

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

U67190MH2020PLC351595

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAHCN3288K

(ii) (a) Name of the company

NPCI BHARAT BILLPAY LIMITED

(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

companysecretary@npci.org.in

(d) *Telephone number with STD code

02240009100

(e) Website

www.bharatbillpay.com

(iii) Date of Incorporation

10/12/2020

| (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, Vikh
roli (West), NA

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes No

(f) Specify the reasons for not holding the same

AGM of the Company to be held on September 25, 2024 through VC / OVAM

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

| 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

Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|-------------------------|-----------------------|--|------------------|
| 1 | NATIONAL PAYMENTS CORPO | U74990MH2008NPL189067 | Holding | 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 | 10,000,000 | 10,000,000 | 10,000,000 | 10,000,000 |
| Total amount of equity shares (in Rupees) | 1,000,000,000 | 1,000,000,000 | 1,000,000,000 | 1,000,000,000 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Number of equity shares | 10,000,000 | 10,000,000 | 10,000,000 | 10,000,000 |
| Nominal value per share (in rupees) | 100 | 100 | 100 | 100 |
| Total amount of equity shares (in rupees) | 1,000,000,000 | 1,000,000,000 | 1,000,000,000 | 1,000,000,000 |

(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) | | 0 | | |

(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 |
|-------------------------------------|------------------|-----------|----------|----------------------|----------------------|---------------|
| | Physical | DEMAT | Total | | | |
| Equity shares | | | | | | |
| At the beginning of the year | 6 | 9,999,994 | 10000000 | 1,000,000,000 | 1,000,000,000 | |

| | | | | | | |
|---|---|-----------|----------|-------------|------------|---|
| Increase during the year | 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 | |
| <input type="text" value="0"/> | | | | | | |
| Decrease during the year | 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 | |
| <input type="text" value="0"/> | | | | | | |
| At the end of the year | 6 | 9,999,994 | 10000000 | 1,000,000,0 | 1,000,000, | |
| Preference shares | | | | | | |
| At the beginning of the year | 0 | 0 | 0 | 0 | 0 | |
| Increase during the year | 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 | |
| <input type="text" value="0"/> | | | | | | |
| Decrease during the year | 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 | | | | | |
| At the end of the year | 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)

| 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 | <input type="text"/> | | |
| Date of registration of transfer (Date Month Year) | <input type="text"/> | | |
| Type of transfer | <input type="text"/> | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock | |
| Number of Shares/ Debentures/ Units Transferred | <input type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) | <input type="text"/> |

| | | | |
|----------------------------|----------------------|----------------------|----------------------|
| Ledger Folio of Transferor | | <input type="text"/> | |
| Transferor's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | | <input type="text"/> | |
| Transferee's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| | Surname | middle name | first name |

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

| Particulars | Number of units | Nominal value per unit | Total value |
|--------------|-----------------|------------------------|-------------|
| Total | | | 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

856,658,152.21

(ii) Net worth of the Company

1,426,805,370.79

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 | 0 | 0 | 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) | 10,000,000 | 100 | 0 | |
| 10. | Others 0 | 0 | 0 | 0 | |
| | Total | 10,000,000 | 100 | 0 | 0 |

Total number of shareholders (promoters)

7

(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 | 0 | 0 | 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 : + | 0 | 0 | 0 | |
| | Total | 0 | 0 | 0 | 0 |

Total number of shareholders (other than promoters)

0

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

7

**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 | 7 | 7 |
| Members (other than promoters) | 0 | 0 |
| 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 |
| A. Promoter | 0 | 0 | 0 | 0 | 0 | 0 |
| B. Non-Promoter | 0 | 4 | 0 | 6 | 0 | 0 |
| (i) Non-Independent | 0 | 3 | 0 | 4 | 0 | 0 |
| (ii) Independent | 0 | 1 | 0 | 2 | 0 | 0 |
| C. Nominee Directors representing | 0 | 0 | 0 | 0 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 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 |
| Total | 0 | 4 | 0 | 6 | 0 | 0 |

