



MULTI COMMODITY EXCHANGE OF INDIA LIMITED

CIN: L51909MH2002PLC135594

Regd. Office: Exchange Square, Suren Road, Chakala, Andheri (East), Mumbai – 400093

Tel.: +91-22-6731 8888, Fax: +91-22-6649 4151.

Website: www.mcxindia.com; Email id: info@mcxindia.com

NOTICE

NOTICE is hereby given that the 19th Annual General Meeting (“AGM”) of Multi Commodity Exchange of India Limited (“Company”) will be held on **Friday, September 3, 2021 at 11:30 a.m. IST** through Video Conferencing (VC)/ Other Audio Visual Means (“OAVM”) facility, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon.
 - b. Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Report of Auditors thereon.
2. To declare dividend of ₹ 27.60 per Equity Share of face value of ₹ 10 each for the Financial Year ended March 31, 2021.
3. To appoint a Director in place of Mr. Hemang Harish Raja (DIN: 00040769), who retires by rotation and being eligible, offers himself for re-appointment, subject to approval of Securities and Exchange Board of India (SEBI).

SPECIAL BUSINESS:

4. To appoint Mr. Vivek Krishna Sinha (DIN: 08667163) as a Shareholder Director and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of section 152, 161 and all other applicable provisions of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)], the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 (SECC Regulations) and the provisions of the Articles of Association of the Company, Mr. Vivek Krishna Sinha (DIN: 08667163), a nominee of National Bank for Agriculture and Rural Development (NABARD), in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from NABARD, a member, proposing his candidature for the office of Director, be and is hereby appointed as a Shareholder Director of the Company subject to the approval of the Securities and Exchange Board of India (SEBI), whose period of office shall be liable to retire by rotation, or shall cease to be a Director of the Company on the withdrawal of his nomination by NABARD earlier than the date when he shall be liable to retire by rotation and that the date of his appointment as a Director shall be effective from the date of approval of SEBI.”

5. To appoint Mr. Mohan Narayan Shenoi (DIN: 01603606) as a Shareholder Director and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of section 152, 161 and all other applicable provisions of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)], the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 (SECC Regulations) and the provisions of the Articles of Association of the Company, Mr. Mohan Narayan Shenoi (DIN: 01603606), in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from Mr. Rakesh Jhunjhunwala, a member, proposing his candidature for the office of Director, be and is hereby appointed as a Shareholder Director of the Company subject to the approval of the

Securities and Exchange Board of India (SEBI), whose period of office shall be liable to retire by rotation, or shall cease to be a Director of the Company on the withdrawal of his nomination by the said member earlier than the date when he shall be liable to retire by rotation and that the date of his appointment as a Director shall be effective from the date of approval of SEBI."

**By Order of the Board of Directors
For Multi Commodity Exchange of India Limited**

Ajay Puri
Company Secretary
Membership No.:A3554

Place: New Delhi

Date: July 24, 2021

Notes:

