

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31st March 2020

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U74990MH2008NPL189067
2.	Registration Date	19 th December 2008
3.	Name of the Company	National Payments Corporation of India
4.	Category/Sub-category of the Company	Company registered under Section 25 of the Companies Act, 1956 (now Section 8 of Companies Act, 2013)
5.	Address of the Registered office & contact details	1001A, B Wing, 10 th Floor, The Capital, Bandra – Kurla Complex, Bandra (East) Mumbai – 400 051
6.	Whether listed company	Unlisted Company
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Pvt. Ltd C-101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai – 400083 Phone: 022 25963838

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)

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Financial and related services	9971	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable Section
1.	NIL	NIL	NIL	NIL	NIL

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

A. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 1-April-2019]				No. of Shares held at the end of the year [As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	82,84,000	0	82,84,000	61.88	82,84,000	0	82,84,000	61.88	-
f) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL: (A)(1)	82,84,000	0	82,84,000	61.88	82,84,000	0	82,84,000	61.88	-

Category of Shareholders	No. of Shares held at the beginning of the year [As on 1-April-2019]				No. of Shares held at the end of the year [As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
a) NRI Individual									
b) Other individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp	-	-	-	-	-	-	-	-	-
d) Banks/FI	20,00,000	0	20,00,000	14.94	20,00,000	0	20,00,000	14.94	-
e) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL: A(2)	20,00,000	0	20,00,000	14.94	20,00,000	0	20,00,000	14.94	-
Total shareholding of Promoter (A)=A(1)+A(2)	1,02,84,000	0	1,02,84,000	76.82	1,02,84,000	0	1,02,84,000	76.82	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	30,45,900	0	30,45,900	22.75	30,45,900	0	30,45,900	22.75	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify) Foreign Banks / FI	56,800	0	56,800	0.43	56,800	0	56,800	0.43	-
SUB-TOTAL (B) (1):-	31,02,700	0	31,02,700	23.18	31,02,700	0	31,02,700	23.18	-
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)									
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies – D R	-	-	-	-	-	-	-	-	-
SUB-TOTAL (B)(2):-	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B)=(B) (1)+ (B)(2)	31,02,700	0	31,02,700	23.18	31,02,700	0	31,02,700	23.18	-
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	1,33,86,700	0	1,33,86,700	100%	1,33,86,700	0	1,33,86,700	100%	0

Note – There were no other relevant category due to which 45 other shareholders who have invested in the company are shown under Public Shareholding.

B. i. Shareholding

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year 1 st April 2019			Shareholding at the end of the year 31 st March 2020			% change in shareholding 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.	State Bank of India	10,00,000	7.47	0	10,00,000	7.47	0	0
2.	Punjab National Bank	10,00,000	7.47	0	10,00,000	7.47	0	0
3.	Canara Bank	10,00,000	7.47	0	10,00,000	7.47	0	0
4.	Bank of Baroda	12,84,000	9.592 ¹	0	12,84,000	9.592 ¹	0	0
5.	Union Bank of India	10,00,000	7.47	0	10,00,000	7.47	0	0
6.	Bank of India	10,00,000	7.47	0	10,00,000	7.47	0	0
7.	ICICI Bank Limited	10,00,000	7.47	0	10,00,000	7.47	0	0
8.	HDFC Bank Limited	10,00,000	7.47	0	10,00,000	7.47	0	0
9.	Citibank N.A.	10,00,000	7.47	0	10,00,000	7.47	0	0
10.	The Hongkong and Shanghai Banking Corporation	10,00,000	7.47	0	10,00,000	7.47	0	0
Total (A)		1,02,84,000	76.822	0	1,02,84,000	76.822	0	0

¹Includes shareholdings of Dena Bank and Vijaya Bank which merged with Bank of Baroda with effect from 1st April 2019.

