

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]



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

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(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

Name of the Registrar and Transfer Agent

3I INFOTECH LIMITED

Registered office address of the Registrar and Transfer Agents

TOWER # 5, INTERNATIONAL INFOTECH PARK, VASHI STATION, COMPLEX, NA
NAVI MUMBAI, Maharashtra 400703 India

(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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	1,700,000,000	900,358,422	867,871,200	867,871,200
Total amount of equity shares (in Rupees)	17,000,000,000	9,003,584,220	8,678,712,000	8,678,712,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	1,700,000,000	900,358,422	867,871,200	867,871,200
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	17,000,000,000	9,003,584,220	8,678,712,000	8,678,712,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	500,000,000	0	0	0
Total amount of preference shares (in rupees)	5,000,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	500,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5,000,000,000	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	0	867,871,200	867,871,200	8,678,712,000	8,678,712,000	
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 <input type="text"/>						
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 <input type="text"/>						
At the end of the year	0	867,871,200	867871200	8,678,712,0	8,678,712,	
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 <input type="text"/>						
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 <input type="text"/>						
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)

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

Ledger Folio of Transferee	<input type="text"/>
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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	186,430	100000 and 1000000	186,430,000,000
Partly convertible debentures	0		0
Fully convertible debentures	0		0
Total			186,430,000,000

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	157,030,000,000	44,270,000,000	14,870,000,000	186,430,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

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

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

(i) Turnover

19,970,390,255.33

(ii) Net worth of the Company

31,064,783,527.48

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	3	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	723,093,419	83.32	0	
5.	Financial institutions	87,000,000	10.02	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	810,093,422	93.34	0	0

Total number of shareholders (promoters)

6

(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	57,777,778	6.66	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	0	0	0	

	Total	57,777,778	6.66	0	0
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Total number of shareholders (other than promoters)

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

**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	6	6
Members (other than promoters)	1	1
Debenture holders	382	415

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	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	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	1	6	1	6	0	0

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

(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)
Arun Tiwari	05345547	Director	0	
Vijay Maniar	00750905	Director	0	
Lata Pillai	02271155	Director	0	
Partha Dey	00242825	Nominee director	0	
Lalit Tyagi	08220977	Nominee director	0	
Cosme Vivek Gomes	10408460	Nominee director	0	
Suvek Nambiar	06384380	Managing Director	0	
Surendra Maheshwari	ABNPK0467F	CFO	0	
Gaurav Tolwani	AIYPT5241N	Company Secretar	0	

(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	Nature of change (Appointment/ Change in designation/ Cessation)
Lalita D. Gupte	00043559	Director	22/04/2023	Cessation
Lata Pillai	02271155	Additional director	19/07/2023	Appointment
Debadatta Chand	07899346	Nominee director	28/07/2023	Cessation
Lalit Tyagi	08220977	Nominee director	11/08/2023	Appointment
Lata Pillai	02271155	Director	21/08/2023	Change in designation
Nina Nagpal	00138918	Nominee director	16/12/2023	Cessation
Cosme Vivek Gomes	10408460	Nominee director	13/02/2024	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	21/08/2023	7	6	100

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	19/04/2023	7	7	100
2	19/07/2023	7	6	85.71
3	23/10/2023	7	7	100
4	23/01/2024	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

22

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	19/04/2023	3	3	100
2	Audit Committee	19/07/2023	3	3	100
3	Audit Committee	23/10/2023	3	3	100
4	Audit Committee	23/01/2024	3	2	66.67
5	Board Governance	19/04/2023	4	4	100
6	Board Governance	19/07/2023	3	3	100
7	Stakeholders Forum	19/07/2023	3	3	100
8	Corporate Social Responsibility	19/04/2023	4	4	100
9	Board Risk Management	19/04/2023	6	6	100
10	Board Risk Management	23/10/2023	6	6	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	
1	Arun Tiwari	4	4	100	16	15	93.75	
2	Vijay Maniar	4	4	100	9	9	100	
3	Lata Pillai	3	3	100	10	10	100	
4	Partha Dey	4	3	75	15	12	80	
5	Lalit Tyagi	2	2	100	7	7	100	
6	Cosme Vivek	0	0	0	0	0	0	
7	Suvek Nambiar	4	4	100	16	16	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Suvek Nambiar	Managing Director	45,931,700	0	0	15,655,752	61,587,452
	Total		45,931,700	0	0	15,655,752	61,587,452

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Surendra Maheshwari	CFO	15,419,405	0	0	4,177,692	19,597,097
2	Gaurav Tolwani	Company Secretary	4,048,839	0	0	1,445,970	5,494,809
	Total		19,468,244	0	0	5,623,662	25,091,906

