

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
- State Bank Bhavan, 12th Floor,
Nariman Point, Madam Cama Road,
Mumbai
Maharashtra
400021
- (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 |
|---------------------|---------------------------|-------------------------------|
| Private 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

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

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

(f) Specify the reasons for not holding the same

AGM will be held on

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	N	Support service to Organizations	N7	Other support services to organizations	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	State Bank of India		Holding	74

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	6,081,082	6,081,082	6,081,082
Total amount of equity shares (in Rupees)	1,000,000,000	60,810,820	60,810,820	60,810,820

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	100,000,000	6,081,082	6,081,082	6,081,082
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000,000	60,810,820	60,810,820	60,810,820

(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)				

(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	6,081,082	6081082	60,810,820	60,810,820	
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	6,081,082	6081082	60,810,820	60,810,820	
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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	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

15,599,073,029

(ii) Net worth of the Company

9,002,171,068

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	4,500,000	74	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	4,500,000	74	0	0

Total number of shareholders (promoters)

1

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,581,082	26	0	
10.	Others	0	0	0	

	Total	1,581,082	26	0	0
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Total number of shareholders (other than promoters)

1

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

2

**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	1	1
Members (other than promoters)	1	1
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	0	0	1	0	0
(ii) Independent	0	4	0	3	0	0
C. Nominee Directors representing	1	5	1	5	0	0
(i) Banks & FIs	1	3	1	3	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	2	0	2	0	0
Total	1	9	1	9	0	0

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

13

(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)
Shri Girikumar Madhava	ABGPN6556R	CEO	0	
Shri Girikumar Madhava	08736699	Managing Director	0	
Shri Mihir Mishra	08321878	Nominee director	0	31/07/2023
Shri Nitin Chugh	01884659	Nominee director	0	
Shri Swaminathan Jana	08516241	Nominee director	0	26/06/2023
Shri Rustom Irani	00162574	Nominee director	0	20/04/2023
Shri Sumil Vikamsey	08323257	Nominee director	0	
Shri Aravamudan Krishn	00871792	Director	0	
Shri Shankar Aggarwal	02116442	Director	0	
Shri Abhaya Prasad Ho	02593219	Director	0	12/06/2023
Shri Sanjay Panse	02725875	Additional director	0	
Shri Ritesh Sinha	ATPPS5050C	CFO	0	
Mrs. Ekta Jagdish Dhruv	BFMPD4136C	Company Secretar	0	

(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	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Shri Rajendra Deshpande	08321859	Nominee director	31/05/2022	Cessation
Shri Nitin Chugh	01884659	Nominee director	10/06/2022	Appointment
Shri Ashwini Tewari	08797991	Nominee director	14/07/2022	Cessation
Shri Swaminathan Jana	08516241	Nominee director	14/07/2022	Appointment
Shri Sethurathnam Ravi	00009790	Director	14/11/2022	Cessation
Shri Sanjay Panse	02725875	Additional director	16/01/2023	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	20/09/2022	2	2	100

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/04/2022	10	9	90
2	14/07/2022	10	10	100
3	29/08/2022	10	9	90
4	21/10/2022	10	10	100
5	16/01/2023	9	9	100
6	16/02/2023	10	9	90

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	Risk Manager	14/07/2022	4	4	100
2	Risk Manager	06/02/2023	5	5	100
3	Nomination, R	14/07/2022	4	4	100
4	Nomination, R	16/02/2023	4	4	100
5	Corporate Soc	29/08/2022	4	4	100
6	Corporate Soc	21/10/2022	4	4	100
7	Corporate Soc	16/02/2023	4	4	100