Note – In absence of a relevant category, 45 other shareholders who have invested in the company are shown under Public Shareholding.

ii. Change in Promoters' Shareholding (please specify, if there is no change): No change

Sr. No.	Particulars	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	1,02,84,000	76.82	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	-	-	1,02,84,000	76.82

iii. Public Shareholding (Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year		Shareholding at the end of the year		% change in shareholding during the year
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	
1.	Central Bank of India	142,000	1.06	142,000	1.06	0
2.	Allahabad Bank	142,000	1.06	142,000	1.06	0
3.	Bank of Maharashtra	142,000	1.06	142,000	1.06	0
4.	Andhra Bank	142,000	1.06	142,000	1.06	0
5.	Syndicate Bank	142,000	1.06	142,000	1.06	0
6.	UCO Bank	142,000	1.06	142,000	1.06	0
7.	Oriental Bank of Commerce	142,000	1.06	142,000	1.06	0
8.	Corporation Bank	142,000	1.06	142,000	1.06	0
9.	Indian Bank	142,000	1.06	142,000	1.06	0
10.	United Bank of India	142,000	1.06	142,000	1.06	0
11.	Punjab & Sind Bank	142,000	1.06	142,000	1.06	0
12.	Axis Bank Ltd.	142,000	1.06	142,000	1.06	0

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year		Shareholding at the end of the year		% change in shareholding during the year
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	
13.	Kotak Mahindra Bank Ltd.	142,000	1.06	142,000	1.06	
14.	Yes Bank Ltd.	142,000	1.06	142,000	1.06	0
15.	The Jammu and Kashmir Ltd.	142,000	1.06	142,000	1.06	0
16.	Indusind Bank Ltd.	142,000	1.06	142,000	1.06	0
17.	The Federal Bank Ltd.	142,000	1.06	142,000	1.06	0
18.	The South Indian Bank Ltd.	56,800	0.43	56,800	0.43	0
19.	The Karur Vysya Bank Ltd.	56,800	0.43	56,800	0.43	0
20.	The Karnataka Bank Ltd.	56,800	0.43	56,800	0.43	0
21.	Tamilnad Mercantile Bank Ltd.	56,800	0.43	56,800	0.43	0
22.	City Union Bank Ltd.	56,800	0.43	56,800	0.43	0
23.	The Lakshmi Vilas Bank Ltd.	56,800	0.43	56,800	0.43	0
24.	The Catholic Syrian Bank Ltd. (renamed as CSB Bank Limited)	56,800	0.43	56,800	0.43	0
25.	RBL Bank Limited	56,800	0.43	56,800	0.43	0
26.	DCB Bank Ltd.	56,800	0.43	56,800	0.43	0
27.	Deutsche Bank AG	56,800	0.43	56,800	0.43	0
28.	Saraswat Co- operative Bank Ltd.	7,100	0.053	7,100	0.053	0
29.	The Cosmos Co-operative Bank Ltd.	7,100	0.053	7,100	0.053	0
30.	SVC Co-operative Bank Ltd.	7,100	0.053	7,100	0.053	0
31.	Abhyudaya Co-operative Bank Ltd.	7,100	0.053	7,100	0.053	0
32.	The Bharat Co-operative Bank (Mumbai) Ltd.	7,100	0.053	7,100	0.053	0
33.	TJSB Sahakari Bank Ltd.	7,100	0.053	7,100	0.053	0
34.	Janta Sahakari Bank Ltd., Pune	7,100	0.053	7,100	0.053	0
35.	Punjab & Maharashtra Co-operative Bank Ltd.	7,100	0.053	7,100	0.053	0
36.	NKGSB Co-operative Bank Ltd.	7,100	0.053	7,100	0.053	0
37.	The Kalupur Commercial Co-operative Bank Ltd.	7,100	0.053	7,100	0.053	0
38.	Baroda Uttar Pradesh Gramin Bank	7,100	0.053	7,100	0.053	0
39.	Pragathi Krishna Gramin Bank	7,100	0.053	-	-	0
40.	Karnataka Gramin Bank ²	-	-	7,100	0.053	0
41.	Kerala Gramin Bank	7,100	0.053	7,100	0.053	0
42.	Kaveri Grameena Bank	7,100	0.053	7,100	0.053	0
43.	Andhra Pradesh Grameena Vikas Bank	7,100	0.053	7,100	0.053	0
44.	Karnataka Vikas Grameena Bank	7,100	0.053	7,100	0.053	0
45.	Gramin Bank of Aryavart	7,100	0.053	7,100	0.053	0
Total		31,02,700	23.18	31,02,700	23.18	0

