

AMC REPO CLEARING LIMITED – BOARD MEETING

The 18th Board meeting of AMC Repo Clearing Limited was held on Friday, August 09, 2024, at Mumbai.

The Board *inter-alia*, approved the following:

1. Consideration and approval of Risk Control Matrix

The Risk Control Matrix for all the departments was presented before the Board for review and approval. The Board reviewed the Risk Control Matrix and approved the same.

2. Noting of Quarterly Compliance Disclosures posted on the website of the Company

a) Compliance Reports on Corporate Governance pursuant to Regulation 27(2) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the quarter ended June 30, 2024.

The Board reviewed and noted the Report on Corporate Governance for the quarter ended June 30, 2024.

b) Shareholding Pattern pursuant to Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended June 30, 2024.

The Board reviewed and noted Shareholding Pattern for the quarter ended June 30, 2024, pursuant to Regulation 31 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

c) Shareholding Pattern pursuant to Regulation 21 of the Securities Contract (Stock Exchange and Clearing Corporation) Regulations, 2018 for the quarter ended June 30, 2024.

The Board reviewed and noted Shareholding pattern submitted to SEBI on quarterly basis pursuant to Regulation 21 of Securities Contract (Stock Exchange and Clearing Corporation) Regulations, 2018.

d) Noting of Investor Complaints received on the SCORES Portal of SEBI during the quarter ended June 30, 2024.

The Board reviewed and noted summary of the Investor Grievances received through the SEBI SCORES portal during the quarter ended June 30, 2024.

e) Noting of information as required under regulation 17 (7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board reviewed and noted a statement of certain mandatory information, as prescribed under SEBI (LODR) in compliance with Regulation 17 (7) of the SEBI (LODR) Regulations, 2015.

f) Noting of Compliance report as per regulation 17(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

The Board reviewed and noted the Compliance Report on Corporate Governance in the specified format for the quarter ended June 30, 2024, in compliance with Regulation 17 (3) of the SEBI (LODR) Regulations, 2015.

g) Submission of Net worth certificate for the quarter ended June 30, 2024, to SEBI

The Board reviewed and noted the net worth certificate submitted to SEBI for quarter ended June 30, 2024.

h) Stock Purchase compliance by employees, KMPs and Directors

The Board reviewed and noted disclosures of dealings in Securities by Directors and KMPs in the specified format for the quarter ended June 30, 2024, in compliance with Regulation 26(2) of SECC Regulation, 2018.

i) Compliance Officer Report as per Regulation 30(3) of Securities Contract (Stock Exchange and Clearing Corporation) Regulations, 2018 for the quarter ended June 30, 2024

The Board reviewed and noted the Compliance Officer Report for the quarter ended June 30, 2024.

j) Shareholding Pattern pursuant to Regulation 3(4) of CCP Directions, 2018, for the year ended March 31, 2024

The Board reviewed and noted the Shareholding Pattern pursuant to Regulation 3(4) of CCP Directions, 2018, for the year ended March 31, 2024.

k) Submission of the yearly compliance certificate on Storage of Payment System Data

The Board reviewed and noted the yearly compliance certificate on Storage of Payment System Data.

3. Monitoring of liquid Net Assets of the Company

The Board was informed that as per Regulation 1(5) of Section B of Directions for Central Counterparties (CCPs) issued by RBI, a CCP shall hold liquid net assets funded by equity capital equal to a minimum of six months of current operating expenses. Further, apart from the Annual submission of net worth certificate, the Company should periodically monitor that their liquid assets are equal to a minimum of six months of current operating expenses. The liquid assets of the company are Rs. 148,81,99,041 as against the RBI norms requiring six months of operating expenses of Rs. 8,58,64,713. Thus, the Company has enough liquid assets to cover operational expenses for more than six months.

The Board noted the same.

4. Monitoring and accessing the Company against PFMI Public Quantitative Disclosure for the quarter ended June 30, 2024

SEBI vide its Circular SEBI/HO/MRD/MRD-PoD-3/P/CIR/2023/190 dated December 19, 2023, had directed that the FMIs shall be monitored and assessed against the Principles of Financial Market Infrastructure (PFMIs) (quantitative) on quarterly basis within 45 days from the end of quarter. Accordingly, the Board assessed and reviewed the PFMI Public Quantitative Disclosure for the quarter ended June 30, 2024.

5. Consideration and approval of revision in Risk Management Policy

The RBI conducted inspection of ARCL activities including IT. The RBI Inspection was for a one-week period. RBI shared the draft Inspection Report with the Company based on which the Company had revised the Risk Management Policy. The Risk Management Committee has considered this matter at their meeting held August 08, 2024, and recommended to approve changes in Risk Management Policy.

Accordingly, the consolidated Risk Management Policy along with changes was presented before the Board. The Board approved changes to the Risk Management Policy as presented.

6. Consideration and approval for Operational Risk Policy

The RBI conducted inspection of ARCL activities including IT. The RBI Inspection was for a one-week period. RBI shared the draft Inspection Report with the Company based on which the Company had drafted the Operational Risk Policy. The Risk Management Committee has considered this matter at their meeting held August 08, 2024, and recommended to approve Operational Risk Policy.

Accordingly, the Operational Risk Policy was presented before the Board. The Board approved the Operational Risk Policy as presented.

7. Consideration and approval for Default Management Policy and Procedure

The RBI conducted inspection of ARCL activities including IT. The RBI Inspection was for a one-week period. RBI shared the draft Inspection Report with the Company based on which the Company had drafted the Default Management Policy and Procedure. The Risk Management Committee has considered this matter at their meeting held August 08, 2024, and recommended to approve the Default Management Policy and Procedure.

Accordingly, the Default Management Policy and Procedure was presented before the Board. The Board approved the Default Management Policy and Procedure as presented.

8. Consideration and approval for amendment in Regulations

The RBI conducted inspection of ARCL activities including IT. The RBI Inspection was for a one-week period. RBI shared the draft Inspection Report with the Company based on which the Company had amended Regulations to include processes pertaining to shortage handling and default management in Regulations.

Accordingly, the Company proposed to make amendments in the Regulations of the Company which was approved by the Board.

9. Consideration and approval for revision in Winding Down Policy

The Board was informed that the Risk Management Committee at their meeting held on May 15, 2024, had suggested having Recovery and realization related policy. Accordingly, to include the recovery tools, the Winding Down Policy has been revised. The revised Winding Down Policy was presented before the Board for review.

The Board approved the revised Winding Down Policy as presented.