1. **An explanatory statement pursuant to section 102 of the Companies Act, 2013 with respect to Item No. 4 and 5 of the Notice is annexed hereto.**
2. In view of the social distancing norms to be followed due to COVID-19 pandemic and pursuant to Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020, and the Circular No. 02/2021 dated January 13, 2021, issued by MCA (Ministry of Corporate Affairs) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India and in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, companies are permitted to hold their AGM through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). Accordingly, the 19th Annual General Meeting of the Company being conducted through VC is herein after called as “e-AGM”.
3. The Company has appointed **Central Depository Services (India) Limited** (hereinafter referred as “CDSL”), to provide Video Conferencing facility for the Annual General Meeting and the attendant enablers for conducting of the e-AGM.
4. The term ‘Members’ has been used to denote Shareholders of the Company.
5. Pursuant to the provisions of the circulars of MCA on the VC/OAVM(e-AGM):
 - a) Members can attend the meeting through log in credentials provided to them to connect to Video conference;
 - b) Physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be made available for the 19th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
 - c) Body Corporates are entitled to appoint authorised representatives to attend the e-AGM through VC/OAVM and participate thereat and cast their votes through e-voting;
6. The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
7. Up to 1000 members will be able to join on a First-Come-First-Served (FCFS) basis to the e-AGM.
8. No restrictions on account of FCFS entry into e-AGM in respect of large Shareholders (Shareholders holding 2% or more shareholding), Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.
9. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate members intending to authorize their representatives to participate and vote during the meeting are requested to upload the scanned certified true copy (PDF Format) of the Board resolution / authorization letter on the e-voting website www.evotingindia.com and send a copy to the scrutinizer on email website naithanipcs@gmail.com. The scanned image of the above-mentioned documents should be in the naming format “Corporate Name Event No.”
10. As per the provisions under the MCA Circulars as mentioned above, Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
11. In view of the COVID-19 pandemic prevailing in the country, the Company will hold the AGM through VC/OAVM, without the physical presence of the Members as per the above mentioned MCA and SEBI Circulars. Hence, the route map is not annexed to this Notice.
12. Procedure for obtaining the Annual Report, e-AGM notice and e-voting instructions by the shareholders whose email addresses are not registered with the depositories or with Registrar & Share Transfer Agent (RTA) on physical folios:

On account of COVID-19 pandemic and in terms of MCA and SEBI Circulars, the Company has sent the Annual Report, Notice of e-AGM and e-Voting instructions only in electronic form to the registered email address of the shareholders. Therefore, those shareholders who have not yet registered their email address are requested to get the same registered through the procedure given below:

 - a) Those shareholders who have registered/not registered their mail address and mobile number including communication address and bank details may please contact and validate/update their details with the Depository Participant in case of shares held in electronic form and with the Company’s Registrar and Share Transfer Agent, M/s KFin Technologies Private Limited (KFin) in case the shares held in physical form.

- b) Shareholders are also requested to visit the website of the Company www.mcxindia.com or the website of the CDSL www.evotingindia.com for downloading the Annual Report and Notice of the e-AGM. Notice and Annual Report are available on the website of Stock Exchange, BSE Limited as well.
- c) Alternatively member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the duly signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for obtaining the Annual report, Notice of e-AGM and the e-voting instructions.

13. Voting:

All members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date Friday, August 27, 2021 only shall be entitled to vote at AGM by availing the facility of remote e-voting or by voting at the AGM.

- (i) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2021 and SEBI Circulars dated May 12, 2020 and January 15, 2021, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has appointed Central Depository Services (India) Limited (CDSL) for providing facility of voting through electronic means. The facility of casting votes by a member using remote e-Voting as well as the e-Voting system on the date of the AGM will be provided by CDSL.

The Company requests all the shareholders to participate and effectively exercise their vote(s) either by remote e-voting or by voting at e-AGM, on the resolutions moved by the Company in the Notice of AGM.

Further, the Company as an initiative to encourage huge participation in the voting, shall strive to send the necessary reminder(s) via email, to all the eligible Shareholders before the remote e-voting commences. Please note that the reminder will be sent to only shareholders, whose email address is available in the RTA records as on the cut-off date Friday, August 27, 2021.

- (ii) Mr. Prasen Naithani, Practicing Company Secretary (FCS No.:3830 & COP No.:3389), Proprietor of M/s P. Naithani & Associates, Company Secretaries, Mumbai has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the same purpose.

14. Instructions for members for remote e-Voting and e-Voting during AGM and joining meeting through VC are as under:

- (i) The remote voting period begins Tuesday, August 31, 2021 (9.00 AM IST) to Thursday, September 02, 2021 (5.00 PM IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, August 27, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned for Remote e-voting.
- (iii) Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system.
- (iv) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned for Remote e-voting.
- (v) The members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again. However, the Members who could not vote through remote e-voting may avail the e-voting system provided during the e-AGM.
- (vi) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- (vii) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (viii) Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- (ix) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 3 days prior to meeting (i.e. till August 31, 2021) mentioning their name, demat account number/folio number, email id, mobile number at ig-mcx@mcxindia.com The shareholders

who do not wish to speak during the AGM but have queries may send their queries in advance atleast 3 days prior to meeting (i.e. till August 31, 2021) mentioning their name, demat account number/folio number, email id, mobile number at ig-mcx@mcxindia.com. These queries will be replied to by the company.

