# 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]

Name of the Registrar and Transfer Agent



# **Annual Return**

(other than OPCs and Small Companies)

	language   English Hindi the instruction kit for filing the form	1.			
I. RE	GISTRATION AND OTHER	DETAILS			
(i) * C	orporate Identification Number (CI	N) of the company	U6719	0MH2014PLC253944	Pre-fill
G	lobal Location Number (GLN) of the	ne company			
* P	ermanent Account Number (PAN)	of the company	AADCI	5030Q	
(ii) (a	) Name of the company		NIIF IN	FRASTRUCTURE FINAN	
(b	Registered office address				
,	North Wing, 3rd Floor, UTI Tower, GN Bandra Kurla Complex Mumbai Mumbai City Maharashtra	l Block,			
(c	*e-mail ID of the company		ankit.sl	heth@niififl.in	
(d	) *Telephone number with STD co	de	022658	393300	
(e	) Website		www.r	niififl.in	
(iii)	Date of Incorporation		07/03/	2014	
(iv)	Type of the Company	Category of the Company	7	Sub-category of the	Company
	Public Company	Company limited by s	hares	Indian Non-Gov	ernment company
v) Wh	ether company is having share ca	pital	Yes	O No	
vi) *W	hether shares listed on recognized	d Stock Exchange(s)	Yes	<ul><li>No</li></ul>	
(k	o) CIN of the Registrar and Transfe	er Agent	U6719	0MH1999PTC118368	Pre-fill

	LINK	INTIME INDIA	PRIVATE LIMITE	D							
L i	Regi	stered office	address of the l	Registrar and Trar	nsfer Agen	ts					
		1, 1st Floor, 2 <sup>2</sup> ahadur Shastr	17 Park, i Marg, Vikhro <b>l</b> i (	West)					<b>6</b>		
(vii) <b>*</b> I	inaı	ncial year Fro	om date 01/04/	2021	(DD/MM/Y	YYY)	To date	31/03/202	2	(DD/M	M/YYYY)
(viii) *	Whe	ther Annual (	general meeting	g (AGM) held	(	Yes	$\circ$	No			
(	a) If	yes, date of <i>i</i>	AGM [								
(	b) D	ue date of A0	GM [	30/09/2022							
(	c) W	/hether any e	ا xtension for AG	M granted		$\bigcirc$	Yes	<ul><li>No</li></ul>			
II. PF	RIN	CIPAL BUS	SINESS ACT	IVITIES OF TH	IE COM	PANY					
			iness activities	1	Dusinss	Dec		of Dusiness	A _45; ;i4. ;		0/ 25 + 122 2 1 2
S.1	NO	Main Activity group code	Description of I	Main Activity grouן	Activity Code	s Des	scription	of Business	Activity		% of turnove of the company
1		K	Financial and	insurance Service	K8		Oth	ner financial	activities		100
(11)	ICL	UDING JO	INT VENTU	G, SUBSIDIAF RES) ation is to be give		ASSO		COMPAN	IIES		
S.N	0	Name of t	he company	CIN / FCF	RN	Holdin		diary/Assoc ⁄enture	iate/	% of sh	ares held
1											
IV. SI	HAF	RE CAPITA	AL, DEBENT	URES AND OT	THER SE	CURI	TIES O	F THE CO	OMPAN	Υ	
•		E CAPITA									
(a) E	quity	share capita	ll								
		Particula		Authorised capital	lssu capi			scribed apital	Paid up	capital	
Total	num	nber of equity	shares	1,815,000,000	1,030,28	3,466	1,030,2	83,466	1,030,2	83,466	
Total		ount of equity	shares (in	18,150,000,000	10,302,8	34,660	10,302,	834,660	10,302,8	834,660	

Number of classes

Page 2 of 15

	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,815,000,000	1,030,283,466	1,030,283,466	1,030,283,466
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	18,150,000,000	10,302,834,660	10,302,834,660	10,302,834,660

## (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	347,354,497	344,997,165	344,997,165	344,997,165
Total amount of preference shares (in rupees)	8,849,999,991	8,787,356,913	8,787,356,913	8,787,356,913

Number of classes 2	
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Class of shares  Preference Shares of Rs. 21/- each	Authorised	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	88,095,238	87,927,757	87,927,757	87,927,757
Nominal value per share (in rupees)	21	21	21	21
Total amount of preference shares (in rupees)	1,849,999,998	1,846,482,897	1,846,482,897	1,846,482,897
Class of shares  Preference Shares of Rs. 27/- each	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	259,259,259	257,069,408	257,069,408	257,069,408
Nominal value per share (in rupees)	27	27	27	27
Total amount of preference shares (in rupees)	6,999,999,993	6,940,874,016	6,940,874,016	6,940,874,016

