

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

## Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

U74990MH2008NPL189067

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AACCN9852G

(ii) (a) Name of the company

NATIONAL PAYMENTS CORPO

(b) Registered office address

1001A, B Wing, 10th Floor, The Capital  
Bandra - Kurla Complex, Bandra (East)  
Mumbai  
Mumbai City  
Maharashtra  
400051

(c) \*e-mail ID of the company

priyanka.agrawal@npci.org.in

(d) \*Telephone number with STD code

02240009100

(e) Website

www.npci.org.in

(iii) Date of Incorporation

19/12/2008

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☐ Yes

☒ No

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 27/09/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted ☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NPCI International Payments L	U67190MH2020PLC339220	Subsidiary	100
2	NPCI Bharat BillPay Limited	U67190MH2020PLC351595	Subsidiary	100

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

### (i) \*SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	30,000,000	14,526,600	14,036,692	14,036,692
Total amount of equity shares (in Rupees)	3,000,000,000	1,452,660,000	1,403,669,200	1,403,669,200

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	30,000,000	14,526,600	14,036,692	14,036,692
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	3,000,000,000	1,452,660,000	1,403,669,200	1,403,669,200

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	0	14,036,692	14036692	1,403,669,200	1,403,669,200	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0

iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
0						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
0						
<b>At the end of the year</b>	0	14,036,692	14036692	1,403,669,2	1,403,669,	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
0						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
0						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

☐ Nil

[Details being provided in a CD/Digital Media]

☐ Yes ☒ No ☐ Not Applicable

Separate sheet attached for details of transfers

☒ Yes ☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		22/09/2022	
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name

Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

  

Date of registration of transfer (Date Month Year)		
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Type of transfer		1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
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Ledger Folio of Transferor			
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Transferor's Name			
	Surname	middle name	first name

  

Ledger Folio of Transferee			
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Transferee's Name			
	Surname	middle name	first name

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

**(i) Turnover**

19,865,250,379.94

**(ii) Net worth of the Company**

37,100,647,316.19

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	10,994,000	78.32	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	10,994,000	78.32	0	0

**Total number of shareholders (promoters)**

10

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	2,680,904	19.1	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others Foreign Banks/FI/Payment :	361,788	2.58	0	



	<b>Total</b>	3,042,692	21.68	0	0
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**Total number of shareholders (other than promoters)**

55

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

65

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**  
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	10	10
Members (other than promoters)	56	55
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	1	5	1	4	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	5	0	4	0	0
<b>C. Nominee Directors representing</b>	0	11	0	10	0	0
(i) Banks & FIs	0	11	0	10	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	1	16	1	14	0	0

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date**

17

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Biswamohan Mahapatra	06990345	Director	0	
Mr. Dilip Pratap Asbe	02990724	Managing Director	0	
Prof. Rishikesh Thiruvengadam	00064067	Director	0	
Mr. Venkatraman Srinivasan	00246012	Director	0	
Dr. Amitha Sehgal	08309997	Director	0	
Mr. Shailendra Trivedi	09520162	Additional director	0	
Mr. Rana Ashutosh Kumar	08949873	Nominee director	0	
Mr. Nitesh Ranjan	08101030	Nominee director	0	
Mr. Ajay K. Khurana	09076961	Nominee director	0	
Mr. Sumit Bali	02896088	Nominee director	0	
Mr. Hemant Verma	09462900	Nominee director	0	
Mr. Imran Amin Siddiqui	09153707	Nominee director	0	
Mr. Bijith Bhaskar	08401402	Nominee director	0	
Mr. Siddharth Rungta	08553875	Additional director	0	
Mrs. Arti Ajit Patil	09663600	Additional director	0	08/09/2023
Mr. Rupesh H Acharya	ABAPA4908Q	CFO	0	
Ms. Priyanka Agrawal	ALJPA6898G	Company Secretary	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

