



NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that the First Extra-Ordinary General Meeting of F.Y. 2024-25 of the Members of CDSL Commodity Repository Limited will be held on Tuesday, 30th July 2024, at 11 A.M. vide Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) to transact the following business:

SPECIAL BUSINESS:

To approve change of Name of the Company

To consider and, if thought fit, to pass with or without modifications the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to Section 4 and 13 of the Companies Act, 2013 and Rule 29 of the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), subject to the approval of Ministry of Corporate Affairs (MCA)/Central Government/Registrar of Companies (ROC) and any other Regulatory Authorities as may be necessary, consent of the members of the Company be and is hereby accorded to change the name of the Company from “CDSL Commodity Repository Limited” to “Countrywide Commodity Repository Limited” as may be approved.

RESOLVED FURTHER THAT the Name Clause, being Clause I of the Memorandum of Association of the Company, be and is hereby altered by deleting the existing Clause I and substituting it with the following:

I. The Name of the Company is “COUNTRYWIDE COMMODITY REPOSITORY LIMITED”.

RESOLVED FURTHER THAT in terms of Section 14 of the Companies Act, 2013 and other applicable provisions of the Act, if any, the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company.



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RESOLVED FURTHER THAT any Director of the Company and the Company Secretary and Compliance officer be and are hereby severally authorized to make an application to MCA and to prepare, file and submit necessary e-Forms, applications, documents, declaration, undertaking and such other documents as may be required for change of name of the Company and to issue a certified true copy of this Resolution to all concerned authorities and to do all such acts, deeds and things and take such actions as may be required to give effect to above resolution.”

**By order of the Board of Directors
For CDSL Commodity Repository Limited**

**Aditi Shah
Company Secretary & Compliance Officer**

Place: Mumbai

Date: 4th July, 2024

REGISTERED OFFICE

A Wing, Marathon Futurex, 25th Floor,
Mafatlal Mills Compound, N.M. Joshi Marg,
Lower Parel (E), Mumbai – 400 013



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NOTES:

- 1) Pursuant to General Circular Nos. 09/2023, issued by Ministry of Corporate Affairs and all other provisions of the Companies Act, 2013 and Rules made thereunder (collectively referred to as 'MCA Circulars') the 1st Extra-Ordinary General Meeting ('EOGM') will be held through VC/OAVM facility, without the physical presence of the members at a common venue. The facility for appointment of proxies will not be available for the EOGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 2) The deemed venue for 1st EOGM shall be the Registered Office of the Company located at A WING, MARATHON FUTUREX, 25TH FLOOR, MAFATLAL MILLS COMPOUND, N. M. JOSHI MARG, LOWER PAREL (E) MUMBAI - 400013. Since the EOGM will be held through VC / OAVM.
- 3) Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), in respect of the Special Businesses to be transacted at the Extra Ordinary General Meeting("EOGM") and other applicable laws are annexed hereto. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to aditis@ccrl.co.in.
- 4) Institutional/Corporate shareholders (i.e., other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its Board or governing body's resolution/authorization, etc., authorizing their representative to attend the EOGM on its behalf. The said resolution/authorization shall be sent to the Company Secretary of the Company aditis@ccrl.co.in from his/her registered email address with the Company. Institutional/Corporate Shareholders are encouraged to attend and vote at the EOGM through VC / OAVM.
- 5) The facility of joining the EOGM through VC/OAVM will be opened 15 minutes before and will be open up to 15 minutes after the scheduled time of the EOGM.
- 6) Members attending the EOGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Unless demand for poll is made by any member, the Chairman shall conduct the vote by show of hands.
- 7) Pursuant to the said provisions of the Act read with MCA Circulars the Notice of 1st EOGM is being sent only through electronic mode to those members whose email addresses are registered with the Company. Members may note that the Notice is available on the website of the Company <https://www.ccrl.co.in>
- 8) The Company has been maintaining, inter alia, the following statutory registers at its registered office at Mumbai i) Register of contracts or arrangements in which directors



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are interested under section 189 of the Act. ii) Register of directors and key managerial personnel and their shareholding under section 170 of the Act. In accordance with the MCA Circulars, the said registers will be made accessible for inspection through electronic mode by sending a request mail to the Company Secretary of the Company on aditis@ccrl.co.in.

- 9) Instructions for remote voting and joining the e-EOGM are as follows:
- i) The EOGM shall be conducted through video conference facility available in Microsoft teams application. Necessary link to join the meeting and procedure to operate the platform will be sent to the members to their registered email IDs.
 - ii) Members are encouraged to join the meeting through Laptops with Google Chrome for better experience.
 - iii) Further, members will be required to allow camera, if any, and hence use internet with a good speed to avoid any disturbance during the meeting.
 - iv) While all efforts will be made to make the VC/OAVM meeting smooth, participants connecting through mobile devices, tablets, laptops, etc. may, at times, experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches. Members who need technical assistance before or during the 1st EOGM can contact Mr. Ashutosh Mandavkar on 9653187376/ccrlithelpdesk@cdslindia.com
 - v) The Chairman shall formally propose to the members participating through VC/OAVM facility to vote on the resolutions as set out in the Notice of the EOGM.
 - vi) In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EOGM.
 - vii) Corporate members intending to send their authorized representatives to attend the Extra Ordinary General Meeting as per section 113 of the Companies Act, 2013 are requested to send a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf to Ms. Aditi Shah, Company Secretary on email id - aditis@ccrl.co.in
 - viii) Queries: Members who may wish to express their views or ask questions at the EOGM, shall write to the Company Secretary at aditis@ccrl.co.in in advance.
 - ix) Since the EOGM will be held through VC or OAVM, the Route Map is not annexed in this Notice.



ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013)

Item No. 1

Pursuant to SEBI directive to Central Depository Services Limited (holding company) for not sharing the brand name with its subsidiary, the Board via circular resolution dated 21st June 2024 approved a set of 3 names for change of name of the Company. Out of which, 'Countrywide Commodity Repository Limited' was approved by Central registration Centre (CRC), Ministry of Corporate Affairs (MCA) on 25th June 2024.

It may be noted that the name approved by the MCA is reserved for a period not exceeding 60 days (i.e., till 25th August 2024) from the date of approval. Shareholders' approval is required on the reserved name 'Countrywide Commodity Repository Limited'.

As per the provisions of Sections 13 and 14 of the Companies Act, 2014, approval of the shareholders is required to be accorded for changing the name of the Company and consequent alteration in the Memorandum of Association and Articles of Association by way of passing a special resolution.

As a result of change in the name of the Company, clause I of the Memorandum of Association is also required to be suitably amended and in terms of Section 14 of the Companies Act, 2013, the Articles of Association of the Company is also required to be altered by deleting the existing name 'CDSL Commodity Repository Limited' wherever appearing and substituting it with the new name of the Company as 'Countrywide Commodity Repository Limited'.

None of the Directors, Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution, except to the extent of their shareholding, if any.

The Board of Directors recommends the resolutions set forth above, at Item no. 1, for the approval of the Members as a Special Resolution.



CDSL Commodity Repository Limited

By order of the Board of Directors

For CDSL Commodity Repository Ltd.

Aditi Shah
Company Secretary & Compliance Officer
(ACS:29109)

Regd. Office:

A Wing, Marathon Futurex,
25th floor, Mafatlal Mills Compound,
NM Joshi Marg, Lower Parel (East),
Mumbai - 400013

Date: 4th July 2024