# (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Nu	umber of sh	ares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	915,730,161	915730161	9,157,301,6 #	9,157,301,ı +	
Increase during the year	0	114,553,305	114553305	1,145,533,0	1,145,533,0	1,973,753,44

i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	
iv. Private Placement/ Preferential allotment		114,553,305	114553305		1,145,533,	1,973,753, <u>4</u> 4
v. ESOPs	0	0	0	0	0	<b>+</b>
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						
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
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	•					
At the end of the year	0	1,030,283,4	1030283466	10,302,834,	10,302,834	
Preference shares						
At the beginning of the year		87,927,757	87927757	1,846,482,8		
Increase during the year	0	257,069,408	257069408	6,940,874,0	6,940,874,	59,125,964
i. Issues of shares	0	257,069,408	257069408	6,940,874 <u>,0</u>	6,940,874,0	59,125,964
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Degrees during the year						
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

At the end of the year		0	344,997,165	344997165	8,787,356,9	98,787,356,	
N of the equity shares	of the company it/consolidation during th	e year (for o	each class of si	hares)	INE2	46R01015	
Class o	f shares	(i	)	(ii)		(ii	i)
Before split /	Number of shares						
Consolidation	Face value per share						
After split /	Number of shares						
Consolidation	Face value per share						
f the first return a ⊠ Nil	es/Debentures Trans It any time since the Vided in a CD/Digital Medi	incorpora	ation of the			Not Appl	
If the first return a  Nil  [Details being pro  Separate sheet at	at any time since the vided in a CD/Digital Meditached for details of transf	incorpora a] fers	ation of the	company) ′es () ′es ()	* No No	) Not Appl	icable
If the first return a  Nil  [Details being pro  Separate sheet at	<b>It any time since the</b> vided in a CD/Digital Medi	incorpora a] fers	ation of the	company) ′es () ′es ()	* No No	) Not Appl	icable
If the first return a  Nil  [Details being pro  Separate sheet at  ote: In case list of tran  ledia may be shown.	at any time since the vided in a CD/Digital Meditached for details of transf	incorpora a] fers r submission	ation of the	company) ′es () ′es ()	* No No	) Not Appl	icable
Figure 1 The first return and will be shown.  Separate sheet at some ote: In case list of transledia may be shown.  Date of the previous	vided in a CD/Digital Meditached for details of transfer exceeds 10, option fo	incorpora  a]  fers  r submission	ation of the	company) ′es () ′es ()	* No No	) Not Appl	icable
Figure 1 The first return and will be shown.  Separate sheet at some ote: In case list of transledia may be shown.  Date of the previous	vided in a CD/Digital Meditached for details of transfer exceeds 10, option for annual general meeting of transfer (Date Month	incorpora  a]  fers  r submission  g  Year)	ation of the	company)  /es  /es  sheet attach	* No No nment or sul	) Not Appl	icable a CD/Digit
Fig. The first return and Nil [Details being prosected and Separate sheet at sote: In case list of transledia may be shown.]  Date of the previous Date of registration	vided in a CD/Digital Meditached for details of transfer exceeds 10, option for annual general meeting of transfer (Date Month	incorpora  a]  fers  r submission  g  Year)	Amount pe	company)  /es  /es  /es  sheet attach	* No No nment or sul - Debentu	) Not Appl	icable a CD/Digit

Transferor's Name									
	Surname		middle name	first name					
Ledger Folio of Transferee									
Transferee's Name	s Name								
	Surname		middle name	first name					
Date of registration o	Date of registration of transfer (Date Month Year)								
Type of transfer	1	- Equ	uity, 2- Preference Shares,3 -	Debentures, 4 - Stock					
Number of Shares/ D Units Transferred	Debentures/		Amount per Share/ Debenture/Unit (in Rs.)						
Ledger Folio of Trans	sferor								
Transferor's Name	Transferor's Name								
	Surname		middle name	first name					
Ledger Folio of Trans	sferee								
Transferee's Name									
	Surname		middle name	first name					
(iv) *Debentures (Outstanding so at the and of financial year)									

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	117,830	1000000	117,830,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			117,830,000,000

#### **Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	•	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	71,330,000,000	56,540,000,000	10,040,000,000	117,830,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