- (x) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- (xi) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- (xii) Any person who becomes a Member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. August 27, 2021, may obtain the login details in the manner as mentioned below.
- (xiii) In view of negligible participation in the e-voting process by the public non-institutional shareholders/retail shareholders and to increase the efficiency of the voting process SEBI vide its circular dated December 09, 2020, has directed to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the e-voting service providers (ESPs), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Pursuant to said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest is https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KFIN/ LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at : https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website(s).

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542- 43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in DD/MM/YYYY format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3).

- (xiii) After entering these details appropriately, click on "SUBMIT" tab.
- (xiv) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xv) For shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
- (xvi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xvii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xviii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xix) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xx) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xxi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xxii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xxiii) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; naithanipcs@gmail.com and ig-mcx@mcxindia.com respectively, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

15. Members may note that the Board of Directors, in its meeting held on May 22, 2021 has recommended a final dividend of ₹ 27.60 per share. The record date for the purpose of final dividend will be **Friday, August 27, 2021**. The final dividend, once approved by the members in the ensuing AGM will be paid to the Members on/after **Monday, September 13, 2021**, electronically through various online transfer modes to those members who have updated their bank account details. **For members who have not updated their bank account details, dividend warrants / demand drafts / cheques will be sent out to their registered addresses post normalcy of postal facility.**

Therefore to avoid delay in receiving the dividend, members whose shareholding is in electronic mode are requested to direct notifications about change of address and updates about bank account details to their respective depository participants(s) (DP). Members whose shareholding is in physical mode are requested to opt for the Electronic Clearing System (ECS) mode to receive dividend on time in line with the Circulars. We urge members to utilize the ECS for receiving dividends. The members having shares in physical form may send their request to the Company's Registrar and Transfer Agent (RTA) at einward.ris@kfintech.com for updating the above details. Members are also requested to give the MICR Code of their bank to their DPs.

The Company will not entertain any direct request for change of address, transposition of names, deletion of the deceased joint holder's name and change in the bank account details of the members having shares in demat mode. The said details will be considered, as will be furnished by NSDL/CDSL to the Company.

16. Dividend for the Financial Year ended March 31, 2021, as recommended by the Board of Directors of the Company, if approved at the e-AGM, will be paid to the Members on/after **Monday, September 13, 2021**, as under:
- To all Beneficial Owners in respect of shares held in dematerialized form, as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on **Friday, August 27, 2021**;
 - To all Members in respect of shares held in physical form, after giving effect to valid transfers in respect of transmission/transposition requests lodged with the Company on or before the close of business hours on **Friday, August 27, 2021**.
17. The Register of Members and Share Transfer Books of the Company will remain closed from **Saturday, August 28, 2021 to Friday, September 03, 2021** (both days inclusive) for the purpose of payment of dividend for the Financial Year ended March 31, 2021 and the e-AGM of the Company to be held on **September 03, 2021**.

18. Tax on Dividend:

As you are aware that as per the Income tax Act, 1961, as amended by the Finance Act, 2020, dividends paid or distributed by a Company after April 1, 2020 shall be taxable in the hands of the shareholders. The Company shall therefore be required to deduct tax at source at the time of making the payment of the said Dividend on/after **Monday, September 13, 2021**.

For Resident Shareholders, taxes shall be deducted at source under Section 194 of the Income tax Act, 1961 at 10% on the amount of dividend. However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during Financial Year 2021-22 does not exceed ₹ 5,000. In cases where the shareholder provides Form 15G (applicable to any person other than a Company or a Firm) / Form 15H (applicable to an Individual above the age of 60 years.), provided that all the required eligibility conditions are met, no tax at source will be deducted. Needless to say that having a Permanent Account Number (PAN) is mandatory.

