



NATIONAL COMMODITY CLEARING LIMITED

Registered Office: First Floor, Ackruti Corporate Park, L. B. S. Road,
Kanjurmarg West, Mumbai 400 078
Tel. (+91-22) 62804900, Fax (+91-22) 62804901
Email: rahul.poojari@nccl.co.in
Website: www.nccl.co.in
CIN: U74992MH2006PLC163550

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that an Extra-Ordinary General Meeting ("EGM") of Members of National Commodity Clearing Limited ("NCCL" / "the Company") will be held on Tuesday, September 29, 2026 at 4.30 p.m. **at a shorter notice** through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), to transact the following business. The venue of the EGM shall be deemed to be the Registered Office of the Company at NCCL Board room, 1st Floor, Ackruti Corporate Park, L. B. S. Road, Kanjurmarg West, Mumbai – 400078.

SPECIAL BUSINESS:

- 1. To approve the change in the name of the Company and consequent alteration in the Memorandum of Association and Articles of Association of the Company and to consider and, if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 4, 5, 13, 14, 15 and any other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Rules and Regulations framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and applicable provisions of the Securities Contracts (Regulation) (Stock Exchanges And Clearing Corporations) Regulations, 2018 ('SECC Regulations'), and subject to the approval of the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs, and the Securities and Exchange Board of India ('SEBI') or any other regulatory authorities, the approval of the members of the Company be and is hereby accorded to change the name of the Company from **"National Commodity Clearing Limited"** to **"NCDEX Clearing Corporation Limited"** as made available by the Ministry of Corporate Affairs and consequent alteration in the Memorandum of Association and Articles of Association of the Company."

“RESOLVED FURTHER THAT the existing Name Clause of the Memorandum of Association of the Company be altered and substituted with the following clause:

I. The name of the Company is NCDEX Clearing Corporation Limited

“RESOLVED FURTHER THAT in accordance with Section 14 of the Companies Act, 2013, 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”.

“RESOLVED FURTHER THAT the name "National Commodity Clearing Limited" wherever appearing in the Memorandum of Association, Articles of Association, Rules, Byelaws, documents, records, name boards, letterheads of the Company be substituted by the new name “NCDEX Clearing Corporation Limited” in accordance with the provisions of applicable laws.”

“RESOLVED FURTHER THAT all existing suits, appeals, applications, complaints, petitions actionable claims, and other legal proceedings, if any, instituted, filed, pending or otherwise initiated by or against the Company in the name of “National Commodity Clearing Limited” shall continue to remain valid and effective and shall not be affected by the change in the name of the Company to “NCDEX Clearing Corporation Limited”.

“RESOLVED FURTHER THAT the Board of Directors, Mr. Rajiv Relhan (DIN: 07214524), Managing Director & CEO, any other Director, Ms. Komal Shahani, Chief Financial Officer, Ms. Roanna Cecilia Lewis, Compliance Officer, and Mr. Rahul Poojari, Company Secretary of the Company be and are hereby severally authorize to do all such acts, deeds and things as may be necessary including modify, finalize, sign and execute all deeds, documents, letters, applications, papers, forms (whether physically or electronically), or any other instruments in writings, and to do all requisite acts, deeds, matters and things, as may be required, from time to time in this regard, including but not limited to, filing of the necessary e-forms with the Ministry of Corporate Affairs and/or such government authorities, and to act, represent and/or appear before any statutory authorities for and on behalf of the Company, and to settle any question, doubt or difficulty which may arise in this regard and to publish necessary gazette notifications, if so required, for and in connection with the proposed alterations / amendments to the Memorandum of Association, Articles of Association, Rules, Byelaws of the Company, as may be required under the applicable laws, and do all such acts, deeds, matters and things as may be considered necessary, expedient, usual or proper to give effect to this Resolution.”

“RESOLVED FURTHER THAT a certified true copy of this resolution be provided by the Company Secretary of the Company to the Registrar of Companies, SEBI and/or any other authority, person or entity as may be required, and such authorities and persons be requested to act thereon.”

**By Order of the Board of Directors
For National Commodity Clearing Limited**

Sd/-

Date: September 18, 2026
Place: Mumbai

**Rahul Poojari
Company Secretary
ICSI Membership No. ACS 23117**

Registered Office:

1st Floor, Ackruti Corporate Park
L. B. S. Road, Kanjurmarg West,
Mumbai 400 078
CIN: U74992MH2006PLC163550

NOTES

1. The Ministry of Corporate Affairs (“MCA”) has vide its General circular dated April 8, 2020 read with General circulars dated April 13, 2020, May 5, 2022, December 28, 2022 September 25, 2023, September 19, 2024 and September 22, 2025 (hereinafter collectively referred to as “the Circulars”) have permitted the holding of the Extra-Ordinary General Meeting (‘EGM’) through VC / OAVM till further orders, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (Act’) and MCA General Circulars, the EGM of the Company is being held through VC / OAVM.
2. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 (Act’), in relation to the item of Special Business in the Notice is annexed hereto and forms part of this Notice.
3. The process and manner for participating in EGM through VC is given below:

Member will be provided with a facility to attend the meeting through VC / OAVM through Cisco Webex system. A link will be provided to the members via an email to their registered email addresses to enable them to join the meeting. The members have to click on the link and join the meeting. It is recommended not to share the email containing the link for VC with any other person.

