review. The Meetings were held on the following dates:

Sr. No.	Date of Meeting	Sr. No.	Date of Meeting
i.	July 29, 2025	ii.	January 10, 2026
iii.	March 16, 2026	-	-

4. General Body Meetings:

The details of the previous three Annual General Meetings of the Company are as follows:

Financial Year	Location	Day & Date	Time	Details of Special Resolution passed
2024-25	Held through video Conference / other audio-visual means. Deemed venue was Exchange Square, CTS No. 255, Suren Road, Andheri (East), Mumbai 400093.	Monday, September 08, 2025	04:01 P.M.	No Special resolutions were passed.

Financial Year	Location	Day & Date	Time	Details of Special Resolution passed
2023-24	Held through video Conference / other audio-visual means. Deemed venue was Exchange Square, CTS No. 255, Suren Road, Andheri (East), Mumbai 400093.	Thursday, September 12, 2024	04.02 P.M.	No Special resolutions were passed.
2022-23	Held through video Conference / other audio-visual means. Deemed venue was Exchange Square, CTS No. 255, Suren Road, Andheri (East), Mumbai 400093.	Friday, September 22, 2023	04.00 P.M.	No Special resolutions were passed.

- Resolution passed through postal ballot:
  During the year under review, the Company did not pass any resolution through postal ballot as the requirement of passing any resolution by postal ballot is not applicable to the Company, since the number of shareholders of the Company is less than 200.

- Extra-ordinary General Meeting (EGM):
  During the year under review, the Company conducted One EGM. The details of which are as follows:

Year	Location	Day & Date	Time	Details of Resolutions passed in the EGM
2025-26	Held through video Conference / other audio-visual means. Deemed venue was Exchange Square, CTS No. 255, Suren Road, Andheri (East), Mumbai 400093.	Monday, February 09, 2026	04:01 P.M.	4 (Four) following Special Resolutions were passed at the EGM: 1. Approving increase in the Authorised Share Capital of the Company. 2. Approving the alteration of Memorandum of Association of the Company. 3. Approving the alteration of Articles of Association of the Company.

Year	Location	Day & Date	Time	Details of Resolutions passed in the EGM
				4. Approving the appointment of Mr. Rishi Nathany (DIN: 00999139) as the Managing Director & Chief Executive Officer of the Company for a period of five years along with the remuneration payable to him.

5. Means of Communication:

The quarterly, half-yearly and annual results of the Company are generally published in the newspapers viz. Financial Express – an English daily newspaper with circulation in the whole or substantially the whole of India and Loksatta, a Marathi daily newspaper.

The financial results, shareholding pattern, annual reports etc. are uploaded on the website of the Company at https://www.mcxccl.com.

Significant events, if any, during the FY are reported on the website of the Company at https://www.mcxccl.com from time to time. The Company's website provides information on Membership, Clearing & Settlement, Risk Management, Delivery, Warehousing Operations, Disclosures, legal framework etc.

No presentations were made to institutional investors or to the analysts during the year under review.

6. Disclosures:

(a) Disclosures on materially significant related party transactions:

A detailed note on related party transactions is provided in the Director's Report. Details of material contracts or arrangements or transactions at arm's length basis is set out as **Annexure I** to the Director's Report. The transactions with related parties have been disclosed in Note no. 31 of the Notes to the Financial Statements of your Company.

Further, the Related Party Transactions Policy of the Company is available at the following weblink:

https://www.mcxccl.com/docs/mcxcclibraries/disclosure/other-disclosure/policy-on-related-party-transactions-version-6-007b5cf57-18fd-4d81-9723-33e5008932ef.pdf?sfvrsn=298ed724_4

(b) Details of non-compliance by the Company, penalties and strictures imposed on the Company by SEBI or any statutory authority, on any matter related to capital markets, during the last three years:

There were no instances of non-compliance by the Company, penalties or strictures imposed by SEBI or any statutory authority on any matter related to the capital markets during the last three years. However, there was a routine inspection carried out by SEBI for the inspection period November 01, 2023 to October 31, 2024 during the year wherein it had raised certain observations. MCXCCL has responded to SEBI on the same.

Due to a technical glitch on October 29, 2025, SPAN margins were not getting levied for some Members for some time after the market started. Normalcy could be restored only after 75 minutes. Due to the same and pursuant to the provisions of SEBI circular bearing no. SEBI/HO/MRD1/DTCS/CIR/P/2021/590 dated July 5, 2021, a financial disincentive of ₹ 50 lakh was credited by the Company to the Core Settlement Guarantee Fund on January 23, 2026.

Due to a technical glitch on December 23, 2025, the margin management service experienced slowness issue and consequently some Members went into Risk Reduction Mode (hereinafter referred to as '**RRM**')/ square off mode multiple times. Normalcy could be restored only after 75 minutes. Due to the same and pursuant to the provisions of SEBI circular bearing no. SEBI/HO/MRD1/DTCS/CIR/P/2021/590 dated July 5, 2021, a financial disincentive of ₹ 50 lakh was credited by the Company to the Core Settlement Guarantee Fund on March 23, 2026.

Due to a technical glitch on January 28, 2026, multiple members went into RRM/ square off mode due to incorrect Mark To Market and margin. Normalcy could be restored only after 75 minutes. Due to the same and pursuant to the provisions of SEBI circular bearing no. SEBI/HO/MRD1/DTCS/CIR/P/2021/590 dated July 5, 2021, a financial disincentive of ₹ 50 lakh was credited by the Company to the Core Settlement Guarantee Fund on March 27, 2026.

During the year under review, there was one instance of contravention of the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 by a connected person and his immediate relative relating to trading in restricted security and one instance of contravention of the provisions of "Code of Conduct for directors, committee members and key management Personnel" under SECC Regulations, 2018 in terms of trading in other security by one official of the Company. Both these instances were reported to SEBI.

(c) Vigil Mechanism/Whistle Blower Policy:

Your Company has established a Vigil Mechanism/ Whistle Blower Policy to enable Directors and employees to report, in good faith, genuine concerns or grievances about unethical behaviour, actual or suspected fraud or any instances of leak of unpublished price sensitive information or violation of the Company's Code of Conduct. The said mechanism ensures that the whistle blowers are protected against the victimisation/ any adverse action and/or discrimination as a result of such reporting. This Policy, *inter alia*, provides a direct access to the Chairperson of the Audit Committee. Further, in case of a complaint against the Chairperson of the Audit Committee, it provides a direct access to the Chairperson of the Board.

Your Company hereby affirms that no person has been denied access to the Audit Committee.

No complaints were received during the year under review. The Whistle Blower Policy of the Company has been disclosed on the website of the Company at:

https://www.mcxccl.com/docs/mcxcclibraries/disclosure/other-disclosure/whistle-blower-policy---version-8-0386f325b-5e1a-4d3e-9c19-947d6922c71d.pdf?sfvrsn=1b57a82b_5

(d) Management Discussion & Analysis Report:

The Management Discussion & Analysis Report forms part of this Annual Report.

(e) Compliance with mandatory requirements and adoption of the non-mandatory requirements:

- Mandatory Requirements:

  The Company has complied with all mandatory requirements of Corporate Governance report as mentioned in Listing Regulations, 2015.

- Non-Mandatory Requirements:

  Shareholder Rights

  The Quarterly, Half-Yearly and Annual financials are uploaded on the website of the Company and are available to all the shareholders.

Modified opinion(s) in audit report

The Auditors' Report on statutory financial statements of the Company is unmodified.

Reporting of Internal Auditor

The Internal auditor of the Company directly reports to the Audit Committee.

Separate posts of Chairperson and the Managing Director or the Chief Executive Officer

As on March 31, 2026, Mr. Prafulla Chhajed, Non-Executive, PID is Chairperson of the Company. Further, the Chairperson is not related to the MD & CEO of your Company as per the term "relative" defined under the Companies Act, 2013.

(f) Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 of Listing Regulations, 2015:

The Company has not raised funds through preferential allotment or qualified institutions placement as specified under Regulation 32 of the Listing Regulations, 2015 during the year under review.

(g) Non-Convertible Securities:

The Company has not issued or listed any non-convertible Securities during the year under review.

(h) Certification from Practicing Company Secretary:

The Company has obtained a certificate from a Practicing Company Secretary under the Listing Regulations, 2015, confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Director of Companies, by SEBI / Ministry of Corporate Affairs or any such statutory authority during the year under review. The said certificate is enclosed as **Annexure IX** to this Report.

(i) Disclosure where the Board had not accepted any recommendation of any Committee of the Board during the year under review which was mandatorily required:

There were no such instances during the year under review.

(j) Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditor and all entities in the network firm/network entity of which the statutory auditor is a part:

The details of the total fees paid to the statutory auditors, MSKA & Associates LLP for the financial year under review are as follows:

Type of Service	FY 2025-26
Audit fees	₹ 7,00,000
Taxation fees	₹ 1,00,000
Certification fees	₹ 1,50,000
Reimbursement of Expenses	₹ 44,500

During the year under review, the Company did not have any subsidiaries and hence the aforesaid fees are for the services provided to the Company.

(k) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Sr. No.	Particulars	Count
i.	Number of complaints as on April 1, 2025	0
ii.	Number of complaints filed/received during FY 2025-26	1
iii.	Number of complaints disposed of during FY 2025-26	1
iv.	Number of complaints pending as at March 31, 2026	0

(l) Disclosure on Compliance with Corporate Governance Requirements:

Your Company has complied with all the corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations, 2015, wherever applicable to your Company during the year under review.

(m) Disclosure by the Company and its subsidiaries of 'Loans and advances' in the nature of loans to firms/companies in which Directors are interested by name and amount:

Your Company has not given any Loans and Advances in the nature of loans to firms/Companies in which Directors are interested. Further, during the year under review, your Company did not have a subsidiary.

(n) Disclosure of certain type of agreements binding listed entities:

As specified in Schedule III, Para A, Clause 5A of Listing Regulations, 2015, the company has not entered into any agreement impacting management or control of the Company or imposing any restriction or creating any liability upon the Company.

(o) Senior management:

The details of changes in the senior management are mentioned under Note no. 28 of Director's Report.

7. CEO & CFO Certification:

The certificate signed by the CEO and CFO in terms of Regulation 17(8) of the Listing Regulations, 2015 was placed before the Board of Directors at its Meeting held on May 06, 2026. The certificate is set out as **Annexure X** to this Report.

8. Practising Company Secretary's certificate on Corporate Governance:

The Practising Company Secretary's certificate regarding the compliance of conditions of Corporate Governance is set out as **Annexure XI** to this report.

9. Disclosure with respect to demat suspense account/unclaimed suspense account:

There are no Equity Shares in the demat suspense account/unclaimed suspense account.

10. Subsidiaries:

The Company does not have a subsidiary and hence no Policy for determining 'Material Subsidiaries' has been formulated.

11. Go Green Initiative:

As a part of its green initiative, the Company has taken necessary steps to send the documents viz. notice of the General Meeting, Annual Report, etc. at the registered email addresses of the shareholders.