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
8	Audit Committee	27/04/2022	5	5	100
9	Audit Committee	14/07/2022	5	5	100
10	Audit Committee	21/10/2022	5	5	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	Shri Girikumar	6	6	100	8	8	100	
2	Shri Mihir Mishra	6	6	100	8	8	100	
3	Shri Nitin Chugh	5	5	100	15	15	100	
4	Shri Swaminathan	5	4	80	0	0	0	
5	Shri Rustom Irani	6	6	100	10	10	100	
6	Shri Sumil Vikram	6	5	83.33	6	6	100	
7	Shri Aravamudan	6	6	100	13	13	100	
8	Shri Shankar Arora	6	6	100	3	3	100	
9	Shri Abhaya Prasad	6	6	100	5	5	100	
10	Shri Sanjay Patil	1	1	100	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Shri Girikumar Madhavan	Managing Director	4,348,902	0	0	2,078,838	6,427,740
	Total		4,348,902	0	0	2,078,838	6,427,740

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	Shri Girikumar Madh	CEO	4,348,902	0	0	2,078,838	6,427,740
2	Shri Ritesh Sinha	CFO	2,403,169	0	0	1,185,529	3,588,698
3	Mrs. Ekta Jagdish D	CS	1,558,176	0	0	126,786	1,684,962
	Total		8,310,247	0	0	3,391,153	11,701,400

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Aravamudan K	Independent Dir	0	0	0	600,000	600,000
2	Shri Shankar Aggar	Independent Dir	0	0	0	400,000	400,000
3	Shri Sethurathnam I	Independent Dir	0	0	0	280,000	280,000
4	Shri Abhaya Prasad	Independent Dir	0	0	0	440,000	440,000
5	Shri Sanjay Panse	Additional Direct	0	0	0	50,000	50,000
	Total		0	0	0	1,770,000	1,770,000

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

Rachana Shanbhag

Whether associate or fellow

Associate Fellow

Certificate of practice number

9297

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.

(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 the 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 a 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.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

Attach
Attach
Attach
Attach

List of attachments

List of Shareholders.pdf
MGT-8.pdf
Committee deatils.pdf
Declaration of Independent Directors.pdf

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

LIST OF SHAREHOLDERS AS ON MARCH 31, 2023

Sr. No.	Name of the shareholders	Folio No.	Number of Equity Shares held (FV Rs. 10 each)	Class of shares	Mode of holding	% of holding	DP ID- Client ID
1	State Bank of India	1	45,00,000	Equity	Demat	74.00	1606310000000066
2	Hitachi Payment Services Private Limited	Shares were issued directly in demat form	15,81,082	Equity	Demat	26.00	1201120000357551
TOTAL			60,81,082			100.00	

For SBI Payment Services Private Limited

Sd/-

**Girikumar M. Nair
MD & Chief Executive Officer
(DIN: 08736699)**



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 **SBI PAYMENT SERVICES PRIVATE LIMITED (CIN: U67100MH2010PTC200030)** ("the Company") as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, and 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 therefore;
 3. The Company has filed all the necessary e-forms within due time or with additional fees (whenever applicable) with the Registrar of Companies, as prescribed under the Act;
 4. The Company has duly called and held meetings of Board of Directors, Committee meetings of the Board 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 of the meetings have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed;
 5. During the year under review, the Company was not required to close its Register of Members;
 6. The Company has not advanced loans to its directors and/or persons or firms or companies referred in section 185 of the Act during the Financial year;
 7. During the year under review, the contracts/arrangements entered into with related parties during financial year 2022-23 under Section 188 of the Act are declared and disclosed as ordinary course of business and at arm's length basis and necessary approvals in the Audit Committee have been undertaken;

Offices:

A/308, Royal Sands, Shastri Nagar, Andheri (West),
Mumbai 400 053
Email: office@csdakamat.com

B/208, Shreedham Classic, S V Road, Goregaon
(West), Mumbai 400 104
Tel: +91- 9029661169/ 7208023169

8. The Company has not issued or allotted or bought back securities or redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion/transfer of shares/ securities during the year under review. Presently, all the shares of the company are held in the dematerialized form;
9. There are no requirements for 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, during the financial year;
10. The Company was not required to transfer unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;
11. The Company has complied with the provisions in respect of signing of Audited Financial statement and Directors Report as per the applicable Act for Financial year ending 31st March, 2023;
12. During the year under review, the Board of Directors and Key Managerial Personnel (KMP) of the Company is duly constituted as stated in Annual Return. The following change were undertaken during the year under review:

