

FORM NO. MGT.9
 EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2021

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN:- U65900MH2016PLC284869
- ii) Registration Date: August 17, 2016
- iii) Name of the Company: NSDL Payments Bank Limited
- iv) Category / Sub-Category of the Company: Indian Non-Government Company
- v) Address of the Registered office and contact details: Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West) Mumbai - 400013.
- vi) Whether listed company: ~~Yes~~ / No
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any: NSDL Database Management Limited Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West) Mumbai - 400013. Tel : 22 49142700 Fax: 91- 22- 49142503 Email: info_ndml@nsdl.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Financial service activities, except insurance and pension funding	64	Nil

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West) Mumbai - 400013.	U74120MH2012PLC230380	Holding Company	88.89 %	2(87)(ii)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.Promoters									
(1) Indian									
a) Individual/ HUF	80	-	80	0.001%	80	-	80	0.001%	-
b) Central Govt									
c) State Govt (s)									
d) Bodies Corp.									
e) Banks/FI	14,99,99,920	-	14,99,99,920	99.99%	17,99,99,920	-	17,99,99,920	99.99%	-
f) Any Other..									
Sub-total (A) (1):-	-		15,00,00,000	100.00%	18,00,00,000		18,00,00,000	100.00%	
(2) Foreign	15,00,00,000								
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals									
c) Bodies Corp.									
d) Banks / FI									
e) Any Other....									
Sub-total (A) (2):-									
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	15,00,00,000	-	15,00,00,000	100.00%	18,00,00,000	-	18,00,00,000	100.00%	
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks/FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total (B)(1):-									
2. Non-Institutions									
a) Bodies Corp.									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital uptoRs. 1 lakh									
ii) Individual shareholders holding									

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
nominal share capital in excess of Rs 1 lakh c) Others (specify) Sub-total (B)(2):- Total Public Shareholding (B) = (B)(1) + (B)(2)									
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	15,00,00,000	-	15,00,00,000	100 %	18,00,00,000	-	18,00,00,000	100 %	

(ii) Shareholding of Promoters

SIN o.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1	National Securities Depository Limited (NSDL)	12,99,99,920	86.67%	-	15,99,99,920	88.89 %	-	+2.22%
2	Krishna Srinivas & NSDL	10	0.00001%	-	10	0.00001%	-	-
3	Dnyanesh Nerurkar & NSDL	10	0.00001%	-	10	0.00001%	-	-
4	Nityanand Phatarphod & NSDL	10	0.00001%	-	10	0.00001%	-	-
5	S. Ganesh & NSDL	10	0.00001%	-	10	0.00001%	-	-
6	Samar Banwat & NSDL	10	0.00001%	-	10	0.00001%	-	-
7	Prashant Vagal & NSDL	10	0.00001%	-	10	0.00001%	-	-
8	Manoj Sathe & NSDL	10	0.00001%	-	10	0.00001%	-	-
9	Balkrishna Narayan Shanwalker	10	0.00001%	-	10	0.00001%	-	-

SIN o.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
	& NSDL							
	Total	13,00,00,000	86.67%	-	15,00,00,000	88.89%	-	2.22%

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	12,99,99,920	86.67%		
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):				
	i) Rights Issue - 30.06.2020	1,00,00,000	0.83%	13,00,00,000	87.50%
	ii) Rights issue - 24.11.2020	1,00,00,000	0.74%	14,00,00,000	88.24%
	iii) Rights issue - 18.03.2021			15,00,00,000	
		1,00,00,000			88.89%
	At the End of the year	15,99,99,920	88.89%	15,99,99,920	88.89%

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	NSDL Database Management Limited	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
	At the beginning of the year	2,00,00,000	13.33	2,00,00,000	11.11
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/	-	-	-	-

Sl. No.	NSDL Database Management Limited	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
	bonus/sweat equity etc):				
	At the End of the year (or on the date of separation, if separated during the year)	2,00,00,000	13.33	2,00,00,000	11.11

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Directors and KMP				
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year	-	-	-	-

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	-	-	-	-
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during	-	-	-	-

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
the financial year				
• Addition				
• Reduction				
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. no.	Particulars of Remuneration	Name of MD/W TD/ Manager (Mr. SP. Narayanan)*	Name of MD/W TD/ Manager (Mr. Abhijit Kamalapurkar)			Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	33,11,061	- 7,61,064	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
	Total (A)	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	-

*

Gross Salary does not include LTA, Car lease, employer contribution to PF, unclaimed gratuity and medical benefits

B. Remuneration to other directors:

Particulars of Remuneration	Name of Directors					Total Amount
1. Independent	Mr. G. V.	Mr. L.	Dr.	Mr. N.S.	Dr. (Mrs.) Bala	

Particulars of Remuneration	Name of Directors					Total Amount
	<i>Nageswar a Rao</i>	<i>Ravi Sankar</i>	<i>Santanu Paul</i>	<i>Venkatesh</i>	<i>Krishnamoorthy</i>	
Directors						
• Fee for attending board / committee meetings	-	14,20,000	11,80,000	9,00,000	7,00,000	42,00,000
• Commission	-	-	-	-	-	-
• Others, please specify	-	-	-	-	-	-
Total (1)		14,20,000	11,80,000	9,00,000	7,00,000	42,00,000
2. Other Non-Executive Directors						
• Fee for attending board committee meetings		-	-			-
• Commission						
• Others, please specify						
Total (2)		-	-			-
Total (B) = (1 + 2)		-	-			-
Total Managerial Remuneration		14,20,000	11,80,000	9,00,000	7,00,000	42,00,000
Overall Ceiling as per the Act		-	-			-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			Total
		Interim CEO Mr. Ashutosh D Singh	Company Secretary Balan Santosh Parthasarathy	CFO Mr. Abhishek Bagchi	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	79,29,031	9,15,120	42,38,420	-
2.	Stock Option	-		-	-
3.	Sweat Equity	-		-	-
4.	Commission - as % of profit - others, specify...	-		-	-

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			Total
		Interim CEO Mr. Ashutosh D Singh	Company Secretary Balan Santosh Parthasarathy	CFO Mr. Abhishek Bagchi	
5.	Others, please specify	-		-	-
	Total	-		-	-

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty		Not Applicable			
Punishment					
Compounding					
B. DIRECTORS					
Penalty		Not Applicable			
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty		Not Applicable			
Punishment					
Compounding					



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