12. General Shareholders Information:

Day, Date and Time of Annual General Meeting for the FY 2025-26	Monday, August 31, 2026 at 04:00 P.M.
Venue of the AGM	Meeting through Video Conferencing mode/Other Audio-Visual Means. Deemed venue is the Registered Office of the Company i.e. Exchange Square, CTS No. 255, Suren Road, Andheri (East), Mumbai 400093.
Financial Year	April 1, 2025 to March 31, 2026

Book Closure Date	Not Applicable
Dividend Payment Date	The Board of Directors has not recommended any dividend for the financial year ended March 31, 2026.
The name and address of each stock exchange(s) at which the Company's Securities are listed and a confirmation about payment of annual listing fee to each of such stock exchange(s).	The Company is not listed on any Stock Exchange.
In case the Securities are suspended from trading, the Directors report shall explain the reason thereof	Not Applicable
Registrar and Share Transfer Agent	KFin Technologies Limited **Registered office address:** 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai – 400 070, Maharashtra, India. Phone: + 022 4617 0911 **Correspondence Address:** Selenium Building, Tower - B, Plot No. 31 & 32, Financial District, Nanakramguda Serilingampally, Hyderabad- 500 032, Rangareddi, Telangana, India. Phone: +91 40 7961 5565 Email: einward.ris@kfintech.com Website: https://www.kfintech.com/ https://ris.kfintech.com/
Share Transfer System and ISIN	Pursuant to Regulation 46 of SECC Regulations, 2018, the Securities have been admitted in the Depository system of Central Depository Services (India) Limited and the ISIN INE00Q801016 has been activated. Further, the ISIN has been marked frozen for all debits for the purpose of ensuring compliance of the provisions of SECC Regulations, 2018.

	In terms of Regulation 46 of SECC Regulations, 2018, any rematerialisation request shall not be accepted by the Company.
Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity	During the year under review and as on March 31, 2026, the Company did not have any outstanding GDRs/ ADRs/ Warrants or any convertible instruments.
Commodity price risk or foreign exchange risk and hedging activities	Not applicable
Company operations are located at	Exchange Square, Chakala, Suren Road, Andheri (East), Mumbai - 400 093 and at Gift City, Gujarat at Unit No - 1&2, 17th Floor, GIFT ONE Tower, 5C Road, Zone 5, Gift City, Gandhinagar, Gujarat - 382355, India
Plant Locations	Not Applicable
Address for Correspondence	**Registered Office:** Exchange Square, CTS No. 255, Suren Road, Andheri (East), Mumbai 400093, Maharashtra, India **Tel:** +91-22-6864 6000/ 5095 6000 **Fax:** +91-22- 6649 4151
Depository for Equity Shares	Central Depository Services (India) Limited (CDSL)
Corporate Identification Number (CIN) of the Company	U74999MH2008PLC185349
List of all Credit ratings obtained by the Company along with any revisions thereto during the relevant Financial Year for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal involving mobilization of funds, whether in India or abroad.	The Company has neither issued any debt instrument nor taken any fixed deposit in the FY 2025-26. However, the Company has obtained a credit rating on the general credit worthiness of the Company from CARE Ratings Limited. CARE Ratings Limited has reaffirmed CARE AA+ rating to the Company. [Double A Plus; Outlook: Stable]

13. Unclaimed Dividend:

The Company has not paid any dividend till date.

14. Dematerialisation of Shares and Liquidity:

The equity shares of the Company are fully dematerialised. The distribution of shareholding are as given below:

Category	Number of Shareholders	Total Shares of ₹ 10 each	% of equity
Physical	0	0	0
Demat	7*	**239,985,000**	100
Total		**239,985,000**	**100**

*239,984,994 equity shares of ₹ 10 each are hold by MCX (Holding Company) and 6 Individuals hold 1 (one) equity share of ₹ 10 each jointly with MCX.

The ISIN has been marked frozen for all debits for the purpose of ensuring compliance of the provisions of SECC Regulations, 2018.

15. Distribution of Shareholding:

Sr. No.	Range of Shares	Shareholders		Shares held (Face Value ₹ 10 each)	
		No. of holders	% of Total	No. of Shares	% of Total
1	1-5,000	6*	85.714286	6*	0.000003
2	1,00,001 & above	1	14.285714	239,984,994	99.999997
Total		**7**	**100.00**	**239,985,000**	**100**

*Six individuals hold 1 (one) equity share of ₹ 10 each jointly with MCX.

16. Reconciliation of Share Capital Audit:

As stipulated by SEBI, a qualified Practicing Company Secretary carries out, on a quarterly basis, Reconciliation of Share Capital Audit to reconcile the total admitted capital with CDSL and the total issued capital. The report thereon is available on the website of the Company. Based on the Reconciliation of Share Capital Audit report, it is certified/confirmed that the total issued/paid-up capital is dematerialised and held with CDSL.

For and on behalf of the Board of Directors of
Multi Commodity Exchange Clearing Corporation Limited

Prafulla Chhajed
Chairperson
DIN: 03544734

Place: Mumbai
Date: July 30, 2026

ANNEXURE VIII

DECLARATION BY CHIEF EXECUTIVE OFFICER UNDER REGULATION 34(3) READ WITH SCHEDULE V OF SECURITIES EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 IN RESPECT OF COMPLIANCE WITH COMPANY'S CODE OF CONDUCT

This is to confirm that the members of Board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of Multi Commodity Exchange Clearing Corporation Limited, as applicable to them, for the Financial Year ended March 31, 2026.

For **Multi Commodity Exchange Clearing Corporation Limited**

Rishi Nathany
MD & CEO
DIN: 00999139
Place: Mumbai
Date: July 30, 2026

MAYEKAR & ASSOCIATES
Company Secretaries

Partners -
Anil V. Mayekar
Ketki M. Save
Jatin P. Patil
Sagar P. Mehendale

605 - Jai Kirti Apartment, 76 Turel Pakhadi Road, Liberty Garden Rd No. 2, Malad (west), Mumbai 64
Email: office@csmayekar.com

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Multi Commodity Exchange Clearing Corporation Limited

We have examined the relevant registers, forms & disclosures received from the Directors, records and returns maintained by **Multi Commodity Exchange Clearing Corporation Limited** having Corporate Identification Number: **U74999MH2008PLC185349** and having registered office at **Exchange Square, CTS 255, Suren Road, Andheri (East) Mumbai - 400093** (hereinafter referred to as "**the Company**"), produced before us by the Company for the purpose of issuing this certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our knowledge and according to the verifications (including Director Identification Number (hereinafter referred to as "**DIN**") status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ended **31st March, 2026** has been debarred or disqualified from being appointed or continuing as Directors of Companies, by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such other statutory authority.

Sr. No.	Name of Directors	DIN	Date of Appointment in Company*
1.	Mr. Narendra Kumar Ahlawat**	07629724	April 01, 2018
2.	Mr. Mohan Shenoi	01603606	March 8, 2023
3.	Mr. Manoj Kumar Jain	09694205	January 18, 2024
4.	Mr. Srinivas Petluri	02836590	December 11, 2023
5.	Mr. Prafulla Chhajed	03544734	December 11, 2023
6.	Ms. Kemisha Soni	06805708	December 11, 2023
7.	Mr. Ganesh Kumar #	07635860	February 22, 2024

*The date of appointment in the Company is as per signatory details available on the website of the Ministry of Corporate Affairs.
** Mr. Narendra Kumar Ahlawat, MD & CEO of the Company, ceased to be MD & CEO of the Company upon completion of his second term as MD & CEO on March 31, 2026.
# Mr. Ganesh Kumar resigned as Public Interest Director of the Company effective February 16, 2026.

For Mayekar & Associates
Company Secretaries
Firm Registration Number: P2005MH007400
PR Certificate No: 4385/2023

Jatin Prabhakar Patil
Partner
FCS No: 7282
COP. No.: 7954
Place-Mumbai
UDIN: F007282H000928719
Date- July 30, 2026

ANNEXURE X

CHIEF EXECUTIVE OFFICER & CHIEF FINANCIAL OFFICER COMPLIANCE CERTIFICATE FOR THE FY 2025-26

(Pursuant to Regulation 17(8) read with Part B of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015)

May 06, 2026

Tos
The Board of Directors
Multi Commodity Exchange Clearing Corporation Limited
3rd Floor, Exchange Square, CTS No. 255,
Suren Road, Andheri – East
Mumbai – 400 093.

We, Rishi Nathany, Managing Director & Chief Executive Officer and Rajesh Kumar Agrawal, Chief Financial Officer of Multi Commodity Exchange Clearing Corporation Limited, certify that:

(a) We have reviewed the Financial Statements and the Cash Flow Statement for the financial year ended March 31, 2026, and to the best of our knowledge and belief, subject to Emphasis of Matter highlighted by the Statutory Auditors in their even dated report read along with the notes to accounts in the financial statements.

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

(ii) These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered by the Company during the year which are fraudulent, illegal or violation of the Company's Code of Conduct.

(c) We accept the responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to the financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit Committee:

(i) significant changes in internal control over financial reporting during the year.

(ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

The aforesaid are subject to the matters that have been highlighted by the Statutory Auditors in their report giving Emphasis of Matter, read along with the notes to accounts in the financial statements.

For Multi Commodity Exchange Clearing Corporation Limited

Rishi Nathany	**Rajesh Kumar Agrawal**
MD & CEO	**Chief Financial Officer**
DIN: 00999139	

Annexure XI

MAYEKAR & ASSOCIATES
Company Secretaries

Partners -
Anil V. Mayekar
Ketki M. Save
Jatin P. Patil
Sagar P. Mehendale

605 - Jai Kirti Apartment, 76 Turel Pakhadi Road, Liberty Garden Rd No. 2, Malad (west), Mumbai 64
Email: office@csmayekar.com

Practicing Company Secretaries' Certificate on Corporate Governance

To,
The Members,
MULTI COMMODITY EXCHANGE CLEARING CORPORATION LIMITED
(CIN - U74999MH2008PLC185349)
Exchange Square, CTS 255, Suren Road,
Andheri (East), Mumbai-400093

We have examined the compliance of the conditions of Corporate Governance and disclosure requirements by **Multi Commodity Exchange Clearing Corporation Limited (CIN - U74999MH2008PLC185349)** (hereinafter referred to as "**the Company"**) as specified for the Listed Companies for the year ended **31st March, 2026**.

In terms of Regulation 33(1) of the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018, the disclosure requirements and corporate governance norms as specified for listed companies have become mutatis mutandis applicable to a recognized Clearing Corporation. We have obtained all the information and explanations to the best of our knowledge and belief, which were necessary for the purpose of this certification.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with disclosure requirements and corporate governance norms as specified for listed Companies.

The compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the disclosure requirements and corporate governance norms.

It is neither an audit nor an expression of opinion on the financial statements of the Company. This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Mayekar & Associates
Company Secretaries
Firm Registration Number: P2005MH007400
PR Certificate No: 4385/2023

Jatin Prabhakar Patil
FCS No: 7282
COP. No.: 7954
Place-Mumbai
UDIN: F007282H000928796
Date- July 30, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of **Multi Commodity Exchange Clearing Corporation Limited**

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Multi Commodity Exchange Clearing Corporation Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including material accounting policies information and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon, which is expected to be made available to us after that date.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors of the Company are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management and Board of Directors.

- Conclude on the appropriateness of Management and Board of Director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid financial statements.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the financial statements.

(d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses

iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026.

iv.

a. To the best of our knowledge and belief, as disclosed in the note 38(h) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b. To the best of our knowledge and belief, as disclosed in the note 38(i) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c. Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to my/our notice that has caused me/us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.

v. The Company has neither declared nor paid any dividend during the year.

vi. Based on our examination, the Company has used accounting softwares for maintaining its books of account which have a feature of recording audit trail (edit log) facility. The audit trail feature has been operated throughout the year for all transactions recorded in the accounting softwares. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention.

3. In our opinion, according to information, explanations given to us , the remuneration paid or provided by the Company to its directors is within the limits laid prescribed under Section 197 of the Act.