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

9

(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) |
|----------------------|------------|---------------------|--------------------------------|--|
| AJAY KUMAR CHOUDHARY | 09498080 | Additional director | 0 | |
| DRUSHTI RAHUL DESAI | 00294249 | Additional director | 0 | |
| PRAVEENA RAI | 09474203 | Director | 0 | |
| DILIP ASBE PRATAP | 02990724 | Director | 0 | |
| RANA ASHUTOSH KUMAR | 08949873 | Director | 0 | 07/08/2024 |
| PARAG ARIGELA RAO | 02436612 | Director | 0 | |
| NOOPUR CHATURVEDI | ADXPC1981G | CEO | 1 | |
| PAVAN KUMAR HOLA | ABDPH4501K | CFO | 0 | 22/07/2024 |
| SUPREETHA SHIVKUMAR | AYSPS4726R | Company Secretary | 1 | |

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

4

| 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) |
|----------------------|------------|--|---|--|
| Biswamohan Mahapatra | 06990345 | Director | 07/02/2024 | Cessation |
| AJAY KUMAR CHOUDHARY | 09498080 | Additional director | 08/02/2024 | Appointment |
| DRUSHTI RAHUL DESAI | 00294249 | Additional director | 11/01/2024 | Appointment |
| Ashish Vishnu Pai | ADCPP7434N | CFO | 18/08/2023 | Cessation |

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

1

| 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 | 26/09/2023 | 7 | 6 | 85.71 |

B. BOARD MEETINGS

*Number of meetings held

4

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 03/05/2023 | 4 | 4 | 100 |
| 2 | 01/08/2023 | 5 | 5 | 100 |
| 3 | 07/11/2023 | 5 | 4 | 80 |
| 4 | 30/01/2024 | 6 | 6 | 100 |

C. COMMITTEE MEETINGS

Number of meetings held

0

| 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 | | | | | |

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 | |
| | | | | | | | | |
| 1 | AJAY KUMAR | 0 | 0 | 0 | 0 | 0 | 0 | |
| 2 | DRUSHTI RAI | 1 | 1 | 100 | 0 | 0 | 0 | |
| 3 | PRAVEENA R | 4 | 4 | 100 | 0 | 0 | 0 | |
| 4 | DILIP ASBE P | 4 | 4 | 100 | 0 | 0 | 0 | |
| 5 | RANA ASHUT | 4 | 3 | 75 | 0 | 0 | 0 | |

| | | | | | | | | |
|---|------------|---|---|-----|---|---|---|--|
| 6 | PARAG ARIG | 3 | 3 | 100 | 0 | 0 | 0 | |
|---|------------|---|---|-----|---|---|---|--|

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

0

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | | | | | | | 0 |
| | Total | | | | | | |

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

4

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-------------------|---------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | Noopur Chaturvedi | CEO | | 0 | 0 | 0 | |
| 2 | Ashish Vishnu Pai | CFO | 0 | 0 | 0 | 0 | 0 |
| 3 | SUPREETHA SHIV | Company Secre | | 0 | 0 | 0 | |
| 4 | PAVAN KUMAR HC | CFO | 0 | 0 | 0 | 0 | 0 |
| | Total | | | 0 | 0 | 0 | |

Number of other directors whose remuneration details to be entered

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|--------------------|-------------------|--------------|------------|-------------------------------|---------|-----------------|
| 1 | Drushti Rahul Desa | Additional Sirect | 0 | 0 | 0 | 100,000 | 100,000 |
| 2 | Biswamohan Mahar | Director | 0 | 0 | 0 | 400,000 | 400,000 |
| | Total | | 0 | 0 | 0 | 500,000 | 500,000 |

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

Whether associate or fellow Associate Fellow

Certificate of practice number

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:

- 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.
- 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

