

CDSL VENTURES LIMITED

NOTICE

NOTICE is hereby given that **Fourth Annual General Meeting** of the Shareholders of **CDSL Ventures Limited** will be held at **3.00 p. m.** on **Thursday, the 15th July, 2010**, 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, 2010 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 S. S. Thakur, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri Pramod Deshpande, 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 : 18th June, 2010

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

FOURTH ANNUAL GENERAL MEETING, 15TH JULY, 2010

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 **FOURTH ANNUAL GENERAL MEETING** of the Company to be held on **15th July, 2010** and at any adjournment thereof.

Affix a Re.1/- Revenue stamp

Signed this _____ day of _____ 2010

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.