For M S K A & Associates LLP (Formerly known as M S K A & Associates)
Chartered Accountants
ICAI Firm Registration Number: 105047W/W101187

Prateek Khandelwal
Partner
Membership Number: 139144
UDIN: 26139144VSVZCG6330

Mumbai
May 06, 2026

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF MULTI COMMODITY EXCHANGE CLEARING CORPORATION LIMITED FOR THE YEAR ENDED MARCH 31, 2026

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

i. (a)

A The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment, investment property and relevant details of right-of-use assets.

B The Company has maintained proper records showing full particulars of intangible assets.

(b) Property, Plant and Equipment, and right of use assets have been physically verified by the management at during the year and no material discrepancies were identified on such verification.

(c) According to the information and explanations given to us, there are no immovable properties, and accordingly, the provisions stated under clause 3(i)(c) of the Order are not applicable to the Company.

(d) According to the information and explanations given to us, the Company has not revalued its property, plant and Equipment (including Right of Use assets) and intangible assets during the year. Accordingly, the provisions stated under clause 3(i)(d) of the Order are not applicable to the Company.

(e) According to the information and explanations given to us, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988, as amended and rules made thereunder. Accordingly, the provisions stated under clause 3(i)(e) of the Order are not applicable to the Company.

ii. (a) The Company is involved in the business of rendering services and does not hold any inventory. Accordingly, the provisions stated under clause 3(ii)(a) of the Order are not applicable to the Company.

(b) During any point of time of the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores rupees, in aggregate from Banks, on the basis of security of current assets. However, according to the information and explanation provided to us there is no requirement of filing the quarterly return/statement as this is an overdraft facility against the Fixed Deposits of the Company.

iii. (a) According to the information and explanations provided to us, the Company has not provided any guarantee or security, or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the provisions stated under clause 3(iii)(a) and 3 (iii)(c) to (f) the Order are not applicable to the Company.

(b) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the investments made not prejudicial to the interest of the Company. Further, the Company has not provided any guarantees or grant of loans and advances, in the nature of loans and guarantees.

iv. According to the information and explanations given to us, the Company has neither, directly or indirectly, granted any loan, or provided guarantee or security to any of its directors or to any other person in whom the director is interested, in accordance with the provisions of Section 185 of the Act nor made investments through more than two layers of investment companies in accordance with the provisions of Section 186 of the Act. Accordingly, provisions stated in paragraph 3(iv) of the Order are not applicable to the Company.

v. According to the information and explanations given to us, the Company has neither accepted any deposits from the public nor any amounts which are deemed to be deposits, within the meaning of the provisions of Sections 73 to 76 of the Act and the rules framed there under. Accordingly, the requirement to report under clause 3(v) of the Order is not applicable to the Company.

vi. The provisions of sub-Section (1) of Section 148 of the Companies Act, 2013 are not applicable to the Company as the Central Government of India has not specified the maintenance of cost records for any of the services of the Company. Accordingly, the requirement to report on clause 3(vi) of the Order is not applicable to the Company.

vii. (a) According to the information and explanations given to us and the records examined by us, in our opinion, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax cess, and other statutory dues have been regularly deposited by the Company with appropriate authorities in all cases during the year. No undisputed amounts payable in respect of these statutory dues were outstanding as at March 31, 2026, for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and the records examined by us, dues relating to income tax which have not been deposited as on March 31, 2026, on account of any dispute, are as follows:

Name of the statute	**Nature of dues**	**Amount Demanded Rs.**	**Amount Paid Rs.**	**Period to which the amount relates**	**Forum where dispute is pending**	**Remarks, if any**
Income tax Act, 1961	Tax	9,97,13,980	-	2024-25	Hon’ble Commissioner of Income Tax (Appeals)	

There are no dues relating to employees' state insurance, cess, and other statutory dues which have not been deposited on account of any dispute.

viii. According to the information and explanations given to us, there are no transaction which are not recorded in the books of account which have been surrendered or disclosed as income during the year in Income-tax Assessment under the Income Tax Act, 1961. Accordingly, the requirement to report as stated under clause 3(viii) of the Order is not applicable to the Company.

ix. (a) The Company does not have any loans or borrowings or interest thereon due to any lenders during the year. Accordingly, the requirement to report under clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations provided to us, no money was raised by way of term loans. Accordingly, the requirement to report under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations provided to us, there are no funds raised during the year. Accordingly, the requirement to report under clause 3(ix)(d) of the Order is not applicable to the Company.

(e) The Company does not have any subsidiary, associate, or joint venture. Accordingly, requirement to report under clause 3(ix)(e) of the order is not applicable to the Company.

(f) The Company does not have any subsidiary, associate, or joint venture. Accordingly, the requirement to report under clause 3(ix)(f) of the order is not applicable to the Company.

x. (a) In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting requirement under clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partly, or optionally convertible) during the year. Accordingly, the requirements to report under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) Based on our examination of the books and records of the Company and according to the information and explanations given to us, we report that no fraud by the Company or no fraud on the Company has been noticed or reported during the year in the course of our audit.

(b) During the year no report under Section 143(12) of the Act, has been filed by secretarial auditor or by us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the Management, there are no whistle-blower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company. Accordingly, the provisions stated under clause 3(xii)(a) to (c) of the Order are not applicable to the Company.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till the date of our audit report, for the period under audit.

xv. According to the information and explanations given to us, and based on our examination of the records of the Company, in our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, the requirement to report on clause 3(xv) of the Order is not applicable to the Company.

xvi. (a) The Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934 (2 of 1934) and accordingly, the requirements to report under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities during the year and accordingly, the provisions stated under clause 3 (xvi)(b) of the Order are not applicable to the Company.

(c) The Company is not a Core investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report under clause 3 (xvi)(c) of the Order is not applicable to the Company.

(d) The Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any Core Investment Company (as part of its group. Accordingly, the requirement to report under clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii. Based on the overall review of financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Accordingly, the requirement to report under clause 3(xvii) of the Order is not applicable to the Company.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios (as disclosed in note 38(a) to the financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx According to the information and explanations given to us and based on our verification, the provisions of Section 135 of the Act are applicable to the Company. The Company has made the required contributions during the year and there are no unspent amounts which are required to be transferred either to a Fund specified in schedule VII of the Act or to a Special Account as per the provisions of Section 135 of the Act read with schedule VII to the Act. Accordingly, reporting under Clause 3(xx)(a) and Clause 3(xx)(b) of the Order is not applicable to the Company.

xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of financial statements. Accordingly, no comment in respect of the said Clause has been included in the report.

For M S K A & Associates LLP (Formerly known as M S K A & Associates)
Chartered Accountants
ICAI Firm Registration Number: 105047W/W101187

Prateek Khandelwal
Partner
Membership Number: 139144
UDIN: 26139144VSVZCG6330

Mumbai
May 06, 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF MULTI COMMODITY EXCHANGE CLEARING CORPORATION LIMITED

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the Members of Multi Commodity Exchange Clearing Corporation Limited on the Financial Statements for the year ended March 31, 2026]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

Opinion

We have audited the internal financial controls with reference to financial statements of Multi Commodity Exchange Clearing Corporation Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, and to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ('ICAI').

Management's and Board of Director's Responsibility for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For M S K A & Associates LLP (Formerly known as M S K A & Associates)
Chartered Accountants
ICAI Firm Registration Number: 105047W/W101187

Prateek Khandelwal
Partner
Membership Number: 139144
UDIN: 26139144VSVZCG6330

Mumbai
May 06, 2026

Multi Commodity Exchange Clearing Corporation Limited

Balance Sheet as at March 31, 2026

Rs. in lakh

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Assets			
(1) Non-current assets			
(a) Property, plant and equipment	2A	64	10
(b) Right to use assets	2B	467	111
(c) Intangible assets	3A	764	622
(d) Intangible assets under development	3B	35	22
(e) Financial assets			
(i) Other non-current financial assets	4	1,22,546	26,099
(f) Income tax assets (net)	5	3,823	706
Total non-current assets		**1,27,699**	**27,570**
(2) Current assets			
(a) Financial assets			
(i) Investments	6	20,583	1,423
(ii) Trade receivables	7	6,332	2,441
(iii) Cash and cash equivalents	8	81,972	33,763
(iv) Bank balances (other than cash and cash equivalents)	9	1,69,406	1,51,926
(v) Others financial assets	10	2,970	11,614
(b) Other current assets	11	313	223
Total current assets		**2,81,576**	**2,01,390**
Total assets		**4,09,275**	**2,28,960**
Equity and liabilities			
(1) Equity			
(a) Equity share capital	12	23,999	23,999
(b) Other equity	13	3,358	(3,986)
Total equity		**27,357**	**20,013**
(2) Core Settlement Guarantee Fund (Core SGF)	14	1,36,729	93,014
Liabilities:			
(3) Non-current liabilities			
(a) Financial liabilities:			
(i) Other non-current financial liabilities	15	272	216
(ii) Non- current lease liabilities	15(a)	146	-
(b) Non- current provisions	16	76	75
Total non-current liabilities		**494**	**291**
(4) Current liabilities			
(a) Financial liabilities			
(i) Trade payables			
Total outstanding dues of micro enterprises and small enterprises	34(d) (ii)	33	13
Total outstanding dues of creditors other than micro enterprises and small enterprises	34(d) (ii)	2,011	2,098
(ii) Current lease liabilities	17(a)	332	121
(iii) Other financial liabilities	17	2,37,063	1,11,329
(b) Other current liabilities	18	5,217	2,020
(c) Current provisions	19	39	61
Total current liabilities		**2,44,695**	**1,15,642**
Total liabilities		**3,81,918**	**2,08,947**
Total equity and liabilities		**4,09,275**	**2,28,960**
Summary of material accounting policies	1		
See accompanying notes to the financial statements.	1-41		
The accompanying notes are an integral part of the financial statements.			

As per our report of even date

For M S K A & Associates LLP
(formerly known as M S K A & Associates)
Chartered Accountants
Firm Registration Number : 105047W/W101187

Prateek Khandelwal
Partner
Membership Number: 139144

Place: Mumbai
Date: May 6, 2026

For and on behalf of the Board of Directors

Rishi Nathany	**Prafulla Chhajed**	**Kemisha Soni**
Managing Director & CEO	Chairman	Director
DIN : 00999139	DIN: 03544734	DIN : 06805708

Mandar Kulkarni	**Rajesh Kumar Agrawal**
Company Secretary	Chief Financial Officer

Place: Mumbai
Date: May 6, 2026

Multi Commodity Exchange Clearing Corporation Limited

Statement of Profit and Loss for the year ended March 31, 2026

Rs. in Lakh

	Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
I	**Income**			
	Revenue from operations	20	42,589	23,897
	Other income	21	228	351
	Total income		**42,817**	**24,248**
II	**Expenses**			
	Employee benefits expense	22	3,333	2,759
	Finance costs	23	35	48
	Depreciation and amortization expense	2A, 2B & 3A	618	
				472
	Information technology expenses	24	5,304	4,868
	Other expenses	25	1,448	1,765
	Total expenses		**10,738**	**9,912**
III	Profit before exceptional items and tax (I-II)		32,079	14,336
IV	Exceptional items		-	-
III	**Profit before tax**		**32,079**	**14,336**
IV	**Tax expenses:**			
	Current tax	27	(1,339)	(9)
	Excess/(short) provision for tax relating to previous years		2	-
	Deferred tax	27	-	-
V	**Profit for the year**		**30,742**	**14,327**
VI	Other comprehensive income:			
	Items that will be reclassified to profit or loss (net of tax)			
	Remeasurement of employee benefits obligations		2	(30)
VII	**Total comprehensive income for the year**		**30,744**	**14,297**
VIII	**Earnings per equity share (of Rs. 10/- each)**	29		
	Basic earnings per share (in Rs.)		12.81	5.97
	Diluted earnings per share (in Rs.)		12.81	5.97
Summary of material accounting policies		1		
See accompanying notes to the financial statements.		1-41		
The accompanying notes are an integral part of the financial statements.				

