



EXTRACT OF AGENDA AND MINUTES PERTAINING TO REGULATORY, COMPLIANCE AND RISK MANAGEMENT OF 119TH MEETING OF THE BOARD OF DIRECTORS OF INDIAN CLEARING CORPORATION LIMITED HELD ON TUESDAY, AUGUST 20, 2024 AT 4:10 P.M. AT THE BOARD ROOM, 25TH FLOOR, P. J. TOWERS, DALAL STREET, FORT, MUMBAI - 400 001

EXTRACT OF AGENDA

To consider and recommend Board Diversity Policy

Agenda Category: Approval

Presented By:

Approved By:

Saumya Bajpai
Company Secretary

Vaishali Babu
Managing Director & CEO

The Board is hereby informed that being a Clearing Corporation, and regulated by Securities and Exchange Board of India ('SEBI'), the company is required to, inter alia, comply with provisions relating to the constitution of the Company's Governing Board as specified in Companies Act, 2013, Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 ("SECC Regulations") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR Regulations") and any other applicable laws, as amended from time to time.

In view of the above, the Board diversity policy will be placed before the Board for approval.

EXTRACT OF MINUTES

CONSIDERATION AND APPROVAL OF BOARD DIVERSITY POLICY

The Board was informed that being a Clearing Corporation and regulated by SEBI, the Company is required to, inter alia, comply with provisions relating to the constitution of the Company's Governing Board as specified in Companies Act, 2013, Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any other applicable laws, as amended from time to time.

In view of the above, the Board Diversity Policy was placed before the Board for its perusal.

In view of the above, on the recommendation of Nomination and Remuneration Committee Board approved Board Diversity Policy and passed the following resolution unanimously:

“RESOLVED THAT pursuant to the provisions of the Companies Act 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 and such other laws for the time being in force, the Board Diversity Policy of the Company be and are hereby approved with effect from August 20, 2024:

RESOLVED FURTHER THAT the Managing Director & CEO be and is hereby authorized to further delegate the aforesaid powers, on case-to-case basis, in writing, to any of the Officials of ICCL.”