It may be further noted that in case you are eligible for the Form 15G / Form 15H, then we request you to kindly mention the current financial year i.e., 2021-22 under Sr. No.4 of the said Form 15G / Form 15H. Similarly, please also indicate in the Declaration/Verification the previous year ending on as March 31, 2022, relevant to the assessment year 2022-23.

For Non-resident Shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 of the Income tax Act, 1961 at the rates in force. As per the relevant provisions of the Act, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to them. However, as per Section 90 of the Income tax Act, the non-resident shareholder has the option to be governed by the provisions of the Double Tax Avoidance Treaty between India and the country of tax residence of the shareholder, if they are more beneficial to them. For this purpose, i.e. to avail Tax Treaty benefits, the non-resident shareholders will have to provide the following:

- Self-attested copy of the Permanent Account Number (PAN Card) allotted by the Indian Income Tax authorities.

- Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the shareholder is resident. In case TRC is furnished in a language other than English, the said TRC would have to be translated from such other language to English language and thereafter duly notarized and apostilled copy of the TRC would have to be provided.
- Self-declaration in Form 10F, if all the details required in this form are not mentioned in the TRC.
- Self-declaration by the non-resident shareholder of having no Permanent Establishment in India in accordance with the applicable Tax Treaty.
- Self-declaration of Beneficial ownership by the non-resident shareholder.
- Self-attested copy of FPI registration certificate in case of FIIs/FPIs.
- In case, shareholders provide a certificate issued under Section 197 of the Income Tax Act, 1961, for lower/ nil withholding of taxes, rate specified in the said certificate shall be considered, on submission of self-attested copy of the certificate.

Accordingly, in order to enable us to determine the appropriate TDS / withholding tax rate applicable, we request you to provide these details and documents as mentioned above on or before **Friday, August 27, 2021**. The said Dividend will be paid after deducting the tax at source as under:

1. Nil for resident shareholders in case Form 15G/Form 15H (as applicable) along with self-attested copy of the PAN is submitted.
2. 10% for resident shareholders in case PAN is provided/available.
3. 20% plus applicable surcharge and cess, for resident shareholders in case PAN is not provided / not available.
4. Beneficial tax treaty rate (based on tax treaty with India) for non-resident shareholders, as applicable will be applied on the basis of documents submitted by the non-resident shareholders.
5. 20% plus applicable surcharge and cess for non-resident shareholders in case the aforementioned documents are not submitted
6. As per the provision of Section 206AB of Income Tax Act with effect from 01 July 2021, Tax is deducted at twice the applicable rates, if Income Tax Return is not filed by the resident shareholders for preceding two financial years (i.e FY 2018-19 & FY 2019-20).
7. TDS is required to be deducted at the rate prescribed in the lower tax withholding certificate issued u/s 197 of the Income tax Act, if such valid certificate is provided.
8. 20% plus applicable surcharge and cess or tax treaty rate whichever is beneficial for Foreign Institution (FI) and Foreign Portfolio Investors (FPI) shareholder.

Kindly note that the Shareholders are requested to send the aforementioned documents to the email ID viz. **dividendtax@mcxindia.com** on or before **Friday, August 27, 2021**, in order to enable the Company to determine and deduct appropriate TDS / withholding tax rate. No communication on the tax determination/deduction shall be entertained post **Friday, August 27, 2021**. It may be further noted that in case the tax on said Dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents from you, there would still be an option available with you to file the return of income and claim an appropriate refund, if eligible.

Disclaimer: This communication shall not be treated as an advice from the Company or its affiliates or Central Depository Services (India) Limited. Shareholders should obtain the tax advice related to their tax matters from a tax professional.