As per our report of even date

For M S K A & Associates LLP
(formerly known as M S K A & Associates)
Chartered Accountants
Firm Registration Number : 105047W/W101187

Prateek Khandelwal
Partner
Membership Number: 139144

Place: Mumbai
Date: May 6, 2026

For and on behalf of the Board of Directors

Rishi Nathany	**Prafulla Chhajed**	**Kemisha Soni**
Managing Director & CEO	Chairman	Director
DIN : 00999139	DIN: 03544734	DIN : 06805708

Mandar Kulkarni
Company Secretary

Rajesh Kumar Agrawal
Chief Financial Officer

Place: Mumbai
Date: May 6, 2026

Multi Commodity Exchange Clearing Corporation Limited

Statement of changes in equity for the year ended March 31, 2026

Rs. in lakh

Particulars	Equity Share Capital (A)	Other Equity (B)
As at April 01, 2024	**23,999**	**(16,868)**
Profit for the year	-	14,297
Equity shares issued during the year	-	-
Transfer to Core Settlement Guarantee Fund (refer note 35)	-	(1,415)
As at March 31, 2025	**23,999**	**(3,986)**
Profit for the year	-	30,744
Equity shares issued during the year	-	-
Transfer to Core Settlement Guarantee Fund (refer note 35)	-	(23,400)
As at March 31, 2026	**23,999**	**3,358**

As per our report of even date

For M S K A & Associates LLP
(formerly known as M S K A & Associates)
Chartered Accountants
Firm Registration Number : 105047W/W101187

Prateek Khandelwal
Partner
Membership Number: 139144

Place: Mumbai
Date: May 6, 2026

For and on behalf of the Board of Directors

Rishi Nathany	**Prafulla Chhajed**	**Kemisha Soni**
Managing Director & CEO	Chairman	Director
DIN : 00999139	DIN: 03544734	DIN : 06805708

Mandar Kulkarni
Company Secretary

Rajesh Kumar Agrawal
Chief Financial Officer

Place: Mumbai
Date: May 6, 2026

Multi Commodity Exchange Clearing Corporation Limited

Cash Flow Statement for the year ended March 31, 2026

Rs. in lakh

	Particulars	Year ended			
		March 31, 2026		March 31, 2025	
A	**Cash flow from operating activities**				
	Profit before exceptional items and tax		**32,079**		**14,336**
	Adjustments for:				
	Depreciation and amortisation expense	618		472	
	Finance costs	35		48	
	Gain on fair value of investments	(367)		(1)	
	Excess provision written back	(177)		(313)	
			109		**206**
	Operating profit before working capital changes		**32,188**		**14,542**
	Changes in working capital				
	Adjustments for (increase) / decrease in assets				
	Other financial assets (non current)	4		2,949	
	Other non-current assets	-		1	
	Trade receivables	(3,891)		(1,350)	
	Other financial assets (current)	-		(8,118)	
	Other current assets	(90)		367	
	Adjustment for increase in Core Settlement Guarantee Fund (Core SGF)	43,715		14,958	
	Additional contribution to Core Settlement Guarantee Fund (Core SGF)	(23,400)		(1,415)	
	Adjustments for increase / (decrease) in liabilities				
	Other non-current financial liabilities	56		(5)	
	Non - current provisions	1		22	
	Trade payables	(67)		1,484	
	Other financial liabilities	1,25,734		13,292	
	Other current liabilities	3,196		913	
	Current provisions	156		(16)	
			1,45,414		**23,082**
	Cash generated from operations		**1,77,602**		**37,624**
	Less: Income tax paid (net of refunds)		(4,454)		(84)
	Net cash generated from operating activities		**1,73,148**		**37,540**
B	**Cash flow from investing activities:**				
	Capital expenditure on fixed assets		(546)		(223)
	Sale of Property, plant and equipment		23		-
	(Purchase)/Sale of current investment		(18,792)		1,085
	Investment in term deposits		(1,05,286)		(22,259)
	Net cash flow used in investing activities		**(1,24,601)**		**(21,397)**
C	**Cash flow from financing activities:**				
	Finance cost paid		(7)		(29)
	Payment of lease liabilities including interest		(331)		(286)
	Net cash flow used in financing activities		**(338)**		**(315)**
	Net increase/(decrease) in cash and cash equivalents (A+B+C)		**48,209**		**15,828**
	Cash and cash equivalents at the beginning of the year		33,763		17,935
	Cash and cash equivalents at the end of the year		**81,972**		**33,763**
	Reconciliation of cash and cash equivalents as per the cash flow statement				
	Cash and cash equivalents comprise of the following				
	Balances with Banks				
	In current acccounts		23,172		12,728
	Fixed deposits with banks		58,800		21,035
	Balances as per the statement of cash flows		**81,972**		**33,763**

Note to Cash Flow Statement:

1 The cash flow statement has been prepared under the "Indirect Method" as set out in Ind AS 7 "Statement of Cash Flows".

For M S K A & Associates LLP
(formerly known as M S K A & Associates)
Chartered Accountants
Firm Registration Number : 105047W/W101187

Prateek Khandelwal
Partner
Membership Number: 139144

Place: Mumbai
Date: May 6, 2026

For and on behalf of the Board of Directors

Rishi Nathany	**Prafulla Chhajed**	**Kemisha Soni**
Managing Director & CEO	Chairman	Director
DIN : 00999139	DIN: 03544734	DIN : 06805708

Mandar Kulkarni
Company Secretary

Rajesh Kumar Agrawal
Chief Financial Officer

Place: Mumbai
Date: May 6, 2026

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements

1. Company Overview and Material Accounting Policies, Key accounting estimates and Judgements:

Multi Commodity Exchange Clearing Corporation Limited (MCX CCL) is a fully owned subsidiary of Multi Commodity Exchange of India Limited (MCX) incorporated on 01st August, 2008 under the provisions of the Companies Act, 2013. The Company has its registered office at 'Exchange Square', Suren Road, Chakala, Andheri (East), Mumbai 400093, India. The Company is primarily engaged in the business of providing Clearing and Settlement of contracts traded on the platform of MCX.

1.1 Basis of Preparation of Financial Statements

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified under Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

1.2 Material Accounting Policies

A. Revenue Recognition

Revenue is recognized on accrual basis and when no significant uncertainty as to measurement and realization exists.

a) Clearing and Settlement charges, are recognized on accrual basis as and when the services are rendered
b) Subscription and other fees – Revenue is recognized on straight line basis over the period to which fee relates.
c) Dividend income is recognized when the Company's right to receive dividend is established.
d) Warehouse income is recognized on accrual basis.
e) Interest income accrued on time proportion basis.

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements

B. Property, plant and equipment

Property, plant and equipment are stated at original cost, less accumulated depreciation and accumulated impairment losses, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management.

Depreciation methods, estimated useful lives and residual value:
Depreciation is calculated using the straight-line method to allocate their cost over their estimated useful lives as follows:

Asset Class	Useful Life	Useful Life as per Companies Act
Vehicles	5 years	5 years
Furniture and fixtures	10 years	10 years
Computer Hardware	3-6 years	3-6 years
Office equipment	5 years	5 years

Depreciation methods, useful lives and residual values are reviewed at each financial year end.

The Company, based on management estimate, depreciates certain items over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Property plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in other income / expense in the statement of profit and loss in the year the asset is derecognised.

C. Intangible assets

Intangible assets are recognized only if it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of the assets can be measured reliably. Expenditure on an intangible item is expensed when incurred unless it forms part of the cost of intangible asset that meets the recognition criteria. Intangible assets are stated at cost of acquisition and are carried at cost less accumulated amortization and impairment loss, if any. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. Amortization methods and useful lives are reviewed at each financial year end.

Amortisation is calculated using the straight–line method to write down the cost of intangible assets to their residual values over their estimated useful lives, as follows:

Asset Class	Useful Life
Computer software	5 years

At each balance sheet date consideration is given to determine whether there is any indication of impairment of the carrying amounts of the Company's intangible assets. If indication exists, an asset's recoverable amount is estimated. An impairment loss is recognized in the Statement of Profit and Loss whenever the carrying amount of an asset exceeds its recoverable amount.

D. Fair Value Measurement

The Company measures financial instruments at fair value in accordance with accounting policies at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible to the Company.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the balance sheet on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

E. Income taxes

Income tax expense comprises current and deferred income tax. Current income tax for taxable profit before tax as reported in the Statement of Profit and Loss for the periods is recognized at the amount expected to be paid to or

recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Income tax expense is recognized in net profit in the Statement of Profit and Loss except to the extent that it relates to items recognized in other comprehensive income.

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date.

A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. Deferred tax relating to items recognized outside the statement of profit and loss are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity.

F. Impairment of non-financial assets

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired, if such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. Impairment losses are reversed in the Statement of Profit and Loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognized.

G. Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made.

Contingent liability is disclosed in the case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from past events, when no reliable estimate is possible
- a possible obligation arising from past events, when the probability of outflow of resources is remote.

Provisions and contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements

H. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks, short-term deposits with a maturity of three months or less from the date of acquisition, which are subject to an insignificant risk of changes in value.

I. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) before exceptional items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

J. Financial Instruments

Financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a) Financial Assets:

The Company measures its financial assets at fair value at each balance sheet date. In this context, quoted investments are fair valued adopting the techniques defined in Level 1 of fair value hierarchy of Ind-AS 113 “Fair Value Measurement” and unquoted investments, where the observable input is not readily available, are fair valued adopting the techniques defined in Level 3 of fair value hierarchy of Ind-AS 113 and securing the valuation report from the certified Valuer. However, trade receivables that do not contain a significant financing component are measured at transaction price.

The Company classifies a financial asset in accordance with the below criteria:
i. The Company’s business model for managing the financial asset and
ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Company classifies its financial assets into the following categories:
i. Financial assets measured at amortized cost
ii. Financial assets measured at fair value through other comprehensive income (FVTOCI)
iii. Financial assets measured at fair value through profit or loss (FVTPL)
A financial asset is measured at the amortized cost if both the following conditions are met:
a) The Company’s business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and
b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset is measured at FVTOCI if both of the following conditions are met:

a) The Company's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

However, the Company recognizes dividend income from such instruments in the Statement of Profit and Loss and fair value changes are recognized in Other Comprehensive Income (OCI).

Financial assets measured at FVTPL:

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the Company. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

De-recognition

Financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e. removed from the company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either;
  (a) The Company has transferred substantially all the risks and rewards of the asset, or
  (b) The Company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognize the transferred asset to the extent of the company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On De-recognition of a financial asset, (except as mentioned in (ii) above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

Impairment of financial assets

The Company assesses impairment based on expected credit losses (ECL) model to the following:

- Financial assets measured at amortized cost
- Financial assets measured at fair value through other comprehensive income (FVTOCI)
- Financial assets measure at fair value through profit and loss (FVTPL)

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the company reverts to recognizing impairment loss allowance based on 12-months ECL.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

b) Financial Liabilities

The Company recognizes a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument.

All non-current financial liabilities of the Company are measured at amortized cost using the effective interest method. Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit or Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

K. Employee Benefits Expenses

a) Post-employment benefits and other long-term benefits

Payments to defined contribution schemes are recognized as an expense when employees have rendered the service entitling them to the contribution. The cost of providing benefits under the defined benefit scheme is determined using the projected unit credit method with actuarial valuations being carried out at each balance sheet date, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation.

