

Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

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

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN)

U67190MH2020PLC351595

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	NPCI BHARAT BILLPAY LIMITED	NPCI BHARAT BILLPAY LIMITED
Registered office address	1001A, B Wing, 10th Floor, The Capital, Bandra - Kurla Complex, Bandra (East),,NA,Mumbai,Mumbai City,Maharashtra,India,400051	1001A, B Wing, 10th Floor, The Capital, Bandra - Kurla Complex, Bandra (East),,NA,Mumbai,Mumbai City,Maharashtra,India,400051
Latitude details	19.072759	19.072759
Longitude details	72.871455	72.871455

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

561917715_outsideoffice.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****8K

(c) *e-mail ID of the company

*****nysecretary@npci.org.in

(d) *Telephone number with STD code

22*****00

(e) Website

www.bharat-connect.com

iv *Date of Incorporation (DD/MM/YYYY)

10/12/2020

v (a) *Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☐ Yes

☒ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,Mumbai,Mumbai City,Maharashtra,India,400083	

ix * (a) Whether Annual General Meeting (AGM) held

☐ Yes

☐ No

(b) If yes, date of AGM (DD/MM/YYYY)

The AGM of the Company is scheduled to be held on 25th September 2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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 activities	66	Other financial activities	100

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

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

1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U74990MH2008NPL189067		NATIONAL PAYMENTS CORPORATION OF INDIA	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	10000000.00	10000000.00	10000000.00	10000000.00
Total amount of equity shares (in rupees)	1000000000.00	1000000000.00	1000000000.00	1000000000.00

Number of classes

1

Class of shares <div>1</div>	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	10000000	10000000	10000000	10000000
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	1000000000.00	1000000000.00	1000000000	1000000000

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes

0

Class of shares <div></div>	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
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Total amount of unclassified shares

0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	6	9999994	10000000.00	1000000000	1000000000	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify <div></div>						
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div></div>			0			
At the end of the year	6.00	9999994.00	10000000.00	1000000000.0 0	1000000000.0 0	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <div></div>			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div></div>			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

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		<div></div>
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

Number of transfers

4

Attachments:

1. Details of shares/Debentures Transfers

Transfer Details (1).xlsm

iv Debentures (Outstanding as at the end of financial year)**(a) Non-convertible debentures**

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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

1435878000

ii * Net worth of the Company

1692552000

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	10000000	100.00	0	0.00

10	Others <div></div>				
	Total	10000000.00	100	0.00	0

Total number of shareholders (promoters)

7

B 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	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00

10	Others <input type="text"/>				
	Total	0.00	0	0.00	0

Total number of shareholders (other than promoters)

0

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

7.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	0
3	Individual - Transgender	0
4	Other than individuals	7
	Total	7.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of 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	6	0	5	0.00	0.00
i Non-Independent	0	4	0	3	0	0
ii Independent	0	2	0	2	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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						
Total	0	6	0	5	0.00	0.00

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

8

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
AJAY KUMAR CHOUDHARY	09498080	Director	0	
DRUSHTI RAHUL DESAI	00294249	Director	0	
SHAMSHER SINGH	09787674	Additional Director	0	
PARAG ARIGELA RAO	02436612	Director	0	
DILIP PRATAP ASBE	02990724	Director	0	06/08/2025

NOOPUR CHATURVEDI	ADXPC1981G	CEO	0	
GANESA SRIVATSAN	CQJPS2392Q	CFO	0	
SUPREETHA SHIVKUMAR SHETTY	AYSPS4726R	Company Secretary	0	

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

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
AJAY KUMAR CHOUDHARY	09498080	Director	25/09/2024	Change in designation
DRUSHTI RAHUL DESAI	00294249	Director	25/09/2024	Change in designation
SHAMSHER SINGH	09787674	Additional Director	16/01/2025	Appointment
PRAVEENA RAI	09474203	Director	15/10/2024	Cessation
RANA ASHUTOSH KUMAR SINGH	08949873	Director	07/08/2024	Cessation
PAVAN KUMAR HOLANI	ABDPH4501K	CFO	22/07/2024	Cessation
GANESA SRIVATSAN	CQJPS2392Q	CFO	20/01/2025	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

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	25/09/2024	7	7	100

B BOARD MEETINGS

*Number of meetings held

5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/05/2024	6	6	100
2	05/08/2024	6	5	83.33
3	22/11/2024	4	3	75
4	16/01/2025	4	3	75
5	13/02/2025	5	4	80

C COMMITTEE MEETINGS

Number of meetings held

9

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Committee of Independent Directors	15/05/2024	2	2	100
2	Committee of Independent Directors	05/08/2024	2	2	100
3	Committee of Independent Directors	22/11/2024	2	2	100
4	Committee of Independent Directors	13/02/2025	2	2	100
5	Audit Committee	15/05/2024	3	3	100
6	Audit Committee	05/08/2024	3	3	100
7	Audit Committee	22/11/2024	3	2	66.67
8	Audit Committee	16/01/2025	3	2	66.67
9	Audit Committee	13/02/2025	3	2	66.67