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

` '		,			
Type of	Number of	Nominal Value of	Total Nominal	Paid up Value of	Total Paid up Value
Securities	Securities	each Unit	Value	each Unit	
Total				1	

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

(i) Turnover

9,771,894,200.54

0

(ii) Net worth of the Company

31,149,356,837.34

### 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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0		0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0

5.	Financial institutions		0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	0	0	0	0

**Total number of shareholders (promoters)** 

0			

# (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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	344,997,165	100
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	1,030,283,466	100	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0

10.	Others	0	0	0	0
	Total	1,030,283,466	100	344,997,165	100

**Total number of shareholders (other than promoters)** 

9

Total number of shareholders (Promoters+Public/ Other than promoters) 9

# 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	0	0
Members (other than promoters)	9	9
Debenture holders	227	189

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

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

		directors at the g 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	2	0	2	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing	0	3	0	3	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	3	0	3	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	5	0	5	0	0

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κ.		
•		

## (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. Prakash Rao	02888802	Nominee director		
Mr. Rajiv Dhar	00073997	Nominee director		
Mr. A.K.T. Chari	00746153	Nominee director		
Ms. Ritu Anand	05154174	Director		06/05/2022
Mr. Ashwani Kumar	02870681	Director		
Mr. Sadashiv S Rao	AADPR1481M	CEO		30/06/2022
Mr. Narayanan Iyer	AAAPI2722B	CFO		
Mr. Ankit Sheth	BFPPS8108Q	Company Secretar		

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

6

Name	DIN/PAN	Designation at the beginning / during the financial year	ichange in designation/	Nature of change (Appointment/ Change in designation/ Cessation)
Mr. Sanjay Ajgaonkar	AAFPA7262D	CFO	31/08/2021	Cessation
Mr. Narayanan Iyer	AAAPI2722B	CFO	29/10/2021	Appointment
Ms. Shweta Laddha	AFBPL4266M	Company Secretar	19/05/2021	Appointment
Ms. Shweta Laddha	AFBPL4266M	Company Secretar	06/12/2021	Cessation
Mr. Ankit Sheth	BFPPS8108Q	Company Secretar	31/01/2022	Appointment
Mr. Ashwani Kumar	02870681	Director	21/09/2021	Change in designation from Addition

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

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT	CONVENED MEETINGS
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Number of meetings held	4
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Type of meeting	Date of meeting	Total Number of Members entitled to	Attendance		
		attend meeting	Number of members attended	% of total shareholding	
xtra-Ordinary General Meeti <b>■</b>	21/06/2021	8	6	94.16	
Annual General Meeting	21/09/2021	8	6	94.16	
xtra-Ordinary General Meeti <b>⊕</b>	22/03/2022	8	6	100	
xtra-Ordinary General Meeti <b>•</b>	28/03/2022	8	5	100	

### **B. BOARD MEETINGS**

\*Number of meetings held 7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Number of directors	Attendance % of attendance
1	19/05/2021	5	5	100
2	15/06/2021	5	5	100
3	18/08/2021	5	5	100
4	29/10/2021	5	5	100
5	31/01/2022	5	5	100
6	23/02/2022	5	5	100
7	28/03/2022	5	5	100

## C. COMMITTEE MEETINGS

Number of meetings held 10

S. No.	Type of meeting	Date of masting	Total Number of Members as	Attendance		
	-	Date of meeting	on the date of the meeting	Number of members attended	% of attendance	
1	Audit Committe	19/05/2021	3	3	100	
2	Audit Committe	18/08/2021	3	3	100	
3	Audit Committe	29/10/2021	3	2	66.67	
4	Audit Committe	31/01/2022	3	3	100	
5	Nomination an	17/05/2021	4	4	100	

S. No.	Type of meeting	Data of marating	Total Number of Members as	Attendance		
		Date of meeting	on the date of	Number of members attended	% of attendance	
6	Nomination an	28/10/2021	4	4	100	
7	Nomination an	29/10/2021	4	3	75	
8	Nomination an	31/01/2022	3	3	100	
9	CSR Committe	18/05/2021	3	3	100	
10	CSR Committe	28/12/2021	3	3	100	

### D. \*ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM
S. No.	Name of the director	Number of Meetings which director was entitled to	Meetings	% of		Number of Meetings attended	% of attendance	held on
		attend			attend			(Y/N/NA)
								(T/IN/INA)
1	Mr. Prakash R	7	7	100	6	6	100	
2	Mr. Rajiv Dhar	7	7	100	7	5	71.43	
3	Mr. A.K.T. Cha	7	7	100	0	0	0	
4	Ms. Ritu Anan	7	7	100	10	10	100	
5	Mr. Ashwani K	7	7	100	10	10	100	