The company recognizes re-measurement gains and losses arising on defined benefit gratuity plans in Other Comprehensive Income (OCI) as they will never be reclassified into profit or loss, they are immediately recorded in retained earnings.

b) Short term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognized as an expense during the period when the employee renders those services. These benefits include compensated absences such as leave expected to be availed within a year and performance incentives.

L. Core Settlement Guarantee Funds

As per SEBI vide circular no. CIR/MRD/DRMNP/25/2014 dated August 27, 2014, and SEBI/HO/CDMRD/DRMP/CIR/P/2018/11 dated July 11, 2018, every recognized clearing corporation shall establish and maintain a Fund to guarantee the settlement of trades executed in the exchange. The Clearing Corporation shall have a fund called Core SGF to guarantee the settlement of trades executed in the respective segment of the Stock Exchange. In the event of a clearing member failing to honour settlement commitments, the Core SGF shall be used to fulfil the obligations of that member and complete the settlement without affecting the normal settlement process.

The Core SGF shall be contributed in a manner as prescribed by SEBI. This fund is represented by earmarked Core SGF investments. The income earned on such investments is credited to the respective contributor's funds and adjusted towards incremental requirement of Minimum Required Corpus (MRC) as per SEBI letter reference no. SEBI/HO/MRD/DRMNP/OW/P/2018/4559/1 dated February 12, 2018. Penalties and fines levied by the Company are transferred to Core SGF as Other Contributions.

M. Functional currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.

N. Earnings per share

Basic earnings per share are computed by dividing the profit after tax available to the equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented.

O. Events after Reporting date

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

P. Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial period which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Q. Foreign currency translation and transactions

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency. Transactions in foreign currencies are recognized at the prevailing exchange rates on the transaction dates. Realized gains and losses on settlement of foreign currency transactions are recognized in the Statement of Profit and Loss. Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognized in the Statement of Profit and Loss.

1.3. Key accounting estimates and Judgments

The preparation of the Company's financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Critical accounting estimates and assumptions:

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

Income taxes

The Company's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

Defined benefit plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Property, Plant and Equipment

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the management at the time the asset is acquired and reviewed at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the product or service output of the asset.

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements

Fair value measurement of financial instruments

When the fair values of financials assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques which involve various judgements and assumptions.

Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Leases

The Company, as a lessee, recognizes a right-of-use (ROU) asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset. ROU assets and lease liabilities are initially recognised based on the present value of the future lease payments over the lease term. The discount rate used in determining the present value is the Company's incremental borrowing rate. The ROU asset also includes any prepaid lease payments and initial direct costs incurred and are reduced to reflect lease incentives received. The interest on lease liabilities is accrued at a constant periodic rate of interest on the remaining balance of the lease liability. The lease liability is re-measured if the Company changes its assessment of whether it will exercise an extension or termination option or undertakes certain modifications of the lease. The ROU asset is depreciated on a straight line basis from the lease commencement date to the earlier of the end of its useful life or the end of the lease term. Depreciation of ROU assets is presented within 'Depreciation and Amortization'. In addition, the ROU asset is tested for impairment losses where there is an impairment event.

The Company evaluates contracts greater than one year to determine whether they contain lease components at inception. Where contracts contain both lease and non-lease components, they are accounted for as a single lease. The Company has made certain judgments and elected certain practical expedients while applying the standard.

The Company presents ROU assets as a separate line item under non-current assets and lease liabilities within the 'Other Current Financial Liabilities' line of the Balance sheet.

Round Off

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirements of Schedule III, unless otherwise stated.

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

2A. Property, plant and equipment

Rs. in lakh

Particulars	Furniture and Fixtures	Office Equipment	Vehicles	Computer Hardware	Total
Gross carrying amount:					
Balance as at April 01, 2024	**0**	**1**	**21**	**15**	**37**
Additions	-	-	-	31	31
Disposals	-	-	-	-	-
Balance as at March 31, 2025	**0**	**1**	**21**	**46**	**68**
Additions	-	1	33	129	163
Disposals	-	-	(20)	-	(20)
Balance as at March 31, 2026	**0**	**2**	**34**	**175**	**211**
Accumulated Depreciation:					
Balance as at April 01, 2024	**0**	**1**	**10**	**10**	**21**
Additions	0	0	4	33	37
Disposals	-	-	-	-	-
Balance as at March 31, 2025	**0**	**1**	**14**	**43**	**58**
Additions	0	0	10	98	108
Disposals	-	-	(19)	-	(19)
Balance as at March 31, 2026	**0**	**1**	**5**	**141**	**147**
Net carrying amount:					
Balance as at March 31, 2025	**0***	**1**	**6**	**3**	**10**
Balance as at March 31, 2026	**0***	**1**	**29**	**34**	**64**

*0 denotes amount below rounding off convention

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

2B. Right to use asset (Refer note 28)

Rs. in lakh

Particulars	Lease	Total
Gross carrying amount:		
Balance as at April 01, 2024	**641**	**641**
Additions	67	67
Disposals	-	-
Balance as at March 31, 2025	**708**	**708**
Additions	660	660
Disposals	-	-
Balance as at March 31, 2026	**1,368**	**1,368**
Accumulated Depreciation:		
Balance as at April 01, 2024	**338**	**338**
Additions	259	259
Disposals	-	-
Balance as at March 31, 2025	**597**	**597**
Additions	304	304
Disposals	-	-
Balance as at March 31, 2026	**901**	**901**
Net carrying amount:		
Balance as at March 31, 2025	**111**	**111**
Balance as at March 31, 2026	**467**	**467**

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

3A. Intangible assets

Rs. in lakh

Particulars	Computer Software	Total
Gross carrying amount:		
Balance as at April 01, 2024	**975**	**975**
Additions	200	200
Disposals	-	-
Balance as at March 31, 2025	**1,175**	**1,175**
Additions	349	349
Disposals	(2)	-
Balance as at March 31, 2026	**1,522**	**1,524**
Accumulated Depreciation:		
Balance as at April 01, 2024	**377**	**377**
Additions	176	176
Disposals	-	-
Balance as at March 31, 2025	**553**	**553**
Additions	207	207
Disposals	(2)	(2)
Balance as at March 31, 2026	**758**	**758**
Net carrying amount:	-	**-**
Balance as at March 31, 2025	**622**	**622**
Balance as at March 31, 2026	**764**	**764**

Note :- 3B - Intangible assets under development: Rs. in lakh

Balance as at March 31, 2025	22	22
Balance as at March 31, 2026	35	35

Ageing for Intangible assets under development is as follows: Rs. in lakh

Intangible asset under development	Amount in CWIP for a period of		
	Less than 1 year	1-2 years	Total
Projects in progress as at March 31, 2025	22	-	22
Projects in progress as at March 31, 2026	35	-	35

Completion schedule is as follows: Rs. in lakh

Intangible asset under development	To be completed in		
	Less than 1 year	1-2 years	Total
Projects in progress as at March 31, 2025	22	-	22
Projects in progress as at March 31, 2026	35	-	35

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

4. Non current - Other financial assets Rs. in lakh

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good:		
Security deposits (Refer note 31)**	58	62
Bank deposits with more than 12 months maturity*	1,20,558	25,845
Interest accrued but not due on fixed deposits#	1,930	192
Total	**1,22,546**	**26,099**

*Bank deposits include :

Deposits which are earmarked for Core Settlement Guarantee Fund Rs. 64,832 lakh (as at March 31, 2025: Rs. 12,964 lakh)

#Interest accrued on fixed deposits include :

Interest accrued on fixed deposits which are earmarked for Core Settlement Guarantee Fund Rs. 1652 lakh (as at March 31, 2025: Rs. 73 lakh)

** Related to advance given to MCX towards short term lease of Rs. 5 lakh (March 31, 2025: NIL) and balance towards rent deposit covered under Ind AS 109 at amortised cost.

5. Income tax assets (net) Rs. in lakh

Particulars	As at March 31, 2026	As at March 31, 2025
Advance income tax [net of provision of Rs. 1339 lakh (as at March 31, 2025 : Rs. 9 lakh)]*	3,823	706
Total	**3,823**	**706**

*includes TDS receivable on fixed deposit on SGF of Rs. 258 lakh (as at March 31, 2025: Rs. 115 lakh)

6. Current investments Rs. in lakh

Particulars	As at March 31, 2026	As at March 31, 2025
Investment in mutual funds - FVTPL		
Unquoted Investments		
13,32,846.87 (as at March 31, 2025: 41,727.807) units in Aditya Birla Sun Life Liquid Fund - Dir - Growth	5,932	175
NIL (as at March 31, 2025: 1,106.804) units in Nippon India Liquid Fund - Dir - Growth	-	70
NIL (as at March 31, 2025: 3,756.559) units in Axis Liquid Fund - Direct Growth*	-	108
1,84,513.54 (as at March 31, 2025: 18,632.113) units in Axis Liquid Fund - Direct Growth	5,655	537
57,002.26 (as at March 31, 2025: 12,530.008) units in UTI Liquid Cash Plan Direct Growth	2,575	533
34,780.52 units in HDFC Liquid Direct Plan Direct Growth	1,882	-
6,26,771.89 units in ICICI Prudential Liquid Direct Plan Direct Growth	2,555	-
Investment in Treasury bills - Amortised cost		
182-DTB-09072026	493	-
091-DTB-07052026	1,491	-
Total	**20,583**	**1,423**
* earmarked for Core Settlement Guarantee Fund		
Aggregate amount of not listed not quoted Investments at Fair value	20,583	1,423
Aggregate amount of not listed not quoted Investments at cost	20,223	1,415
Aggregate amount of impairment in value of Investments	-	-

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

7. Trade receivables Rs. in lakh

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good (refer note 31)*	4,379	1,323
Secured, considered good	1,953	1,118
Total	**6,332**	**2,441**

* includes Rs. 4,130 lakhs (March 31, 2025: Rs. 1,156 lakhs) receivable from holding company

Ageing of account receivables as at March 31, 2026 is as follows: **Rs. in lakh**

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled	Less than 6 months	6 months -1 year	1-2 Years	More than 3 years	
Undisputed Trade receivables — considered good	188	6143	0	0	1	6,332
Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-
Disputed Trade Receivables — considered good	-	-	-	-	-	-
Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables — credit impaired	-	-	-	-	-	-
Total	**188**	**6,143**	**0**	**0**	**1**	**6,332**

Ageing of account receivables as at March 31, 2025 is as follows: **Rs. in lakh**

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled	Less than 6 months	6 months -1 year	1-2 Years	More than 3 years	
Undisputed Trade receivables — considered good	215	2,225	0	0	1	2,441
Undisputed Trade Receivables — which have significant increase in credit risk		-	-	-	-	-
Undisputed Trade Receivables — credit impaired		-	-	-	-	-
Disputed Trade Receivables — considered good		-	-	-	-	-
Disputed Trade Receivables — which have significant increase in credit risk		-	-	-	-	-
Disputed Trade Receivables — credit impaired		-	-	-	-	-
Total	**215**	**2,225**	**0**	**0**	**1**	**2,441**

8. Cash and cash equivalents Rs. in lakh

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks		
- in current accounts*	23,172	12,728
- fixed deposit with original maturity of less than 3 months	58,800	21,035
Total	**81,972**	**33,763**

* Includes balance of Rs. 33 lakh (March 31, 2025: Rs. 3 lakh) in Core Settlement Guarantee Fund earmarked bank accounts