DIN of the director

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

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 Attachment(s), if any

List of attachments

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

Shareholding Pattern of the Company, as on 31st March 2024

| Sr. No. | Name of the Shareholder | No. of shares held | % of shares held (rounded off to next digit) |
|----------------|--|---------------------------|---|
| 1. | National Payments Corporation of India | 99,99,994 | 100 |
| 2. | Ms. Praveena Rai* | 1 | - |
| 3. | Ms. Noopur Chaturvedi * | 1 | - |
| 4. | Mr. Rupesh H Acharya * | 1 | - |
| 5. | Mr. Vadivelan Sivanantham * | 1 | - |
| 6. | Mr. Saiprasad Nabar* | 1 | - |
| 7. | Ms. Supreetha Shetty* | 1 | - |
| Total | | 100,00,000 | 100.00 |

* Nominees of National Payments Corporation of India

NPCI Bharat BillPay Limited

(A wholly owned subsidiary of NPCI)

Registered Office: 1001 A, The Capital, B Wing, 10th Floor,
Bandra Kurla Complex, Bandra (E), Mumbai 400 051.

T: +91 22 40009100 F: +91 22 40009101

Email id: bbps@npci.org.in

Website: www.bharatbillpay.com

CIN: U67190MH2020PLC351595

List of Directors of NPCI Bharat BillPay Limited as on 31st March 2024

| Sr. No. | Name of Director | Designation |
|----------------|-------------------------------|---|
| 1. | Mr. Ajay Kumar Choudhary | Chairman (Independent and Non-Executive Director) |
| 2. | Ms. Drushti Desai | Independent Director |
| 3. | Mr. Rana Ashutosh Kumar Singh | Non-Independent Non- Executive Director |
| 4. | Mr. Parag Rao | Non-Independent Non- Executive Director |
| 5. | Mr. Dilip Asbe | Non-Independent Non- Executive Director |
| 6. | Ms. Praveena Rai | Non-Independent Non- Executive Director |

NPCI Bharat BillPay Limited

(A wholly owned subsidiary of NPCI)

Registered Office: 1001 A, The Capital, B Wing, 10th Floor,
Bandra Kurla Complex, Bandra (E), Mumbai 400 051.

T: +91 22 40009100 F: +91 22 40009101

Email id: bbps@npci.org.in

Website: www.bharatbillpay.com

CIN: U67190MH2020PLC351595

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 **NPCI Bharat BillPay Limited** ("the Company") **CIN: U67190MH2020PLC351595** having its registered office at 1001A, B Wing, 10th Floor, The Capital, Bandra - Kurla Complex, Bandra (East), Mumbai 400051, Maharashtra, India, as required to be maintained under the Companies Act, 2013 (the "**Act**") and the rules made there under for the financial year ended on **March 31, 2024**. 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. maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. The Company has filed the forms and returns with the Registrar of Companies within the prescribed time;
 4. calling, convening and holding meetings of Board of Directors and the meetings of the members of the company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book and registers maintained for the purpose and the same have been signed,
 5. The provision of the Act & rules made there under in respect of closure of Registers of Members were not applicable on the Company during the period under review.
 6. The Company has not given any advances/loans to its Directors and/or persons or firms or Companies referred 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, Company has received a request for transfer of share and the same was dully recorded.
 - c. The Company has not issued the duplicate share certificate.
 - d. The Company had not done any buy back of securities or alteration or reduction of share capital or conversion of shares or securities. The Company had not issued any preference shares or debentures.
9. During the financial year there were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares.
10. During the financial year:
- a. The company had not declared 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.
 - e. The Company was not required to fill any casual vacancies.
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 13th September, 2023. 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 / renewed / repaid any amount which comes under purview of the term "Deposit" as per Companies (Acceptance of Deposit) Rules, 2014 during the financial year 2023-24;
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 has not altered its Articles of Association and Memorandum of Association.

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

**Place: Mumbai
Date: [.]**

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