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Lalita D. Gupte	Independent Director	0	57,377	0	220,000	277,377
2	Arun Tiwari	Chairperson & Independent Director	0	1,000,000	0	830,000	1,830,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Vijay Maniar	Independent Dir +	0	1,000,000	0	620,000	1,620,000
4	Lata Pillai	Independent Dir +	0	702,186	0	710,000	1,412,186
	Total		0	2,759,563	0	2,380,000	5,139,563

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:

- 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

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

Additional submissions with respect to Form No. MGT-7 for FY2024

We wish to submit the following additional information with respect to Form No. MGT-7:

IV. (i) Share Capital: ISIN of the equity shares of the Company

At page no. 4 of the e-form, there is a field/box to input "ISIN of the equity shares of the company", however the e-form is not allowing to type the ISIN in the given box. Accordingly, request you to note the below submission:

ISIN of the equity shares of the company: INE537P01011

IV. (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)**Debentures Transfers:**

India Infradebt Limited has issued Non-Convertible Debentures (NCDs) and got the same listed on BSE Limited. Please note that as the listed NCDs are freely tradeable in the secondary market, details of debenture transfers are not available on record.

VI. (a) SHARE HOLDING PATTERN – Promoters

The number of equity shares mentioned in the category – Indian (Individual/ Hindu Undivided Family) are held by 3 nominee shareholders. The details of the same are mentioned in the List of Shareholders enclosed with the form.

X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The column of Stock Option/ Sweat Equity is kept blank as no stock options were exercised in the financial year March 31, 2024.

Gaurav Tolwani
Company Secretary &
Chief Compliance Officer
ACS26917

India Infradebt Limited

The Capital, 'B' Wing, 1101 A,
Bandra Kurla Complex,
Mumbai 400051, India.
CIN: U65923MH2012PLC237365

Tel: +91 2268196900
Fax: +91 2268196910
Email: info@infradebt.in
www.infradebt.in



Details of Equity Shareholders as on March 31, 2024

ISIN: INE537P01011

First Name	Middle Name	Last Name	Folio Number	DP Id-Client Id Account Number	Number of Shares held	Class of Shares
ICICI BANK LIMITED			9000001	IN301348-20002990	36,73,61,005	Equity Share
BANK OF BARODA			9000455	IN300812-10006118	35,57,32,414	Equity Share
CITICORP FINANCE (INDIA) LIMITED			9000500	IN300054-10006976	8,70,00,000	Equity Share
LIFE INSURANCE CORPORATION OF INDIA			9000591	IN301348-20176093	5,77,77,778	Equity Share
PRASHANT	JAGJIVAN	MISTRY	9000502	IN303028-72356385	1*	Equity Share
VIVEK	SHAIENDRA	RANJAN	9000503	IN303028-72356481	1*	Equity Share
RAJESH	INDER	MALHOTRA	9000592	IN300870-10790661	1**	Equity Share

Note:

*Prashant Jagjivan Mistry and Vivek Shailendra Ranjan holds 1 share each as a Nominee of ICICI Bank Limited.

**Rajesh Inder Malhotra holds 1 share as a Nominee of Bank of Baroda.

Gaurav Tolwani
Company Secretary &
Chief Compliance Officer
ACS 26917

India Infradebt Limited

The Capital, 'B' Wing, 1101 A,
Bandra Kurla Complex,
Mumbai 400051, India.
CIN: U65923MH2012PLC237365

Tel: +91 2268196900
Fax: +91 2268196910
Email: info@infradebt.in
www.infradebt.in

Annexure to IX. C (in continuation to the form MGT-7)

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

C. Committee Details

Sr. No.	Type of Meeting	Date of Meeting	Total number of members as on the Date of meeting	Attendance	
				Number of members Attended	as % of total members
11.	Information Technology Strategy Committee	19-04-2023	4	4	100
12.	Information Technology Strategy Committee	19-07-2023	4	4	100
13.	Information Technology Strategy Committee	23-10-2023	4	4	100
14.	Information Technology Strategy Committee	23-01-2024	4	4	100
15.	Board Credit Committee	10-04-2023	5	5	100
16.	Board Credit Committee	12-06-2023	4	4	100
17.	Board Credit Committee	18-08-2023	5	5	100
18.	Board Credit Committee	21-09-2023	5	5	100
19.	Board Credit Committee	08-12-2023	5	4	80
20.	Board Credit Committee	15-01-2024	5	4	80
21.	Board Credit Committee	07-03-2024	5	4	80
22.	Board Credit Committee	28-03-2024	5	5	80

Note: Above details include the Board level Committees only i.e., the Committees comprising atleast one Independent Director as member.

Gaurav Tolwani
Company Secretary &
Chief Compliance Officer
ACS 26917

India Infradebt Limited

The Capital, 'B' Wing, 1101 A,
 Bandra Kurla Complex,
 Mumbai 400051, India.
 CIN: U65923MH2012PLC237365

Tel: +91 2268196900
 Fax: +91 2268196910
 Email: info@infradebt.in
 www.infradebt.in