Members can participate in the EGM through smart phone / laptop, however, for better experience and smooth participation it is advisable to join the meeting through laptop connected through broadband.

For any query / assistance for participation in the EGM through VC / OAVM, the member is requested to contact the Company Secretary at 9833852164.

4. Facility of joining the EGM through VC / OAVM shall open 15 minutes before the time scheduled for the EGM and shall be kept open throughout the proceedings of the EGM.
5. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy Form is not annexed to this Notice.
6. 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 Resolution/Authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to vote in the meeting. The said Resolution/Authorization shall be sent to the Company Secretary by email through its registered email address to rahul.poojari@nccl.co.in.
7. Any one of two or more joint holders may vote and if more than one of such joint holders are present, then that one of such persons so present whose name stands first or higher (as the case may be) in the Register in respect of such shares shall alone be entitled to vote.
8. Members seeking any information with regard to the matter to be placed at the EGM, are requested to write to the Company on or before September 28, 2026 through email on rahul.poojari@nccl.co.in. The same will be replied by the Company suitably.
9. In compliance with the aforesaid MCA Circulars, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company. Members may note that the Notice of EGM will also be available on the Company's website www.nccl.co.in.
10. Members attending the EGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
11. In case, a poll is required to be taken during the meeting on any resolution, the Members are requested to convey their vote by sending an email through their registered email address to the Company at rahul.poojari@nccl.co.in.
12. Members holding shares in demat mode are requested to register their email ID's with their respective DP in case the same is still not registered. In respect of holding in electronic form, Members are requested to notify any change of email ID or bank mandates or address to their Depository Participants.
13. All documents referred to in the Notice will be available for inspection in electronic mode. Members can inspect the same by sending an email through their registered email address to the Company Secretary at rahul.poojari@nccl.co.in.
14. Since the EGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.



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

The following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 1

NCDEX Group has embarked on a brand transformation initiative aimed at strengthening the Group's brand positioning, establishing a cohesive and unified visual identity, and enhancing alignment across all Group entities. Further, the Company has expanded its presence in the financial ecosystem by offering clearing and settlement of mutual funds in the mutual fund segment launched by NCDEX Limited (*formerly known as National Commodity and Derivatives Exchange Limited*).

Accordingly, pursuant to the applicable provisions of the Companies Act, 2013 and the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 ('SECC Regulations'), and subject to the approval of the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs, and the Securities and Exchange Board of India ('SEBI') or any other regulatory authorities, and pursuant to No Objection Certificate ("NOC") received from NCDEX Limited, holding company permitting the use of the 'NCDEX' name/trademark in connection with the proposed change in the name of the Company, and subject to the approval of the Members of the Company, the Board at its meeting held on July 31, 2026, accorded its approval to change the name of the Company from 'National Commodity Clearing Limited' to 'NCDEX Clearing Corporation Limited' or alternatively to 'NCDEX Clearing Limited', as may be approved by the Central Registration Centre/Registrar of Companies.

The Company had made an application for reservation of new name with the Central Registration Centre, Registrar of Companies, on September 11, 2026. The Registrar of Companies, vide its approval letter dated September 14, 2026, conveyed its no objection to the availability of the proposed name, 'NCDEX Clearing Corporation Limited', in place of the existing name, 'National Commodity Clearing Limited'."

The provisions of the Companies Act, 2013 require the Company to obtain the approval of its members for the change in the name of the Company and the consequential alteration of the Memorandum of Association and the Articles of Association, wherever the existing name appears, by way of a Special Resolution. The Company is also required to obtain such approvals

from the requisite statutory and regulatory authorities as may be required under the applicable laws.

Accordingly, the proposed resolution is recommended for the consideration and approval of the Members of the Company. The Board recommends that the resolution set out in Item No. 1 of the accompanying Notice be passed by the Members as a Special Resolution.

A draft copy of proposed alterations to the Memorandum of Association and Articles of Association of the Company is available on the Company's website at the web link <https://www.nccl.co.in/disclosures/announcements> for perusal by Members. Further, the aforesaid documents would also be available for inspection in electronic mode. Members can inspect the same by sending an email through their registered email address to the Company Secretary at rahul.poojari@nccl.co.in.

None of the Directors and Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise, in this resolution.

**By Order of the Board of Directors
For National Commodity Clearing Limited**

**Sd/-
Rahul Poojari
Company Secretary
ICSI Membership No. ACS 23117**

Date: September 18, 2026
Place: Mumbai

Registered Office:
1st Floor, Ackruti Corporate Park
Near G. E. Garden, L. B. S. Road
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EXTRA ORDINARY GENERAL MEETING

ATTENDANCE SLIP

No. of Shares held

Name and Address of the Member:

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Folio No. / Client ID: DP ID:

I/We hereby record my/our presence at the Extra-Ordinary General Meeting of National Commodity Clearing Limited to be held on Tuesday, September 29, 2026 at 4.30 p.m. **at a shorter notice** through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

Full name of the Member attending the Meeting

Member's Signature.....

Note: The Member is requested to email this Attendance Slip, duly completed and signed, through their registered email address to the Company at rahul.poojari@nccl.co.in.