The formats of said forms/declaration are available on the website of the Company at :

<https://www.mcxindia.com/investor-relations/announcements>.

19. Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 read with the relevant circulars and amendments thereto ('IEPF Rules'), the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to Company's Unpaid Dividend Account is required to be transferred, along with interest accrued, if any, to the Investor Education and Protection Fund (IEPF), established by the Central Government. Further, all shares in respect of which dividend has not been paid or claimed for seven consecutive years are to be transferred by the Company in the name of IEPF.
20. The Company had transferred the IPO application amount, unpaid and unclaimed dividends declared up to Financial Year 2013-14 (interim) and the corresponding shares on which dividend was unclaimed for seven consecutive years, to the IEPF. Details of the unpaid/ unclaimed dividends/shares transferred are also uploaded on the Company's website www.mcxindia.com. Shareholders who have so far not encashed their dividend warrant/s for the Financial Year 2013-14 (final dividend) and onwards are requested to make their claims either with the Secretarial Department at the Registered Office of the Company or the office of the Registrar and Share Transfer Agent (RTA), KFin Technologies Private Limited, before the unclaimed dividend is transferred to IEPF.

21. Procedure for inspection of documents:

The following documents/registers/data shall be available for inspection through electronic mode till the AGM, basis the prior request being sent on ig-mcx@mcxindia.com.

- All the documents referred to in the accompanying Notice and Explanatory Statement.
- The certificate from the Statutory Auditors of the Company certifying that the Employee Stock Option Scheme of the Company is being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
- The resolutions passed at the General Meetings of the Company.
- The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act.

Any member seeking additional information as regards Accounts of the Company is requested to send their queries in writing to the Company so as to reach at least one week in advance to enable the Management to make the desired information available to the members.

22. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their Depository Participants. Members holding shares in physical form are requested to submit their PAN to the Company or its RTA.
23. The Company has designated an exclusive email ID viz. ig-mcx@mcxindia.com to enable the investors to post their grievances, if any, and monitor their redressal.
24. With respect to item nos. 3 of the Notice, save and except Mr. Hemang Harish Raja in connection with his re-appointment and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel (KMPs) and their relatives, are, in any way concerned or interested, financially or otherwise, in the said Resolutions.
25. Mr. Shankar Aggarwal (DIN:02116442) who was appointed as Public Interest Director for a term of 3 years from October 01, 2017 till September 30, 2021, was re-appointed for another term of 3 years w.e.f. October 01, 2020, with the approval of SEBI in terms of the provisions of the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 ["SECC Regulations"]. Mr. Chandra Shekhar Verma (DIN: 00121756) was appointed as Public Interest Director (Independent Director) w.e.f. May 22, 2021, in place of Mr. Basant Seth (DIN: 02798529) whose term has been completed on May 18, 2021. Further, SEBI vide its letter dated June 29, 2021, has approved the appointment of Mr. Harsh Kumar Bhanwala (DIN: 06417704) as Public Interest Director (Independent Director) w.e.f. August 8, 2021 in place of Dr. Deepali Pant Joshi (DIN: 07139051) whose term is due to expire on August 07, 2021.

The relevant details as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations"), in respect of appointment of a new director or re-appointment of a director at the AGM are provided in Annexure to this Notice. Requisite declarations have been received from the aforesaid Directors in relation to their appointment/re-appointment.

26. The Scrutinizer shall immediately after the conclusion of voting at e-AGM, count the votes cast during the meeting through e-voting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than 48 (Forty Eight) hours from the conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.

The Chairman or such person as authorised by him in this regard shall declare the result of voting forthwith.

27. The results declared along with the report of the scrutinizer shall be available on the website of the Company and on the website of CDSL, immediately after the result are declared by the Chairman or a person authorised by him in writing and will simultaneously be communicated to BSE Limited, where the equity shares of the Company are listed.
28. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Annual General Meeting.
29. The recorded transcript of the meeting, as soon as possible, will be available on the website of the Company i.e. www.mcxindia.com.