D ATTENDANCE OF DIRECTORS

S. N o	Name of the Director	Board Meetings	Committee Meetings	Whether attended AGM held on
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		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	<div></div> (Y/N/NA)
1	AJAY KUMAR CHOUDHARY	5	5	100	9	9	100	
2	DRUSHTI RAHUL DESAI	5	5	100	9	9	100	
3	SHAMSHER SINGH	1	1	100	0	0	0	
4	PARAG ARIGELA RAO	5	2	40	5	2	40	
5	DILIP PRATAP ASBE	5	5	100	0	0	0	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *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
	Total		0.00	0.00	0.00	0.00	0.00

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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	NOOPUR CHATURVEDI	CEO	0				0.00
2	GANESA SRIVATSAN	CFO	0				0.00
3	SUPREETHA SHIVKUMAR SHETTY	Company Secretary	0				0.00
	Total		0.00	0.00	0.00	0.00	0.00

C *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	AJAY KUMAR CHOUDHARY	Director	0			950000	950000.00
2	DRUSHTI RAHUL DESAI	Director	0			950000	950000.00
	Total		0.00	0.00	0.00	1900000.00	1900000.00

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

7

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

XV 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.

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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

NPCI BHARAT BILLPAY
LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ 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 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, 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 and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in

compliance with the provisions of the Act

10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor

Education and Protection Fund in accordance with section 125 of the Act;

11 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 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

15 acceptance/ renewal/ repayment of deposits;

16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

DHRUMIL M SHAH

Date (DD/MM/YYYY)

12/09/2025

Place

Mumbai

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

8*7*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

22546

*(b) Name of the Designated Person

SUPREETHA SHIVKUMAR SHETTY

Declaration

I am authorised by the Board of Directors of the Company vide resolution number*

19g

dated*

(DD/MM/YYYY)

13/02/2025

to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

1*0*3*9*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

2*5*6

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

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

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** ("the Company") CIN: U74990MH2008NPL189067 having its registered office at 1001A, B Wing, 10th Floor, The Capital, Bandra Kurla Complex, Bandra (East), Mumbai City, Mumbai, Maharashtra, India, 400051 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, 2025. 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 therefor.
 - 4. calling, convening and holding meetings of Board of Directors and its committees 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 Company was not required to close its Register of Members;
 - 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. During the year under review, there were no instances of transfer or transmission of shares; however, the Company received two requests from its shareholders for inter-depository transfer of equity shares.
 - 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 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.
 - 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 21st September, 2024. 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 has altered the Articles of Association. However, the Company was not required to alter the provisions of the Memorandum of Association;

For Dhrumil M. Shah & Co. LLP
Practicing Company Secretaries
ICSI URN: L2023MH013400
PRN: 6459/2025

Place: Mumbai
Date:

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

Shareholding Pattern of the Company, as on 31st March 2025

Sr. No.	Name of Shareholder	No. of Equity Shares	% Shareholding
1	National Payments Corporation of India	99,99,994	99.99997
2	Mr. Nishith Chaturvedi*	1	0.000005
3	Mr. Vishal Kanvaty *	1	0.000005
4	Mr. Viswanath Krishnamurthy*	1	0.000005
5	Mr. Rupesh H. Acharya*	1	0.000005
6	Mr. Saiprasad Nabar*	1	0.000005
7	Mr. Giridhar GM*	1	0.000005
	Total	100,00,000	100

* Nominees of National Payments Corporation of India

For NPCI Bharat BillPay Limited

sd/-

Supreetha Shetty

Company Secretary

NPCI Bharat BillPay Limited

(A wholly owned subsidiary of NPCI)

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

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

Email id: bbps@npci.org.in **Website:** www.bharat-connect.com

CIN: U67190MH2020PLC351595

List of Directors of NPCI Bharat BillPay Limited as on 31st March 2025

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. Shamsheer Singh	Non-Independent Non- Executive Director
4.	Mr. Parag Rao	Non-Independent Non- Executive Director
5.	Mr. Dilip Asbe*	Non-Independent Non- Executive Director

*ceased to a director as on 6th August 2025

For NPCI Bharat BillPay Limited

sd/-

Supreetha Shetty

Company Secretary



NBBL

NPCI Bharat BillPay Ltd.

एन् पी सी आय भारत बिलपे लिमिटेड

NPCI Bharat BillPayLimited

(Subsidiary of National Payments Corporation of India)

CIN: U67190MH2020PLC351595

Registered Office

1001A, B-WING, 10TH FLOOR, THE CAPITAL, BANDRA KURLA COMPLEX,

BANDRA EAST, MUMBAI - 400 051.

नोंदणीकृत कार्यालय

१००१ए, बी-विंग, १० वा मजला, द कैपिटल, वांद्रे कुर्ला संकुल, वांद्रे पूर्व, मुंबई-४०००५१.