14

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Prof. Rishikesha Thiruve	00064067	Director	22/09/2022	Change in Designation
Mr. Sumit Bali	02896088	Nominee director	22/09/2022	Change in Designation
Mr. Hemant Verma	09462900	Nominee director	22/09/2022	Change in Designation
Mr. Bijith Bhaskar	08401402	Additional director	02/09/2022	Appointment
Mr. Bijith Bhaskar	08401402	Nominee director	22/09/2022	Change in Designation
Ms. Mridula Iyer	08130150	Nominee director	29/09/2022	Cessation
Mr. Jayaprakash C.	09046299	Nominee director	29/09/2022	Cessation
Mr. Pankaj Gadgil	08521239	Nominee director	17/08/2022	Cessation
Dr. Deepak Kumar	08080298	Nominee director	29/09/2022	Cessation
Prof. Umesh Bellur	08626165	Director	23/02/2023	Cessation
Mr. Ajay Kumar Kapoor	08086228	Nominee director	19/03/2023	Cessation
Mr. Shailendra Trivedi	09520162	Additional director	29/09/2022	Appointment
Mr. Siddharth Rungta	08553875	Additional director	12/10/2022	Appointment
Mrs. Arti Ajit Patil	09663600	Additional director	10/11/2022	Appointment

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	22/09/2022	66	28	65.11
Extraordinary General Meet	18/01/2023	65	25	63.89

### B. BOARD MEETINGS

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/05/2022	17	13	76.47
2	18/08/2022	16	16	100
3	10/11/2022	17	14	82.35
4	15/12/2022	17	16	94.12
5	07/02/2023	17	15	88.24
6	14/03/2023	16	14	87.5

### C. COMMITTEE MEETINGS

Number of meetings held

35

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	24/05/2022	5	5	100
2	Audit Committee	17/08/2022	5	5	100
3	Audit Committee	09/11/2022	4	3	75
4	Audit Committee	06/02/2023	5	4	80
5	Corporate Social Responsibility	24/05/2022	5	4	80
6	Corporate Social Responsibility	06/12/2022	5	3	60
7	Risk Management	24/05/2022	5	4	80
8	Risk Management	17/08/2022	5	4	80
9	Risk Management	10/11/2022	4	3	75
10	Risk Management	06/02/2023	5	4	80

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	27/09/2023
								(Y/N/NA)

1	Mr. Biswamoh	6	6	100	18	17	94.44	Yes
2	Mr. Dilip Prata	6	6	100	9	8	88.89	Yes
3	Prof. Rishikesl	6	6	100	6	6	100	Yes
4	Mr. Venkatram	6	5	83.33	9	8	88.89	Yes
5	Dr. Amitha Se	6	6	100	18	18	100	Yes
6	Mr. Shailendra	4	4	100	5	4	80	No
7	Mr. Rana Ashu	6	4	66.67	12	6	50	No
8	Mr. Nitesh Rai	6	6	100	8	7	87.5	No
9	Mr. Ajay K. Kh	6	5	83.33	4	3	75	Yes
10	Mr. Sumit Bali	6	5	83.33	9	3	33.33	Yes
11	Mr. Hemant V	6	4	66.67	12	8	66.67	Yes
12	Mr. Imran Ami	6	5	83.33	12	10	83.33	No
13	Mr. Bijith Bhas	4	4	100	3	3	100	Yes
14	Mr. Siddharth	4	3	75	4	1	25	Yes
15	Mrs. Arti Ajit P	4	4	100	1	1	100	Not Applicable

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Dilip Asbe	Managing Direct		0	0	0	
	Total			0	0	0	

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Rupesh H Acha	CFO		0	0	0	
2	Ms. Priyanka Agraw	Company secret		0	0	0	
	Total			0	0	0	

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Biswamohan Ma	Independent Dir	0	0	0	1,450,000	1,450,000
2	Mr. Venkatraman S	Independent Dir	0	0	0	900,000	900,000
3	Dr.Amitha Sehgal	Independent Dir	0	0	0	1,500,000	1,500,000
4	Prof. Rishiksha T.	Independent Dir	0	0	0	950,000	950,000
5	Prof. Umesh Bellur	Independent Dir	0	0	0	850,000	850,000
	Total		0	0	0	5,650,000	5,650,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

#### XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

#### XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Dhrumil M Shah

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

8978

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

Dilip Pratap  
Asbe  
Digitally signed by  
Dilip Pratap Asbe  
Date: 2023.11.23  
11:19:14 +05'30'

DIN of the director

02990724

**To be digitally signed by**

Priyanka  
Balkrishna  
Agrawal  
Digitally signed by  
Priyanka Balkrishna  
Agrawal  
Date: 2023.11.23  
10:44:30 +05'30'

- ☒ Company Secretary  
☐ Company secretary in practice

Membership number

21122

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

**Attach****Attach****Attach****Attach****List of attachments**

Shareholding pattern\_31032023.pdf  
MGT 8 NPCI.pdf  
IX C Committee meeting\_22-23.pdf  
Share Transfer.pdf

**Remove attachment**

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**



## Point IX C: Committee meetings

35 committee meetings were held during the financial year 2022-23.

