



**By Speed Post**

**Central Public Information Officer  
& Chief General Manager**  
Email: cpio\_ho@sebi.gov.in

CPIO/VP/Bombay HC/2025-26/ 28959/1  
November 18, 2025

Shri Subhash Chandra Agarwal  
1775, Kucha Lattushah, Dariba,  
Chandni Chowk,  
New Delhi-110006

Sir,

**Sub: Compliance of Hon'ble Bombay High Court's order dated 10.07.2025 in WP No. 10909 of 2023 in the matter of SEBI v/s Central Information Commission & Ors.**

1. This has reference to the Hon'ble Bombay High Court's order dated 10.07.2025 wherein the Hon'ble High Court had set aside the order of CIC and remanded the matter back to CPIO-SEBI for fresh consideration of Query Nos. 3, 4 and 5 of RTI application No. SEBI/H/R/T/21/00096 dated 18.06.2021 filed by you before the CPIO SEBI & also with reference to your RTI application No. SEBI/H/R/E/22/00474 dated 27.02.2022 received by SEBI on 10.02.2025 in terms of RTI Act, 2005.
2. Vide RTI Application dated 18.06.2021, you had sought following information from SEBI:

- i. Query no. 3 of the RTI application:

File-notings, correspondence and other documents on granting approval by SEBI to appoint Public Interest Directors (PIDs) on boards of MIs, BSE, NSE, MCX and MCX Clearing Corporation Limited from 01.01.2019 till 15.06.2021.

- ii. Query no. 4 of the RTI application:

Copies of annual inspection-reports made by SEBI in respect of BSE from the year 2017-18 till 2019-20 if not available on SEBI website.

- iii. Query no. 5 of the RTI application:

Copies of annual inspection-reports made by SEBI in respect of NSE from the year 2014-15 till 2017-18 if not available on SEBI website.

3. Vide RTI Application dated 27.02.2022, you had sought following information from SEBI pertaining to NSE:

"Please provide copies of complete inspection-reports as done by SEBI in respect of National Stock Exchange (NSE) from the year 2013 till date. (Till 27.02.2022)"

4. CPIO, SEBI vide letter dated 12.07.2021 and 21.03.2022, respectively, replied to the above RTI applications. Being aggrieved by the replies of the CPIO, you preferred two separate appeals before the First Appellate Authority (FAA). The FAA vide order dated August 13, 2022, upheld the response of CPIO with respect to queries nos. 3, 4 and 5. Further, the FAA vide order dated April 21, 2022 and had remitted the application back to the CPIO for providing appropriate response in the matter. Thereafter, you preferred second appeal before the CIC against both the orders of the FAA.
5. The Hon'ble CIC vide two separate orders dated 26.12.2022 upheld the orders and directed the CPIO to provide the list of selected and rejected candidates, invoking the severability principle of Section 10 of the RTI Act, 2005 with respect to appointment of Public Interest Directors (PIDs). The Hon'ble CIC also upheld the order of FAA and concluded that only the concluding comments/final findings of the inspection committee be provided to the appellant/ applicant in public interest with respect to information sought regarding inspection reports.
6. Being aggrieved by the orders of CIC dated 26.12.2022 in both the matters, SEBI as well as you filed writ petitions before the Bombay High Court praying to quash and set aside the order passed by CIC. The Hon'ble High Court vide order dated 10.07.2025 set aside the order of CIC and remanded the matter back to the CPIO for fresh consideration of Query Nos. 3, 4 and 5 of the first RTI application dated 18.06.2021 and query no. 1 of the second RTI application dated 27.02.2022 after following the provisions of Section 11 of the RTI Act.
7. Pursuant to the directions of Hon'ble Bombay High Court dated 10.07.2025, Notices u/s 11 of RTI Act, 2005 were issued to the third parties i.e., BSE, NSE, MCX and MCX Clearing Corporation Limited (hereinafter referred to as "**third parties or exchanges**") on 10.10.2025 inviting their submissions as to whether the information sought vide points no. 3, 4 and 5 of RTI application dated 18.06.2021 and point no.1 of RTI application dated 27.02.2022 should be disclosed to you. The exchanges i.e.,

BSE, NSE, MCX and MCX Clearing Corporation Limited (MCXCCL) vide letters/ emails dated 20.10.2025 have submitted their objections in the matter.