9. Bank balances (other than cash and cash equivalents) Rs. in lakh

Particulars	As at March 31, 2026	As at March 31, 2025
Bank deposits with more than 3 months but less than 12 months maturity*	1,69,406	1,51,926
Total	**1,69,406**	**1,51,926**

*a) Bank deposits include deposits which are earmarked for Core Settlement Guarantee Fund Rs. 67,590 lakh (as at March 31, 2025: Rs. 74,869 lakh)

b) Deposits other than note (a) which are under lien with banks for overdraft facilities Rs. 14,934 lakh (as at March 31, 2025: Rs. 19,630 lakh)

10. Current - Other financial assets Rs. in lakh

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good (unless stated otherwise)		
Interest accrued but not due on fixed deposits*	2,970	11,614
Total	**2,970**	**11,614**

*Interest accrued on Fixed deposits include :

Interest accrued on fixed deposits which are earmarked for Core Settlement Guarantee Fund Rs. 2,364 lakh (as at March 31, 2025: Rs. 4,882 lakh)

11. Other current assets Rs. in lakh

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good (unless stated otherwise)		
Advances for supply of services other than capital advance	9	4
Other advance recoverable	3	-
Prepaid expenses	77	18
Balance with government authorities	224	201
Total	**313**	**223**

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

12. Equity share capital:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Shares	Rs. in lakh	Number of Shares	Rs. in lakh
Authorized				
Equity shares of Rs. 10/- each	30,00,00,000	30,000	30,00,00,000	30,000
Issued				
Equity shares of Rs. 10/- each	23,99,85,000	23,999	23,99,85,000	23,999
Subscribed and paid-up				
Equity shares of Rs. 10/- each	23,99,85,000	23,999	23,99,85,000	23,999
	23,99,85,000	**23,999**	**23,99,85,000**	**23,999**

a. Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting year:

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of shares held	Rs. in lakh	Number of shares held	Rs. in lakh
Balance at the beginning of the year	23,99,85,000	23,999	23,99,85,000	23,999
Add: Issued during the year	-	-	-	-
Balance at the end of the year	**23,99,85,000**	**23,999**	**23,99,85,000**	**23,999**

b. Details of shares held by each shareholder holding more than 5% Shares:

Name of shareholders	As at March 31, 2026		As at March 31, 2025	
	Number of Shares	% of holding	Number of Shares	% of holding
Multi Commodity Exchange of India Limited (The shares include 6 shares held by nominees of Multi Commodity Exchange of India Limited)	23,99,85,000	100%	23,99,85,000	100%

c. Shares held by Holding Company:

Name of Shareholders	As at March 31, 2026		As at March 31, 2025	
	Number of Shares	% of holding	Number of Shares	% of holding
Multi Commodity Exchange of India Limited (The shares include 6 shares held by nominees of Multi Commodity Exchange of India Limited)	23,99,85,000	100%	23,99,85,000	100%

d. The Company has only one class of equity shares having par value of Rs 10/- each. The Company declares and pays dividend in Indian Rupees. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in the proportion of equity shares held.

e. No class of shares have been issued as bonus shares or for consideration other than cash by the Company during the period of five years immediately preceding the current year end.

f. No class of shares have been bought back by the Company during the period of five years immediately preceding the current year.

13. Other equity

Surplus/(deficit) in the statement of profit and loss: Rs. in lakh

Particulars	As at	
	March 31, 2026	March 31, 2025
Opening balance at the beginning of the year	(3,986)	(16,868)
Transfer to Core Settlement Guarantee Fund (refer note 35)	(23,400)	(1,415)
Add: Profit for the year	30,744	14,297
Balance at the end of the year	**3,358**	**(3,986)**

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

14. Core Settlement Guarantee Fund (SGF) (refer note 35) **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance (cash component)	93,014	78,056
Add/(Less): Clearing Corporation Limited - contribution	27,688	4,902
Add: Exchange- MCX contribution*	9,295	4,778
Add: Settlement related penalties	6,732	5,278
Total	**1,36,729**	**93,014**

*includes Rs. 7,666 lakh (March 31, 2025: Rs. 3,543 lakh) as additional contribution to Core SGF, additional amount is on account of penalty and income there on.

15. Other non-current financial liabilities:

Rs. in lakh

Particulars	As at March 31, 2026	As at March 31, 2025
Employee benefits payable	272	216
Total	**272**	**216**

15 (a). Non- current lease liabilities **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Lease liability (refer note 28)	146	-
Total	**146**	**-**

16. Non-current provisions **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for compensated absences	76	75
Total	**76**	**75**

17. Other financial liabilities **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Advance received from members and applicants towards		
- Trading margin from members	2,30,113	1,05,456
- Member's security deposits	2,282	2,226
Trade / Security deposits from settlement bankers	2,300	2,300
Payable to holding company (refer note 31)	1,711	780
Employee benefits payable	444	471
Members obligation for transaction fees	20	21
Warehouse deposits	114	34
Others	79	41
Total	**2,37,063**	**1,11,329**

17 (a). Current lease liabilities **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Lease liability (refer note 28)	332	121
Total	**332**	**121**

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

18. Other current liabilities **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues payable	5,217	2,019
Payable to Core Settlement Guarantee Fund	-	0*
Income received in advance	-	1
Total	**5,217**	**2,020**

*0 denotes amount below rounding of convention

19. Current provisions: **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for compensated absences	12	11
Provision for gratuity (refer note 33)	27	50
Total	**39**	**61**

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

20. Revenue from operations **Rs. in lakh**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Sale of services		
Clearing and Settlement fees (Refer note 31)	25,670	12,022
Annual subscription fees	115	109
Membership admission fees	150	123
	25,935	12,254
Other operating revenues		
Income from treasury	15,460	9,638
Warehouse income	1,069	1,921
Others (Refer note 31)*	125	84
	16,654	11,643
Total	**42,589**	**23,897**

* It includes amount charged to MCX towards status report processing charges of Rs. 7 lakh (March 31, 2025: Rs. 7 lakh)

21. Other Income **Rs. in lakh**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest on income tax refund	-	34
Provisions written back	177	313
Miscellaneous income	51	4
Total	**228**	**351**

22. Employee benefits expense **Rs. in lakh**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Salaries, wages, bonus and other allowances	3,094	2,572
Contribution to provident and other funds	133	104
Gratuity & Leave encashment	89	77
Staff welfare expenses	17	6
Total	**3,333**	**2,759**

23. Finance costs **Rs. in lakh**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest on overdraft	7	28
Interest on lease liabilities (refer note 28)	28	20
Total	**35**	**48**

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

24. Information technology expenses **Rs. in lakh**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Software support charges (refer note 31)*	5,304	4,868
Total	**5,304**	**4,868**

* includes Rs. 5,146 lakhs (March 31, 2025: Rs. 4,735 lakh) charged by holding company

25. Other expenses **Rs. in lakh**

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Advertisement	12	2
Rent (Refer note 31)*	323	546
Insurance	36	30
Financial Disincentive (refer note 35)	150	150
Settlement payment to SEBI [refer note 35(a)]	-	270
Provision towards show cause notice [refer note 35(b)]	-	175
Travelling and conveyance	103	91
Printing and stationery	2	2
CSR related expenses (refer note 36)	133	54
Legal and professional	341	188
Membership fees and subscriptions	43	31
Payment to the auditors		
- For audit	7	6
- For taxation matters	1	1
- For certification	2	-
Directors Sitting fees	223	165
Office expenses	46	36
Miscellaneous	26	18
Total	**1,448**	**1,765**

*Includes amount paid to MCX towards short term lease of Rs. 26 lakh (March 31, 2025: NIL)

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

26. Contingent liabilities and commitments (to the extent not provided for): **Rs. in lakh**

Claims against the Company not acknowledged as debt	As at March 31, 2026	As at March 31, 2025
Income tax demands against which the Company is in appeals (including interest upto the date of order) (net of rectification orders)*	997	-
GST demand (including interest)#	0	-

* The total outstanding demand is Rs. 997 lakh as on date. Based on the decisions of the Appellate authorities and the interpretations of other relevant provisions of the Income tax Act, 1961, the Company has been legally advised that the demand raised is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

GST demand amounts to Rs. 39,000/-

Capital commitments: **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	-	-

27. Income tax related to items charged or credited directly to profit or loss during the year :

a. Income tax expense: **Rs. in lakh**

Particulars	Year ended	
	March 31, 2026	March 31, 2025
Current tax	1,339	9
Deferred tax	-	-
Excess provision for tax relating to previous years	(2)	-
Total Income tax expense	**1,337**	**9**

b. Reconciliation of tax expense: **Rs. in lakh (unless otherwise stated)**

Particulars	Year ended	
	March 31, 2026	March 31, 2025
Reconciliation:		
Profit / (loss) before tax	32,079	14,336
Applicable tax rate	25.17%	25.17%
Computed expected tax expense	8,074	3,608
Add:		
Expenses disallowed	245	299
Income from other source	-	9
Less:		
Expenses allowed	(311)	(217)
Contribution to SGF	(5,889)	(356)
Set off of business loss	(780)	(3,334)
	1,339	**9**
Excess provision for tax relating to prior year	(2)	-
Income tax expense per profit & loss account	**1,337**	**9**
Effective tax rate	**4.17%**	**0.06%**

c. Deferred tax relates to the following: **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Expenses allowable on payment basis	-	-
Other items giving rise to temporary differences (including impact on fair value of investments)	-	-
Difference between WDV of property, plant and equipment as per books of accounts and income tax	-	-
Deferred tax asset / (liability)	**-**	**-**

d. Reconciliation of deferred tax assets / (liabilities) net: **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance as on 1st April	-	-
Tax income / (expense) during the year recognized in profit & loss account	-	-
Deferred tax liability reversed during the year	-	-
Closing balance	**-**	**-**

Note: No deferred tax assets has been recognised owing to uncertainity over significant future taxable profits against which such temporary difference can be utilised.

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

28. IND AS 116 Leases:

a) The movement in lease liabilities during the year: **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	**121**	**321**
Additions during the year	660	67
Finance costs incurred during the year	28	20
Payment of lease liabilities	(331)	(286)
Lease liabilities	**478**	**121**
Non-current lease liability	146	146
Current lease liability	332	121

b) The carrying value of the right of use and depreciation charged during the year: **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	111	303
Additions during the year	660	67
Depreciation charged during the year	(304)	(259)
Closing Balance	**467**	**111**

c) Amounts recognised in statement of profit or loss: **Rs. in lakh**

Particulars	Year ended March 31, 2025	Year ended March 31, 2025
Depreciation on ROU	304	259
Finance costs incurred during the year	28	20

d) Maturity analysis of lease liabilities: **Rs. in lakh**

Particulars	As at March 31, 2026	As at March 31, 2025
Maturity Analysis of contractual undiscounted cash flows		
Less than 1 year	332	121
1-5 years	146	-
More than 5 years	-	-

During the current year, rent amount for the Gift city premises towards short term lease is Rs. 26 lakh (March 31, 2025: Rs. 23 lakh)

29. Earnings per share

The following is a reconciliation of the equity shares used in the computation of basic and diluted earnings per equity share:

Rs. in lakh (as otherwise stated)

Particulars	Year ended	
	March 31, 2026	March 31, 2025
Weighted average shares outstanding - basic and diluted	23,99,85,000	23,99,85,000
Net profit available to equity shareholders	30,742	14,327
Basic and diluted earnings per share	12.81	5.97

30. Segment reporting

Based on the risks and returns identified, organizational structure and the internal financial reporting system, the business segment is the primary segment for the Company and accordingly “business of facilitating clearing and settlement of trades in commodities” is considered as the only Primary Reportable business segment. Further, since the Company renders services only in the domestic market in India, there is no geographical segment.