Since in the form, details of only 10 committees can be entered, therefore the details of remaining 25 committee meetings are mentioned as under:

Sr. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	As % age of total members
11	*Committee of Independent Director	25/05/2022	6	4	66.67
12	*Committee of Independent Director	18/08/2022	6	6	100
13	*Committee of Independent Director	07/02/2023	6	6	100
14	Nomination and Remuneration Committee	25/05/2022	6	4	66.67
15	Nomination and Remuneration Committee	18/08/2022	5	4	80
16	Nomination and Remuneration Committee	10/10/2022	4	4	100
17	Nomination and Remuneration Committee	07/11/2022	4	3	75

\* Attendance of Committee of Independent Director includes Special Invitee

18	Nomination and Remuneration Committee	07/02/2023	6	6	100
19	Management Committee	07/07/2022	5	3	60
20	Management Committee	18/10/2022	4	3	75
21	Business Strategy Committee	24/05/2022	5	3	60
22	Business Strategy Committee	09/11/2022	4	2	50
23	Business Strategy Committee	06/02/2023	5	4	80
24	Technology and Project Management Committee	23/05/2022	4	3	75
25	Technology and Project Management Committee	07/07/2022	4	4	100
26	Technology and Project Management Committee	12/08/2022	4	4	100
27	Technology and Project Management Committee	19/09/2022	4	4	100
28	Technology and Project Management Committee	05/12/2022	4	3	75
29	Technology and Project Management Committee	24/01/2023	4	3	75
30	Shareholding Management Committee	17/11/2022	6	5	83.33

31	Shareholding Management Committee	06/02/2023	6	4	66.67
32	Customer Service Committee	24/05/2022	4	3	75
33	Customer Service Committee	17/08/2022	4	3	75
34	Customer Service Committee	09/11/2022	4	3	75
35	Customer Service Committee	01/02/2023	4	3	75

**IV) Details of shares/Debentures Transfers since closure date of last financial year**

Details of transfer of Equity Share (ISIN: INE023L01011) during the Financial Year 2022-23 are as follows:

Sr. no.	Date of registration of transfer	Type of transfer	No. of shares transferred	Face value per share (Rs.)	Ledger Folio of transferor (DPID-Client ID)	Transferor's name	Ledger Folio of transferee(DPID-Client ID)	Transferee's name
1	21/11/2022	Equity	6,132	100	IN301330 - 40408476	INDIA POST PAYMENTS BANK LIMITED	IN301516 - 10000012	THE FEDERAL BANK LIMITED

For National Payments Corporation of India



**Priyanka Agrawal**

**Company Secretary**

**Equity Shareholding Pattern as on 31<sup>st</sup> March 2023**

Sl No.	Name of the shareholder	Number of shares allotted	Percentage of Shareholding (%)
1.	State Bank of India	10,00,000	7.12
2.	Union Bank of India	12,84,000	9.15
3.	Punjab National Bank	12,84,000	9.15
4.	Canara Bank	11,42,000	8.14
5.	Bank of Baroda	12,84,000	9.15
6.	Bank of India	10,00,000	7.12
7.	HDFC Bank Ltd.	10,00,000	7.12
8.	ICICI Bank Ltd.	10,00,000	7.12
9.	Citibank N.A.	10,00,000	7.12
10.	The Hongkong and Shanghai Banking Corporation Limited	10,00,000	7.12
11.	Amazon Pay (India) Private Limited	61,320	0.44
12.	AU Small Finance Bank Limited	61,320	0.44
13.	Axis Bank Ltd.	1,42,000	1.01
14.	Abhyudaya Co-Operative Bank Ltd.	7,100	0.05
15.	A P Grameena Vikas Bank	7,100	0.05
16.	Aryavart Bank	7,100	0.05
17.	Bank of Maharashtra	1,42,000	1.01
18.	Baroda UP Bank	7,100	0.05
19.	Central Bank of India	1,42,000	1.01
20.	City Union Bank Ltd.	56,800	0.40

