

CDSL VENTURES LIMITED

NOTICE

NOTICE is hereby given that **Third Annual General Meeting** of the Shareholders of **CDSL Ventures Limited** will be held at **3.00 p. m.** on **Thursday, the 30th July, 2009**, at the **Board Room of CDSL**, Mumbai, 16th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2009 and the Balance Sheet as on that date and the reports of the Directors and Auditors thereon
2. To appoint a Director in place of Shri V. V. Raut, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri P. S. Reddy, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors and fix their remuneration.

By order of the Board of Directors
For **CDSL Ventures Limited**

Nayana Ovalekar
Director

Place: Mumbai

Date : 2nd June, 2009

REGISTERED OFFICE

17th floor, Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai-400 001

NOTES :

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE MEETING.

CDSL VENTURES LIMITED

Registered Office:
Phiroze Jeejeebhoy Towers, 17th Floor, Dalal Street, Mumbai- 400 001.

PROXY FORM

THIRD ANNUAL GENERAL MEETING, 30TH JULY, 2009

Regd. Folio No. _____ / BO Id _____

I/We _____ of _____
being a Member/Members of the abovementioned Company hereby appoint
_____ of _____ or failing him
_____ of _____ as my/our
proxy to vote for me/us on my/our behalf at the **THIRD ANNUAL GENERAL
MEETING** of the Company to be held on **30th July, 2009** and at any adjournment
thereof.

Affix a Re.1/- Revenue stamp

Signed this _____ day of _____ 2009

Signature

Note: This form, in order to be effective, should be duly completed, stamped and signed
and must be deposited at the Registered Office of the Company, not less than 48
hours before the meeting.