Sr. No.	Date	Change	Particulars of Director/Key Managerial Personnel
1	31.05.2022	Cessation	Shri. Rajendra Deshpande as the Nominee Director of the Company
2	10.06.2022	Appointment	Shri. Nitin Chugh as the Nominee Director of the Company
3	14.07.2022	Cessation	Shri. Ashwini Kumar Tewari as the Chairman of the Board and Nominee Director of the Company
4	14.07.2022	Appointment	Shri. Swaminathan Janakiraman as the Chairman of the Board and Nominee Director of the Company
5	14.11.2022	Cessation	Shri. Sethurathnam Ravi as an Independent Director of the Company
6	16.01.2023	Appointment	Shri. Sanjay Panse as Additional Director of the Company

13. During the year under review, the Statutory Auditors are appointed by the Comptroller & Auditor General, India (CAG) for the FY 2022-23. The Shareholders at the AGM held on 20th September, 2022 authorised Board of Directors to fix remuneration of Statutory Auditors for FY 2022-23.
14. During the year under review, the Company was not required to take any approvals from either of the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act, except as stated in this certificate;

15. During the year under review, the Company has not accepted/ renewed/ repayment of deposits as per Section 73 of the Act;
16. During the year under review, the Company has not obtained any secured, unsecured borrowings from any individual, company, bank or financial institution. The Board of Directors in its meeting held on April 17, 2023 accorded its approval for renewal of overdraft facility of INR 800 crores from State Bank of India, Overseas Branch, Mumbai for a period of 12 months w.e.f. January 31, 2023. Further, being a Private Limited Company, the provisions of Section 180 of the Act are not applicable to the transaction;
17. During the year under review, the Company has not granted any loans, made investments or given guarantees or securities under the provisions of Section 186(2) of the Companies Act, 2013;
18. During the year under review there are no alterations in the provisions of the Memorandum and/ or Articles of Association of the Company.
19. The Board of Directors in its meeting held on April 17, 2023 have declared an Interim Dividend of ₹30 per equity share of the face value of ₹10 for the financial year 2022-23 in accordance with provisions of the Companies Act, 2013 and the Dividend Distribution Policy of the Company, as amended.

Date:
Place: Mumbai

For, D. A. Kamat & Co., Practicing Company Secretaries

CS Rachana Shanbhag
Partner
FCS 8227
CP 9297
UDIN:

COMMITTEE MEETING DETAILS

With reference to Point No. IX. (C.) "COMMITTEE MEETINGS" of Form MGT-7, the Form has limit of only 10 entries, thus please find below the remaining data:

Sr. 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
11.	Audit Committee	16/01/2023	4	4	100
12.	Business Strategy Committee	27/06/2022	4	4	100
13.		20/09/2022	5	5	100
14.		21/10/2022	5	5	100
15.		06/02/2023	5	5	100
16.		13/03/2023	5	5	100

To,
The Registrar of Companies, Maharashtra
Ministry of Corporate Affairs
100, Everest, Marine Drive
Mumbai 400 021

Subject: Independent Directors meeting

Dear Sir,

The Company, SBI Payment Services Private Limited held and conducted below mentioned separate meetings of Independent Directors:

Sr. No.	Name of the Directors	Date of Independent Directors Meetings	
		20.09.2022	13.03.2023
1	Shri. Aravamudan Krishnakumar	Yes	Yes
2	Shri Shankar Aggarwal	Yes	Yes
3	Shri Sethurathnam Ravi	Yes	NA
4	Shri Abhaya Prasad Hota	Yes	Yes

We request you to please take the above on record.

Thank you,

For SBI Payment Services Private Limited

Sd/-
Girikumar Madhavan Nair
MD & Chief Executive Officer
(DIN: 08736699)