21.	CSB Bank Limited	56,800	0.40
22.	Capital Small Finance Bank Limited	12,264	0.09
23.	DBS Bank India Ltd.	56,800	0.40
24.	DCB Bank Ltd.	56,800	0.40
25.	Deutsche Bank A.G.	56,800	0.40
26.	Dhanlaxmi Bank Limited	12,264	0.09
27.	E-Meditek Global Private Limited	6,132	0.04
28.	ESAF Small Finance Bank Ltd	6,132	0.04
29.	Hitachi Payment Service Private Limited	30,660	0.22
30.	Indian Bank	2,84,000	2.02
31.	Indusind Bank Ltd.	1,42,000	1.01
32.	IDFC First Bank Limited	61,320	0.44
33.	Indiaideas.Com Limited	61,320	0.44
34.	Janata Sahakari Bank Ltd	7,100	0.05
35.	Kotak Mahindra Bank Ltd.	1,42,000	1.01
36.	Karnataka Bank Ltd.	56,800	0.40
37.	Karnataka Gramin Bank	14,200	0.10
38.	Kerala Gramin Bank	7,100	0.05
39.	Karnataka Vikas Grameena Bank	7,100	0.05
40.	NKGSB Co-Operative Bank Ltd	7,100	0.05
41.	One Mobikwik Systems Private Limited	6,132	0.04
42.	Punjab & Sind Bank	1,42,000	1.01
43.	Pay U Payments Private Limited	61,320	0.437
44.	Paytm Payments Bank Limited	61,320	0.437
45.	Pine Labs Private Limited	61,320	0.437
46.	Phonepe Private Limited	61,320	0.437
47.	RBL Bank Ltd	56,800	0.40

48.	Standard Chartered Bank	61,320	0.44
49.	Sodexo Svc India Pvt Ltd	6,132	0.04
50.	Suryoday Small Finance Bank Limited	6,132	0.04
51.	Saraswat Co-Operative Bank Ltd.	7,100	0.05
52.	SVC Co-Operative Bank Ltd.	7,100	0.05
53.	The Federal Bank Ltd.#	1,48,132	1.05
54.	The Jammu & Kashmir Bank Limited	1,42,000	1.01
55.	The South Indian Bank Ltd.	56,800	0.40
56.	The Karur Vysya Bank Ltd.	56,800	0.40
57.	Tamilnad Mercantile Bank Ltd.	56,800	0.40
58.	The Bharat Co-Operative Bank (Mumbai) Ltd.	7,100	0.05
59.	TJSB Sahakari Bank Ltd.	7,100	0.05
60.	The Kalupur Commercial Co- op.Bank Ltd.	7,100	0.05
61.	The Cosmos Co-Operative Bank Ltd.	7,100	0.05
62.	Transaction Analysts India Pvt Ltd	6,132	0.04
63.	UCO Bank	1,42,000	1.01
64.	Unity Small Finance Bank Limited*	7,100	0.05
65.	Yes Bank Ltd.	1,42,000	1.01

\*formerly Punjab and Maharashtra Co-Operative Bank Ltd

# includes transfer of shares from India Post Payments Bank Limited

For National Payments Corporation of India

  
Priyanka Agrawal

Company Secretary

NATIONAL PAYMENTS CORPORATION OF INDIA  
ISIN No. : INE023L01011  
MEMBER'S INDEX OF NSDL BENIFICIARY OWNERS AS ON : 31/03/2023

Page : 1

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SRL	DP ID / CLIENT ID	SHARES HELD	BENIFICIARY OWNER NAME(S)
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1	IN306114 20766749	7100	A P GRAMEENA VIKAS BANK, HEAD
	OFFICE,WARANGAL		.
2	IN300142 10774708	61320	AMAZON PAY (INDIA) PRIVATE LIMITED
3	IN300749 11065826	7100	ARYAVART BANK
4	IN300126 11266385	61320	AU SMALL FINANCE BANK LIMITED
5	IN300484 10820757	142000	AXIS BANK LIMITED
6	IN300812 10006118	1284000	BANK OF BARODA
7	IN300749 10000012	1000000	BANK OF INDIA
8	IN300870 10189253	7100	BARODA UP BANK
9	IN300011 10292765	142000	CANARA BANK
10	IN301356 10001195	1000000	CANARA BANK-MUMBAI
11	IN300214 11709599	12264	CAPITAL SMALL FINANCE BANK LIMITED
12	IN300812 10491515	142000	CENTRAL BANK OF INDIA
13	IN300054 10002712	1000000	CITIBANK N.A.
14	IN300812 10491148	56800	CITY UNION BANK LTD
15	IN303173 20383364	56800	CSB BANK LIMITED
16	IN300126 11204350	56800	DBS BANK INDIA LIMITED
17	IN300812 10491435	56800	DCB BANK LIMITED
18	IN300167 10003588	56800	DEUTSCHE BANK A.G.