8. After perusing the details of information sought by you w.r.t. PIDs and the replies of the third parties, I find that the information sought by you includes commercial confidential information of other entities, the disclosure of which could harm their competitive position of other PID candidates. In view of the above, the information sought is exempt u/s 8(1)(d) of RTI Act, 2005. I also find that the information sought by you includes personal information such as sensitive personal data like declarations, diligence outcomes, references, vigilance/fit-and-proper checks, conflict/self-declaration statements and possible reports on evaluation of individuals, including those who were appointed as well as those who were not, and privacy concerns attach equally to appointed and non-appointed individuals. Further, it includes merits, demerits as well as subjective analysis of the personal information of the candidates and hence such information is highly private and confidential, therefore, it cannot be simply made available to public at large. Such information is available to SEBI in fiduciary capacity and there is no larger public interest involved in disclosure of the said information, hence the same is exempt u/s 8(1)(e) and 8(1)(j) of RTI Act, 2005.
9. Further, after perusing the details of information sought by you w.r.t. inspection reports conducted by SEBI and the replies of the exchanges, I find that the information sought by you relates to inter alia firewalls and security management systems used by the exchanges to prevent hacking or other misuse of or harm to its systems; disaster recovery in the event of a natural or manmade disaster which may damage or destroy exchanges trading and data storage systems. The said inspection report also includes back up centers in which third parties/ intermediaries data is duplicated, stored and maintained, third parties information i.e technology hardware and software systems, names of employees, investigation reports and surveillance action, which may even pose danger to the life and liberty of the employees. Further, the inspection information may be misused to manipulate the stock market, aid cyber warfare and/or endanger safety and security of securities market and lead to the collapse of functioning of a stock exchange thereby directly affecting the interests of investors at large trading nation-wide and accordingly, there may be possible harm to the interest of the exchanges and other third parties, therefore, disclosure of such information is exempted under Section 8(1)(a) of the RTI Act.
10. I find that, the inspection report, contains information which is strategic in nature and of high commercial confidence, disclosure of which may impact the strategic decision making of the regulator and the competitive position of the market participants of the securities market, disclosure of which may hamper the decision making by SEBI in its supervisory and regulatory role. Further the inspection reports are provided by the regulated entity to the regulator, which are in the nature of regulatory inputs and is highly confidential in nature and which may disclose the mind of the regulator and affect the strategic decision making of the regulator as a whole.

11. Further, there is no larger public interest involved in disclosure of the said information. The disclosure of such strategic and confidential information may also affect and compromise the interest of the securities market in specific and may impact the economic interests of the country. Disclosure of such information is therefore exempt u/s 8(1)(a), 8(1)(d) & 8(1)(e) of RTI Act, 2005. That the inspection information may disrupt exchanges investigation and surveillance procedures which are highly sensitive in nature. Among other things, it may aid market manipulators' efforts to bypass or nullify the exchanges' investigations and surveillance actions and evade detection of manipulations and other violations which shall impact upon the interests of investors at large and orderly regulation of securities market. Hence, disclosure of such details may impede the process of internal pre surveillance and investigation, therefore, the same is exempt from disclosure in terms of Section 8(1)(h) of the RTI Act, 2005.
12. I find that the said inspection report includes business processes, security policies, network and security monitoring/ architecture, web teams, current hosting infrastructure, business continuity policies, service/application stack, system operations policies, incidents of disruptions, scripting policies, audit of cyber security, Vulnerability Assessment and Penetration Test (VAPT), and other business details including those sourced from third parties and the brokers of the exchanges, which has commercial significance, the disclosure of which may harm the exchanges and the competitive position of its brokers. The said Inspection Information contains information of vendors, brokers, investors at large which is submitted to exchanges in fiduciary capacity by third parties.
13. I find that the inspection report also includes a variety of information received from various market participants, which is highly confidential in nature and is received in fiduciary capacity. Further, there is no larger public interest involved in disclosure of the said information and the same is, therefore, exempt u/s 8(1)(d) & 8(1)(e) of RTI Act, 2005.
14. Further, the Hon'ble CIC vide order dated 27.12.2022 directed SEBI to provide workable link to you. The relevant portion of the reply of the CPIO provided in letter dated 12.07.2021 is reproduced as under including the workable link:

**" Reply to queries nos. 1 & 2 of application No. SEBI/H/R/T/21/00096 dated 18.06.2021:**

You may note that information pertaining to policy, guidelines etc. on role of SEBI for appointment of Public Interest Directors (PIDs) on Board of MIs is available in

Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 which can be accessed through the following link:

<https://www.sebi.gov.in/legal/regulations/oct-2018/securities-contracts-regulation-stock-exchanges-and-clearing-corporations-regulations-2018-last-amended-on-august-13-2021-40623.html> “

15. In case you are not satisfied with the reply, you may appeal to **First Appellate Authority – Dr. Ruchi Chojer, Executive Director SEBI**, SEBI Bhavan, Plot No. C-4A, GBlock, Bandra Kurla Complex, Bandra(E), Mumbai 400051 or <https://rtionline.gov.in/appeal/firstAppeal.php> within thirty days of the receipt of this letter.

Yours faithfully,



**D Sura Reddy**

Copy to SEBI, NSE, BSE, MCX & MCX CCL in terms of 11(3) of RTI ACT, 2005