

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

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

U74120MH2012PLC230380

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCN9802F

(ii) (a) Name of the company

NATIONAL SECURITIES DEPOSI

(b) Registered office address

Trade World, 'A' Wing, 4th Floor, Kamala Mills
Compound, Senapati Bapat Marg, Lower Parel (West)
Mumbai
Mumbai City
Maharashtra
400012

(c) *e-mail ID of the company

cs-depository@nsdl.co.in

(d) *Telephone number with STD code

02224994200

(e) Website

www.nsdl.co.in

(iii) Date of Incorporation

27/04/2012

(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

Pre-fill

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(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**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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NSDL DATABASE MANAGEMEN	U72400MH2004PLC147094	Subsidiary	100
2	NSDL PAYMENTS BANK LIMITE	U65900MH2016PLC284869	Subsidiary	80.58

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	100,000,000	40,000,000	40,000,000	40,000,000
Total amount of equity shares (in Rupees)	1,000,000,000	400,000,000	400,000,000	400,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	100,000,000	40,000,000	40,000,000	40,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000,000	400,000,000	400,000,000	400,000,000

(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	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
Equity shares				
At the beginning of the year	40,000,000	400,000,000	400,000,000	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0

v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	40,000,000	400,000,000	400,000,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(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		27/09/2017	
Date of registration of transfer (Date Month Year)		28/09/2017	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	814,000	Amount per Share/ Debenture/Unit (in Rs.)	805
Ledger Folio of Transferor	15		
Transferor's Name			ORIENTAL BANK OF COMMERC
	Surname	middle name	first name
Ledger Folio of Transferee	22		
Transferee's Name			KOTAK MAHINDRA BANK LIMIT
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)				28/09/2017			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		436,000		Amount per Share/ Debenture/Unit (in Rs.)		805	
Ledger Folio of Transferor				15			
Transferor's Name						ORIENTAL BANK OF COMMERC	
		Surname		middle name		first name	
Ledger Folio of Transferee				23			
Transferee's Name						KOTAK MAHINDRA LIFE INSUR,	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				26/03/2018			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		752,000		Amount per Share/ Debenture/Unit (in Rs.)		805	
Ledger Folio of Transferor				22			
Transferor's Name						KOTAK MAHINDRA BANK LIMIT	
		Surname		middle name		first name	
Ledger Folio of Transferee				23			
Transferee's Name						KOTAK MAHINDRA LIFE INSUR,	
		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) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
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**

2,007,625,416.04

(ii) Net worth of the Company

5,791,060,019.77

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		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	12,000,000	30	0	
5.	Financial institutions	2,732,000	6.83	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)	9,600,000	24	0	
10.	Others	0	0	0	
	Total	24,332,000	60.83	0	0

Total number of shareholders (promoters)

3

(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	1,188,000	2.97	0	
4.	Banks	14,480,000	36.2	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	
	Total	15,668,000	39.17	0	0

Total number of shareholders (other than promoters)

12

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

15

**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	3	3
Members (other than promoters)	11	12
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	1	0	1	0	0
B. Non-Promoter	1	4	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	4	0	3	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	1	5	1	4	0	0

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

7

(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)
BANAVAR ANANTHAR	02101808	Director	0	
SRINIVASAN SRIDHAR	00004272	Director	0	
JAGANNATHAN RAVICHANDRAN	00073736	Director	0	
SIVAKUMAR GOPALAN	07537575	Director	0	
VENKATA RAOGAJULU	00799504	Managing Director	0	
SUDHA BALAKRISHNA	AASPS2601P	CFO	0	16/05/2018
PRASAD THABURA P	AYKPP7128A	Company Secretary	0	