19	IN302687	10000733	12264	DHANLAXMI BANK LIMITED
20	IN302365	11321596	6132	E-MEDITEK GLOBAL PRIVATE LIMITED
21	IN300484	29023482	6132	ESAF SMALL FINANCE BANK LTD
22	IN300126	10001816	1000000	HDFC BANK LIMITED
23	IN301348	20002990	1000000	ICICI BANK LTD
24	IN304203	10000004	61320	IDFC FIRST BANK LIMITED
25	IN301549	51552260	61320	INDIAIDEAS.COM LIMITED
26	IN300812	10491156	284000	INDIAN BANK
27	IN301348	20004948	142000	INDUSIND BANK LIMITED
28	IN300280	10001509	7100	JANATA SAHAKARI BANK LIMITED
29	IN300812	10491043	56800	KARNATAKA BANK LTD

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NATIONAL PAYMENTS CORPORATION OF INDIA  
ISIN No. : INE023L01011  
MEMBER'S INDEX OF NSDL BENEFICIARY OWNERS AS ON : 31/03/2023

Page : 2

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SRL DP ID / CLIENT ID      SHARES HELD      BENEFICIARY OWNER NAME(S)  
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30	IN301135	26727623	7100	KARNATAKA GRAMIN BANK
31	IN301356	10095446	7100	KARNATAKA GRAMIN BANK
32	IN301135	26834572	7100	KARNATAKA VIKAS GRAMEENA BANK
33	IN301715	32034684	7100	KERALA GRAMIN BANK
34	IN301127	16318189	7100	NKGSB CO-OPERATIVE BANK LTD
35	IN300214	25905903	6132	ONE MOBIKWIK SYSTEMS PRIVATE LIMITED
36	IN300394	19607938	61320	PAY U PAYMENTS PRIVATE LIMITED
37	IN300812	10503769	61320	PAYTM PAYMENTS BANK LIMITED

38	IN301330	22258985	61320	PINE LABS PRIVATE LIMITED
39	IN300812	10005065	142000	PUNJAB AND SIND BANK
40	IN300812	10501028	1284000	PUNJAB NATIONAL BANK
41	IN303559	10030723	61320	PHONEPE PRIVATE LIMITED
42	IN301330	17841539	56800	RBL BANK LIMITED
43	IN301330	40407303	6132	SODEXO SVC INDIA PVT LTD
44	IN301524	30025705	61320	STANDARD CHARTERED BANK
45	IN303786	10000023	1000000	STATE BANK OF INDIA
46	IN300126	11264234	6132	SURYODAY SMALL FINANCE BANK LIMITED
47	IN300079	10029133	7100	SVC CO-OPERATIVE BANK LIMITED
48	IN300812	10491189	56800	TAMILNAD MERCANTILE BANK LIMITED
49	IN301098	10230249	7100	THE COSMOS CO-OPERATIVE BANK LIMITED
50	IN301516	10000012	148132	THE FEDERAL BANK LIMITED
51	IN300142	10214457	1000000	THE HONGKONG AND SHANGHAI BANKING CORP.LTD.
52	IN300484	30310544	142000	THE JAMMU AND KASHMIR BANK LTD
53	IN301321	10325561	7100	THE KALUPUR COM.CO.BANK
54	IN300079	10001066	56800	THE KARUR VYSYA BANK LTD
55	IN300829	10868754	7100	THE SARASWAT CO-OPERATIVE BANK LIMITED
56	IN300812	10505738	56800	THE SOUTH INDIAN BANK LIMITED
57	IN303964	10002946	7100	TJSB SAHAKARI BANK LIMITED VIDYASAGAR NAMJOSHI VINAY V GADGIL

----- Contd # 3▲

NATIONAL PAYMENTS CORPORATION OF INDIA  
ISIN No. : INE023L01011  
MEMBER'S INDEX OF NSDL BENEFICIARY OWNERS AS ON : 31/03/2023