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

31. Related Party Information

Names of related parties and nature of relationship:

Nature of relationship	Name of Related Party
Holding Company	Multi Commodity Exchange of India Limited (MCX)
Directors	Mr. Narendra Kumar Ahlawat (upto 31.03.2026)
	Mr. Mohan Narayan Shenoi
	Mr. Prafulla Chhajed
	Mr. Srinivas Petluri
	Ms. Kemisha Soni
	Mr. Manoj Jain
	Mr. Sundara Iyer Ganesh Kumar S (upto 16.02.2026)
Key Managerial Personnels (KMP's)	(i) Mr. Narendra Kumar Ahlawat, MD & CEO (upto 31.03.2026)
	(ii) Mr. Rajesh Kumar Agrawal, Chief Financial Officer (CFO)
	(iii) Mr. Mandar Kulkarni, Company Secretary and VP-Legal
	(iv) Mr. Soundararajan Venkatadas,Chief Operating Officer
	(v) Mr. Praveen Kotian, Head - Legal
	(vi) Mr. Fardeen Ahmed Iftekhar Siddiquee- Chief Risk Officer (CRiO) (w.e.f. 19.11.2024)
	(vii) Mr. Pradip Govind Gurav- Head - HR, Admin & Procurement (w.e.f. 10.12.2024)
	(viii) Mr. Anilkumar Varma, Chief Technology Officer
	(ix) Mr. Arnav Datta, Head – Warehousing Operations, Collaterals, Delivery and Spot
	(x) Mr. M Ramalingam, Chief Regulatory officer and Compliance Officer, Head -Membership & Default and Inspection & Investor Grievance
	(xi) Mr. Mihir Malode- Chief Information Security Officer (CISO) and Data Protection Officer

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

Transactions with related parties:

The details of transactions with related parties for the year ended March 31, 2026 are as follows:

Rs. in lakh

Nature of Transactions	Holding Company	Shareholder's Directors	Independent Directors	KMP's	Total
Transactions					
Re-imbursements charged to MCX*	0	-	-	-	0
Re-imbursements charged by MCX	48	-	-	-	48
Clearing and Settlement fees (^) (Refer note 20)	25,670	-	-	-	25,670
50% sharing of status report-processing charges (Refer note 20)	7	-	-	-	7
Regulatory fees, transactions charges, fines and penalties and other collections on behalf of MCX	4,88,953	-	-	-	4,88,953
Rent paid (Refer note 25)**	357	-	-	-	357
IT and other infrastructure charges	5,670	-	-	-	5,670
SGF contribution received from MCX (Refer note 14)	7,666	-	-	-	7,666
Spot Polling System and SPOT Polling Mobile APP* (Refer note 25)	0	-	-	-	0
Transfer of car (Refer note 2A)	-	-	-	2	2
Sitting fees paid (Refer note 25)	-	40	182	-	222
Balances as at March 31, 2026					
Net receivables (Refer note 7)	4,130	-	-	-	4,130
Payable to holding company [Refer note 17 & 34d(ii)]	3,511	-	-	-	3,511
Rent deposit (Refer note 4)	64	-	-	-	64

(^) Clearing & settlement fees disclosed on accrual basis.

*0 denotes amount below rounding of convention

** Includes amount paid towards short term lease of Rs. 26 lakh and balance amount towards lease covered under Ind AS 116.

The details of transactions with related parties for the year ended March 31, 2025 are as follows:

Rs. in lakh

Nature of Transactions	Holding Company	Shareholder's Directors	Independent Directors	KMP's	Total
Transactions					
Re-imbursements charged to MCX	12	-	-	4	16
Re-imbursements charged by MCX	7	-	-	-	7
Clearing and Settlement fees (^) (Refer note 20)	12,022	-	-	-	12,022
50% sharing of status report-processing charges (Refer note 20)	7	-	-	-	7
Regulatory fees, transactions charges, fines and penalties and other collections on behalf of MCX	2,23,695	-	-	-	2,23,695
Rent paid	310	-	-	-	310
IT and other infrastructure charges	4,735	-	-	-	4,735
Rent deposit paid	3				3
SGF contribution received from MCX (Refer note 14)	3,543				3,543
Sitting fees paid (Refer note 25)	-	25	139	-	164
Balances as at March 31, 2025					
Net receivables (Refer note 7)	1,156	-	-	-	1,156
Payable to holding company [Refer note 17 & 34d(ii)]	1,964	-	-	-	1,964
Rent deposit (Refer note 4)	64	-	-	-	64

(^) Clearing & settlement fees disclosed on accrual basis.

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

Terms and conditions of transactions with related parties

The services provided to and received from related parties are made on terms equivalent to those that prevail in arm's length transactions.
Outstanding balances at the year end are unsecured, interest free and will be settled in cash. There have been no guarantees received or provided for any related party receivables or payable.

Compensation of key managerial personnel of the Company

Rs. in lakh

Nature of transactions	Year ended March 31, 2026	Year ended March 31, 2025
Salary and Allowances paid/payable to KMP's :-		
Mr. Narendra Kumar Ahlawat	227	169
Mr. Rajesh Kumar Agrawal	83	66
Mr. Mandar Kulkarni	64	53
Mr. Soundararajan Venkatadas	151	127
Mr. Praveen Kotian	42	34
Mr. Himanshu Raja (upto 10.10.2024)	-	30
Mr. Anilkumar Varma	113	83
Mr. Arnav Datta	69	57
Mr. M Ramalingam	90	74
Mr. Mihir Malode	65	49
Mr. Fardeen Ahmed Iftekhar Siddiquee (w.e.f. 19.11.2024)	59	23
Mr. Pradip Govind Gurav (w.e.f. 10.12.2024)	36	11

Notes :
1. KMPs as on the respective dates are considered.
2. Parties with no transactions during the year, are not considered in the statement.

32. There are no amounts due to the suppliers covered under the Micro, Small and Medium Enterprises Development Act, 2006 except as disclosed in Balance Sheet, this information takes into account only those suppliers who have responded to the enquiries made by the Company for this purpose.

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

33. Employee Benefit Plans:

a. Post employment defined benefit plans :

The Company makes annual contributions to the Employee's Group Gratuity Assurance Scheme administered by the Life Insurance Corporation of India ('LIC'), a funded defined benefit plan for qualifying employees. The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to fifteen days salary payable for each completed year of service or part thereof in excess of six months. Vesting occurs on completion of five years of service.

The following tables set out the funded status of the gratuity plans and the amounts recognized in the Company's financial statements as at March 31, 2026 and March 31, 2025.

Rs. in lakh

Particulars	Year ended	
	March 31, 2026	March 31, 2025
Change in benefit obligations		
Present value of benefit obligation at the beginning of the year	277	236
Interest cost	19	17
Current service cost	48	33
Liability Transferred In/Acquisitions	(8)	-
Actuarial (gains)/ losses on obligations - Due to change in financial assumptions	(17)	9
Actuarial (gains)/ losses on obligations - Due to experience	16	17
Benefits paid from the fund	(13)	(35)
Present value of benefit obligations at the end of the year	**322**	**277**
Change in plan assets		
Fair value of plan assets at the beginning of the year	227	198
Interest income	16	15
Assets transferred in/acquisitions	-	-
Assets transferred out/disinvestments	(8)	-
Remeasurements - return on plan assets excluding amounts included in interest income	1	(4)
Contributions by the employer	72	53
Benefits paid from the fund	(13)	(35)
Fair value of plan assets at the end of the year	**295**	**227**
Funded status - excess of obligation over plan assets	**27**	**50**

Amount for the year ended March 31, 2026 and March 31, 2025 recognized in the Statement of Profit and Loss under employee benefits expenses.

Rs. in lakh

Recognized in Profit and Loss	Year ended	
	March 31, 2026	March 31, 2025
Current service cost	48	33
Net interest cost	3	3
Expenses recognized	**51**	**36**

Amount for the year ended March 31, 2026 and March 31, 2025 recognized in statement of other comprehensive income:

Rs. in lakh

Recognized in Other Comprehensive Income (OCI)	Year ended	
	March 31, 2026	March 31, 2025
Actuarial (gains) / losses on obligation for the year	(1)	26
(Return) / loss on plan assets excluding amounts included in the net interest on the net defined benefit liability/(asset)	(1)	4
Change in asset ceiling	-	-
Net (income)/expense for the year recognized in OCI	**(2)**	**30**

The weighted-average assumptions used to determine benefit obligations as at March 31, 2026 and March 31, 2025 are set out below:

Weighted Average Actuarial Assumptions	Year ended	
	March 31, 2026	March 31, 2025
Discount rate	7.48%	6.81%
Weighted average rate of increase in compensation levels	7.50%	7.50%
Weighted average duration of defined projected benefit obligation	9	10

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

Rs. in lakh

Sensitivity Analysis	Year ended	
	March 31, 2026	March 31, 2025
Projected benefit obligation on current assumptions	322	276
Delta effect of +1% change in rate of discounting	(22)	(21)
Delta effect of -1% change in rate of discounting	26	25
Delta effect of +1% change in rate of salary increase	25	25
Delta effect of -1% change in rate of salary increase	(22)	(21)
Delta effect of +1% change in rate of employee turnover	(2)	(2)
Delta effect of -1% change in rate of employee turnover	2	3

Additional Details :

Methodology adopted for Valuation is Projected Unit Credit Method.

Sensitivity analysis is an analysis which will give the movement in liability if the assumptions were not proved to be true on different count. This only signifies the change in the liability if the difference between assumed and the actual is not following the parameters of the sensitivity analysis.

Since investment is with insurance company, Assets are considered to be secured.
Assumptions regarding future mortality experience are set in accordance with the Indian Assured Lives Mortality (2006-08)
Expected rate of return on plan assets is based on expectation of the average long term rate of return expected to prevail over the estimated term of the obligation on the type of the investments assumed to be held by LIC, since the fund is managed by LIC.
The estimates of future salary increases, considered in actuarial valuation, takes into account of inflation, seniority, promotions and other relevant factors, such as supply and demand in the employment market.
The Company expects to contribute Rs. 76 lakhs to the plan assets during Financial Year 2026-27
Actuarial Gains/Losses are recognized in the year of occurrence under Other Comprehensive Income (OCI). All above reported figures of OCI are gross of taxation

Maturity profile of projected benefit obligation: Rs. in lakh

Projected Benefits Payable in Future Years from the Date of Reporting	March 31, 2026	March 31, 2025
Within 1 year	53	6
1-2 year	24	45
2-3 year	60	22
3-4 year	23	50
4-5 year	8	21
5 and above years	522	433

b. Defined Contribution Plans :

Amounts recognised as expenses towards contributions to Gratuity fund, Provident and Family Pension Fund, Employee State Insurance Corporation and other funds by the Company are Rs. 186 Lakh (March 31, 2025: Rs. 139 lakh).