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

11

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)
CHANDER MOHAN VA	00143885	Director	13/10/2017	Cessation
PADMANABH PUNDRI	00003192	Director	09/05/2017	Cessation
SUDHIR GUNVANTRA	00086077	Director	04/08/2017	Cessation
RAVI DHARM NARAIN	00062596	Director	27/09/2017	Cessation
PRAMILA SHRIVASTA	07120724	Director	22/03/2018	Cessation
DEEPAK SHENOY	BBMPS3068Q	Company Secretar	16/06/2017	Cessation
SRINIVASAN SRIDHAF	00004272	Director	03/08/2017	Appointment
JAGANNATHAN RAVIC	00073736	Director	12/10/2017	Appointment
BANAVAR ANANTHAR	02101808	Director	08/05/2017	Appointment
SIVAKUMAR GOPALAI	07537575	Additional director	05/01/2018	Appointment
PRASAD THABURA PC	AYKPP7128A	Company Secretar	27/09/2017	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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	27/09/2017	14	13	98.44

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	08/05/2017	7	7	100
2	03/08/2017	7	7	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	08/08/2017	6	6	100
4	27/09/2017	6	6	100
5	12/10/2017	4	4	100
6	07/11/2017	5	5	100
7	05/01/2018	6	6	100
8	07/02/2018	6	6	100
9	21/03/2018	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

16

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	08/05/2017	4	4	100
2	Nomination & Remuneration	08/05/2017	4	4	100
3	IT Strategy Committee	08/05/2017	3	3	100
4	Pricing Committee	08/05/2017	3	3	100
5	Nomination & Remuneration	24/06/2017	3	3	100
6	Nomination & Remuneration	03/08/2017	3	3	100
7	Audit Committee	03/08/2017	3	3	100
8	IT Strategy Committee	08/08/2017	2	2	100
9	Nomination & Remuneration	08/08/2017	4	4	100
10	Nomination & Remuneration	27/09/2017	4	4	100

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	19/09/2018
								(Y/N/NA)
1	BANAVAR AN	9	9	100	8	8	100	Yes
2	SRINIVASAN	7	7	100	3	3	100	Yes
3	JAGANNATHA	4	4	100	4	4	100	No
4	SIVAKUMAR	3	3	100	1	1	100	Yes
5	VENKATA RA	9	9	100	6	6	100	Yes

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. G. V. Nageswar	Managing Director	31,550,698	0	0	0	31,550,698
	Total		31,550,698	0	0	0	31,550,698

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	Mr. Deepak Shenoy	Company Secretary	164,436	0	0	42,848	207,284
2	Mr. Prasad Poojary	Company Secretary	1,314,361	0	0	3,567	1,317,928
3	Ms. Sudha Balakrishna	CFO	2,307,895	0	0	4,500	2,312,395
	Total		3,786,692	0	0	50,915	3,837,607

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. C. M. Vasudev	Director	0	0	0	1,020,000	1,020,000
2	Mr. P. P. Vora	Director	0	0	0	240,000	240,000
3	Mr. Ravi Narain	Director	0	0	0	940,000	940,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
4	Mr. Sudhir Mankad	Director	0	0	0	540,000	540,000
5	Mrs. Pramila Shriya	Director	0	0	0	1,540,000	1,540,000
6	Mr. B. A. Prabhakar	Director	0	0	0	1,600,000	1,600,000
7	Mr. S. Sridhar	Director	0	0	0	1,140,000	1,140,000
8	Mr. J. Ravichandrar	Director	0	0	0	720,000	720,000
9	Prof. G. Sivakumar	Director	0	0	0	480,000	480,000
	Total		0	0	0	8,220,000	8,220,000

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

Vijaykumar Tiwari

Whether associate or fellow

Associate Fellow

Certificate of practice number

12220

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

GAJULAPALLI
VENKATA
NAGESWARA
RAO

DIN of the director

00799504

To be digitally signed by

PRASAD
THABURA
POOJARY

Company Secretary

Company secretary in practice

Membership number

26056

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

Attach
Attach
Attach
Attach

List of attachments

MGT-8_NSDL_2018.pdf
List of Share holders.pdf
Additional Information Committee Meeting

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