Page : 3

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SRL	DP ID / CLIENT ID	SHARES HELD	BENIFICIARY OWNER NAME(S)
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58	IN302927 10361213	6132	TRANSACTION ANALYSTS INDIA PVT LTD
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59	IN302847 10000006	142000	UCO BANK
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60	IN300812 10505289	1284000	UNION BANK OF INDIA
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61	IN301975 10000643	7100	UNITY SMALL FINANCE BANK LIMITED
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62	IN303270 10037180	142000	YES BANK LIMITED
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Total Shares -->		=====	
		13707832	
		=====	



NATIONAL PAYMENTS CORPORATION OF INDIA  
ISIN No. : INE023L01011  
MEMBER'S INDEX OF CDSL BENEFICIARY OWNERS AS ON : 31/03/2023

Page : 1

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SRL	DP ID / CLIENT ID	SHARES HELD	BENEFICIARY OWNER NAME
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1	13066000 00005804	7100	ABHYUDAYA CO - OP BANK LTD
2	13013800 00025891	142000	BANK OF MAHARASHTRA
			TIBD
3	12011200 00357551	30660	HITACHI PAYMENT SERVICE PRIVATE
4	13041100 00000048	142000	KOTAK MAHINDRA BANK LTD
5	16010100 00028400	7100	THE BHARAT COOPERATIVE BANK (MUMBAI) LTD
Total Shares -->		328860	
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**Ref. No: 1516/2023-24**

FORM NO. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and papers of **National Payments Corporation of India** (hereinafter called "**the Company**") as required to be maintained under the Companies Act, 2013 ("**the Act**") and the rules made thereunder for the financial year ended on **31<sup>st</sup> March 2023**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and/or agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
1. its status under the Act;
  2. The Company has maintained registers/records & made entries therein within the time prescribed therefor.
  3. The Company has filed forms and returns with the Registrar of Companies within the time prescribed therefor;
  4. The Company has called and convened the meetings of Board of Directors, its committees and the meetings of the members of the Company on due dates as stated in the annual return in respect of which proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed.
  5. The Company was not required to close the Register of Members during the year under purview.
  6. The Company has not provided any loans/advances to its directors and/or persons or firms or companies referred to in Section 185 of the Act.
  7. The Company has complied with provisions of Section 188 relating to the contracts/arrangements entered with related parties.

8. During the financial year:

- a) The Company has neither issued nor allotted any securities during the year.



- b) There were no instances of transmission of shares. However, the Company has received request for transfer of shares and the same was duly recorded.
  - c) The Company has not issued the duplicate share certificate.
  - d) The Company has not done any buy back of securities/ redemption of preference shares or Non-Convertible Debentures / alteration or reduction of share capital/ conversion of shares/ securities.
9. The Company has not kept in abeyance the rights to dividend pending registration of transfer of shares in compliance with the provisions of the Act.
10. During the financial year:
- a) The Company being Section 8 Company is prohibited to declare dividend.
  - b) The Company was not required to transfer the unpaid/unclaimed dividend amounts to the Investor Education and Protection Fund.
11. The Company has complied with the signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
12. During the financial year:
- a) the Board of Directors of the Company were duly constituted.
  - b) the changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
  - c) necessary disclosures have been given by Directors and Key Managerial Personnel.
  - d) provisions relating to remuneration/sitting fees paid to the Directors and Key Managerial Personnel were duly complied.
13. The Company has duly complied with the appointment of auditors under section 139 of the Act, and there was no casual vacancy of auditors during the year.
14. During the year, the Comptroller and Auditor-General of India appointed Statutory Auditor of the Company vide its letter dated 29<sup>th</sup> August, 2022. Except stated herein the Company was not required to take any approval from Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. The Company has not accepted any amount which comes under purview of the term "Deposit" as per Companies (Acceptance of Deposit) Rules, 2014 during the financial year under review.





16. The Company has not borrowed funds from Banks, Directors, Public Financial Institutions, Members & others, during the period under review. Further creation/ modification and satisfaction of charges were not applicable.
17. The Company has complied with the provisions of Section 186 of the Act.
18. The Company was not required to alter the provisions of the Articles of Association and Memorandum of Association.



**Place: Mumbai**  
**Date: November 18, 2023**

**For Dhrumil M. Shah & Co. LLP**  
**Practicing Company Secretaries**  
**ICSI URN: L2023MH013400**  
**PRN: 3147/2023**

A handwritten signature in blue ink, appearing to be "Dhru" followed by a stylized flourish.

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**Dhrumil M. Shah**  
**Partner**  
**FCS 8021 | CP 8978**  
**UDIN: F008021E001990518**