### 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

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

	5						
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ADASHIV SRINIVA	CEO	26,355,985	0	0	2,713,356	29,069,341

S. No.	Name	Designa	ation	Gross Sala	ary Commission	Stock Option/ Sweat equity	Others	Total Amount
2	SANJAY AJGA	ONK CFC	)	9,290,96	3 0	0	393,625	9,684,588
3	NARAYANAN I			2,966,41	2 0	0	403,731	3,370,143
4	SHWETA LADE		Secre	1,444,41	4 0	0	120,996	1,565,410
5	ANKIT SHET	H Company	_	524,484	1 0	0	46,826	571,310
	Total			40,582,25	58 0	0	3,678,534	44,260,79
umber c	of other directors w	nose remunerati	ion detai	ils to be ente	red		0	
S. No.	Name	Designa	ation	Gross Sala	ary Commission	Stock Option/ Sweat equity	Others	Total Amount
1								0
	Total							
A. Wh pro		has made comp panies Act, 2013	pliances	and disclosu	CES AND DISCLOSUI		○ No	
A. Wh	ether the company visions of the Com	has made compounted by the com	pliances 3 during	and disclosu the year		aabla -	○ No	
A. Wh pro B. If N	ether the company visions of the Com No, give reasons/ob	has made compounted by the compount of the com	pliances 3 during	and disclosu the year		cable Yes	○ No	
A. When probability is a second of the probability is a second of the probability in the probability is a second of the probability in the probability is a second of the probability in the probability is a second of the probability in the probability is a second of the probability in the probability is a second of the probability in the probability is a second of the probability in the probability is a second of the probability in the probability is a second of the probability in the probability is a second of the probability in the probability is a second of the probability in the probability is a second of the probability in the probability is a second of the probability in the probability in the probability is a second of the probability in the probability in the probability is a second of the probability in the probability in the	visions of the Com No, give reasons/ob ALTY AND PUNISI	has made compounted by the court of the cour	pliances 3 during	and disclosu the year  EREOF  DSED ON CO	DMPANY/DIRECTORS	cable Yes		
A. When probability the probability of the probabil	NALTY AND PUNISI  ILS OF PENALTIE  If the concept of the concept o	has made compounted by the compount of the court of the c	pliances 3 during	and disclosu the year  EREOF  DSED ON CO  Order  p	DMPANY/DIRECTORS	Cable Yes  S /OFFICERS	Nil Details of appeal	
A. When probability the probability of the probabil	ALTY AND PUNISI  ILS OF PENALTIE  f the concepty directors/  Alls OF COMPOL	has made compounted by the court of the cour	pliances 3 during	and disclosu the year  EREOF  DSED ON CO  Order  p	DMPANY/DIRECTORS	Cable Yes  S /OFFICERS	Nil Details of appeal	
A. When probability is a second of the probability is a second	ALTY AND PUNISI  ILS OF PENALTIE  f the concepty directors/  Alls OF COMPOLE  Name	has made compounted by the court of the cour	pliances 3 during	and disclosuments the year  EREOF  DSED ON CO  Order  P  S  Nil	DMPANY/DIRECTORS	Cable Yes  S /OFFICERS	Nil Details of appeal	t status

VIV COMPLIANCE OF SUR SECT	ION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES						
In case of a listed company or a con	npany having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or in whole time practice certifying the annual return in Form MGT-8.						
Name	Neha Lahoty						
Whether associate or fellow							
Certificate of practice number	10286						
	ey stood on the date of the closure of the financial year aforesaid correctly and adequately.  In the contrary elsewhere in this Return, the Company has complied with all the provisions of the						
I am Authorised by the Board of Dire	Declaration ectors of the company vide resolution no 02 dated 31/01/2022						
	d declare that all the requirements of the Companies Act, 2013 and the rules made thereunder is form and matters incidental thereto have been compiled with. I further declare that:						
<ol> <li>Whatever is stated in this f</li> </ol>	orm and in the attachments thereto is true, correct and complete and no information material to orm has been suppressed or concealed and is as per the original records maintained by the company.						
2. All the required attachmen	ts have been completely and legibly attached to this form.						
	the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for false statement and punishment for false evidence respectively.						
To be digitally signed by							
Director							
DIN of the director	02888802						
To be digitally signed by							
<ul><li>Company Secretary</li></ul>							
Ocompany secretary in practice							
Membership number	Certificate of practice number						

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

● Yes ○ No

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