Note

1. In absence of a relevant category, 45 other shareholders who have invested in the Company are shown under Public Shareholding.

2. The shares of Pragathi Krishna Gramin Bank are transferred to Karnataka Gramin Bank.

iv. Shareholding of Directors and Key Managerial Personnel: NIL

v) Indebtedness - Indebtedness of the Company including interest outstanding/accrued but not due for payment- **NIL**

VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Mr. Dilip Asbe (Managing Director)	Total
1.	Gross salary		
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	1,34,12,489	1,34,12,489
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income- tax Act, 1961	0	0
2.	Stock Option	0	0
3.	Sweat Equity	0	0
4.	Commission	0	0
	- as % of profit		
	- others, specify...		
5.	Others, please specify	0	0
	Total (A)	1,34,12,489	1,34,12,489
	Ceiling as per the Act		*Note

*Note: - In terms of the provisions of the Companies Act 2013, the remuneration payable to MD & CEO shall not exceed 5% of the net profit of the Company. The remuneration paid to MD & CEO is well within the said limit.

B. Remuneration to other Directors

(in ₹)

Sr. No.	Particulars of Remuneration	Total Amount						Total
1.	Independent Directors	Biswamohan Mahapatra	Prof. G. Sivakumar	Dr. Santanu Paul	Ms. Rama Bijapurkar	Mr. Satish Pradhan	Dr. Amitha Sehgal	
	Fee for attending Board and Committee meetings	20,50,000	20,05,000	21,70,000	6,00,000	14,55,000	14,70,000	97,50,000
	Commission	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-
	Total (1)	20,50,000	20,05,000	21,70,000	6,00,000	14,55,000	14,70,000	97,50,000
2.	Other Non-Executive Director	Sudarshan Sen						
	Fee for attending Board Committee meetings	-	-	-	-	-	-	-
	Commission	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-	-
	Total (B)=(1+2)	20,50,000	20,05,000	21,70,000	6,00,000	14,55,000	14,70,000	97,50,000
	Total Managerial Remuneration	0	0	0			0	0
	Overall Ceiling as per the Act							*Note

*Note: - In terms of the provisions of the Companies Act 2013, the remuneration payable to other directors shall not exceed 1% of the net profit of the Company. The remuneration paid to them is well within the said limit.

C. Remuneration to Key Managerial Personnel Other than MD/ Manager/ WTD

(in ₹)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel				
		CEO	CS	CFO®	CFO#	Total
1.	Gross salary					
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	1,34,12,489	33,28,369	68,97,958	4,30,747	2,40,69,563
	(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	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission	-	-	-	-	-
	- as % of profit	-	-	-	-	-
	others, specify...	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
	Total	1,34,12,489	33,28,369	68,97,958	4,30,747	2,40,69,563

*Mr. Dilip Asbe is Managing Director & CEO and the remuneration is detailed under VI. A above.

®Mr. Sanjay Saxena resigned as Chief Financial Officer with effect from 29th September 2019.

#Mr. Rupesh H Acharya was appointed as Chief Financial Officer with effect from 19th March 2020.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

The Company, its directors or other officers were not subject to penalties/punishment/compounding of offences during FY 2019-20.

For and on behalf of the Board of Directors

Biswamohan Mahapatra

Non-Executive Independent Chairman

DIN: 06990345

Place: Mumbai

Date: 13th August 2020