Rs. in lakh

Particulars	Year ended	
	March 31, 2026	March 31, 2025
Contribution to Provident and Family Pension Fund & Labour Welfare Fund	132	102
Contribution to Gratuity Fund	53	36
Contribution to Employees Deposit Linked Insurance (EDLI)	1	1

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

34. Financial Instruments

A. Financial instruments by category

The carrying value and fair value of financial instruments by categories as of March 31, 2026 and at March 31, 2025 are as follows:

Rs. in lakh

Particulars	Refer Note	As at March 31, 2026 Carrying value	As at March 31, 2026 Fair value	As at March 31, 2025 Carrying value	As at March 31, 2025 Fair value
Financial assets:					
At amortised cost:					
Cash and cash equivalents	8	81,972	81,972	33,763	33,763
Bank Balances other than cash and cash equivalents	9	1,69,406	1,69,406	1,51,926	1,51,926
Bank deposits and interest accrued (current & non-current)	4 & 10	1,25,458	1,25,458	37,651	37,651
Trade receivables	7	6,332	6,332	2,441	2,441
Other financial assets (current & non-current)	4	58	58	62	62
Fair value through profit or loss:					
Investments in mutual funds	6	18,598	18,598	1,423	1,423
Amortised Cost					
Investment in treasury bill	6	1,985	1,985	-	-
Financial liabilities:					
At amortised cost:					
Trade payables		2,044	2,044	2,111	2,111
Other current financial liabilities	17	2,37,063	2,37,063	1,11,329	1,11,329
Other non-current financial liabilities	15	272	272	216	216
Lease liabilities	15(a)&17(a)	478	478	121	121

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2026:

Rs. in lakh

Particulars	As at March 31, 2026	Fair value measurement at end of the year using		
		Level 1	Level 2	Level 3
Assets				
Investments in Mutual Funds	18,598	18,598	-	-
Investments in Treasury bill	1,985	-	1,985	-

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2025:

Rs. in lakh

Particulars	As at March 31, 2025	Fair value measurement at end of the year using		
		Level 1	Level 2	Level 3
Assets				
Investments in Mutual Funds	1,423	1,423	-	-

The fair value of mutual fund valued at NAV as on the reporting date as declared by the Fund house.

B. Financial risk management:

Financial risk factors:

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

a. Market risk:

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables.

b. Interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

c. Credit risk:

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

d. Liquidity risk:

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's treasury team is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position on a daily and weekly basis.

(i) Financial Arrangements:

Following are the unutilised sanctioned bank overdraft limits against cash margin fixed deposit issued by the bank as at the respective year end:

Rs. in lakh

Particulars	As at March 31, 2026	As at March 31, 2025
Expiring within one year (bank overdraft)	12,500	19,630

(ii) Maturity patterns of other Financial liabilities:

Trade Payables ageing schedule as at March 31, 2026: **Rs. in lakh**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
MSME	33	-	-	-	33
Others (Refer note 31)*	2,011	-	-	-	2,011
Disputed dues- MSME	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-
Total	**2,044**	**-**	**-**	**-**	**2,044**

Trade Payables ageing schedule as at March 31, 2025: **Rs. in lakh**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
MSME	13	-	-	-	13
Others (Refer note 31)*	2,098	-	-	-	2,098
Disputed dues- MSME	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-
Total	**2,111**	**-**	**-**	**-**	**2,111**

*Includes amount payable to MCX Rs. 1800 lakh (March 31, 2025: Rs. 1184 lakh)

Disclosure relating to suppliers registered under MSMED Act based on the information available with the Company.

Rs. in lakh

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Amount remaining unpaid to supplier at the end of the accounting year		
Principal	33	13
Interest	-	-
Total	**33**	**13**
(b) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during each calender year.	-	-
(c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyong the appointed day during the year) but without adding the interest specified under MSMED Act.	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	-	-

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

e. Clearing and Settlement Risk:

Parties to a settlement may default on their obligations for reason beyond the control of the Company. Company guarantees the settlement of trade executed on the Company's platform and maintains a Core Settlement Guarantee Fund to support its guarantee obligations. SEBI introduced the guidelines on stress testing, Core Settlement Guarantee Fund ("SGF") to ensure that Company is compliant with International benchmarks and regulations.

35. Core Settlement Guarantee Fund (SGF):

Securities and Exchange Board of India, vide circular CIR/MRD/DRMNP/25/2014 dated August 27, 2014 & SEBI/HO/CDMRD/DRMP/CIR/P/2018/11 dated July 11, 2018, inter alia, has issued norms related to the computation of Minimum Required Corpus (MRC) to the Core Settlement Guarantee Fund (SGF). The required contribution shall be contributed by the Clearing Corporation (minimum 50%) from its own fund, Stock Exchange (minimum 25%) and members (maximum 25%). Accordingly, Core SGF has been contributed by Clearing Corporation (MCX CCL) from its own fund and Stock exchange (MCX) as prescribed by SEBI guidelines.
Accordingly, below mentioned amounts are transferred to SGF from reserves of MCXCCL to ensure compliance with said circular:

Rs. in lakh

Particulars	March 31, 2026	March 31, 2025
Contribution during the year	23,400	1,415
Total	**23,400**	**1,415**

In the event of a clearing member failing to honour settlement commitments, the Core SGF shall be used to fulfil the obligations of that member and complete the settlement without affecting the normal settlement process.
Total Core SGF as on March 31, 2026 is Rs. 1,36,729 lakhs (as at March 31, 2025: Rs. 93,014 lakhs) comprising of:

Rs. in lakh

Year	MCXCCL Contribution	MCX Contribution	Penalties/ Interest	Total
As at March 31, 2026	76,040	28,558	32,131	1,36,729
As at March 31, 2025	48,353	19,263	25,398	93,014

The Contribution made by MCXCCL and MCX includes the income accrued thereon.
The penalties transferred during the year is Rs. 4,749 lakhs (as at March 31, 2025: Rs. 3,634 lakhs) and interest income on fixed deposits and gain on sale of mutual fund is Rs. 7,900 lakhs (as at March 31, 2025: Rs. 6,466 lakhs).

The Company has contributed Rs. 150 lakhs (March 31, 2025: Rs. 150 lakhs) as a financials disincentive during the year in line with the provisions of SEBI Circular No. SEBI/HO/MRD1/DTCS/CIR/P/2021/590, dated July 5, 2021.

35. a. In FY 24-25, the Company had made the payment of Rs. 270 lakhs to SEBI towards settlement order issued on March 04, 2025.

35. b. In FY 24-25, the Company had made the provision of Rs. 175 lakhs towards the Show Cause Notice issued by SEBI for financial year 2024-25. On May 26, 2025, the said proceedings were disposed of by SEBI without any direction to the Company. Accordingly, the provision of 175 lakhs has been reversed during the year

36. Corporate Social Responsibility (CSR):

As per Section 135 of the Companies Act 2013, a Company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on Corporate Social responsibility (CSR) activities.
The CSR activities of the Company are generally carried out through charitable organisations , where funds are allocated by the Company. These organisations carry out the CSR activities as specified in the Schedule VII of the Companies Act, 2013 on behalf of the Company.

Rs. in lakh

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Amount required to be spent as per Section 135 of the Act	133	54
Amount spent during the year on:		
(i) Construction / acquisition of an asset	-	-
(ii) On purpose other than (i) above	133	54
Total	**133**	**54**

Multi Commodity Exchange Clearing Corporation Limited

Notes forming part of the financial statements for the year ended March 31, 2026

37. Foreign currency transaction

Particulars	Year ended March 31, 2026	Year ended March 31, 2025	Year ended March 31, 2026	Year ended March 31, 2025
Expenditure in foreign currency:	Foreign Currency	Foreign Currency	INR in Lakh	INR in Lakh
Software License Fees Expense:				
USD	37,000	87,000	33	73
Membership and Subscription:				
USD	33,000	28,750	29	25
EURO	32,000		35	
Travelling Expenses:				
USD	-	700	-	1

There is no unhedged foreign currency exposure as on March 31, 2026 and March 31, 2025 since there is no amount outstanding in foreign currency as on March 31, 2026 and March 31, 2025.

38. Additional Regulatory Information:

a. Ratios:

Ratios	Numerator	Denominator	Year ended March 31, 2026	Year ended March 31, 2025	Variance
Current ratio (in times)*	Total current assets	Total current liabilities	1.15	1.74	-34%
Debt-Equity ratio (in times)**	Debt consists of borrowings and lease liabilities	Total equity	0.02	0.01	75%
Debt service coverage ratio (in times)***	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other adjustments	Debt service = Interest and lease payments + Principal repayments	94.75	51.84	83%
Return on equity ratio (in %)#	Profit for the year less Preference dividend (if any)	Average total equity	129.79%	105.56%	23%
Trade receivables turnover ratio (in times)#	Revenue from operations	Average trade receivables	9.71	12.74	-24%
Trade payables turnover ratio (in times)#	Cost of equipment and software licences + other expenses	Average trade payables	3.25	3.69	-12%
Net capital turnover ratio (in times)****	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	0.69	0.54	29%
Net profit ratio (in %)#	Profit for the year	Revenue from operations	72.18%	59.95%	20%
Return on capital employed (in %)*****	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	115.37%	71.44%	61%
Return on Investments#	Income generated from treasury investments	Average invested funds in treasury investments	5.94%	7.25%	-18%
Inventory Turnover Ratio	Cost of goods sold or sales	Average Inventory	Not Applicable	Not Applicable	Not Applicable

* Decrease in current ratio is due to increase in other financial liabilities.

** Increase in Debt-Equity ratio is due to increase in lease liability.

*** Increase in Debt Service coverage ratio is due to increase in profit for the year.

**** increase in net capital turnover ratio is due to increase in average working capital .

***** increase in return on capital employed is due to increase in profits during the year.

variance is less than 25% hence reason for variance is not applicable.

Multi Commodity Exchange Clearing Corporation Limited
Notes forming part of the financial statements for the year ended March 31, 2026

b. The Company does not hold and there are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

c. The Company does not have any layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

d. The Company is not declared wilful defaulter by any bank or financial institution or other lender.

e. The Company does not have any transactions with Companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

f. The Company has not opted for any Scheme of Arrangements which has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

g. The Company does not hold any immovable property.

h. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

i. The Company has not received any fund from any party(s) ("Funding Party") with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

j. The Company does not have any pending charges or satisfaction yet to be registered with ROC beyond the statutory period

k. The Company do not have any transaction not recorded in the books of account that has been surrendered or not disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 for the year ended March 31, 2026.

l. The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

m. The Ministry of Corporate Affairs (MCA) has issued a notification (Companies (Accounts) Amendment Rules, 2021) which is effective from April 01, 2023, states that every Company which uses accounting software for maintaining its books of account shall use only the accounting software where there is a feature of recording audit trail of each and every transaction, and further creating an edit log of each change made to books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Company uses SAP as a primary accounting software for maintaining books of account, which has a feature of recording audit trail edit logs facility. The audit trail feature was enabled and operative throughout the financial year for the transactions recorded in the software impacting books of account at application level. Additionally, the audit trail of prior year has been preserved by the Company as per the statutory requirements for record retention.

n. The Company does not have any pending charges or satisfaction yet to be registered with ROC beyond the statutory period

39. On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Company has assessed impact of these changes to the extent applicable and accounted for during the year ended March 31, 2026.

40. The previous year figures have also been reclassified/regrouped to conform to this year's classification.

41. The financial statements were approved by the Board of Directors on May 6, 2026.

As per our report of even date

For M S K A & Associates LLP
(formerly known as M S K A & Associates)
Chartered Accountants
Firm Registration Number : 105047W/W101187

Prateek Khandelwal
Partner
Membership Number: 139144

Place: Mumbai
Date: May 6, 2026

For and on behalf of the Board of Directors

Rishi Nathany	**Prafulla Chhajed**	**Kemisha Soni**
Managing Director & CEO	Chairman	Director
DIN : 00999139	DIN: 03544734	DIN : 06805708

Mandar Kulkarni	**Rajesh Kumar Agrawal**
Company Secretary	Chief Financial Officer

Place: Mumbai
Date: May 6, 2026