

# 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

U72200DL2013PLC254747

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAECN3926D

(ii) (a) Name of the company

NXTRA DATA LIMITED

(b) Registered office address

Bharti Crescent, 1, Nelson Mandela Road  
Vasant Kunj, Phase - II  
New Delhi  
South Delhi  
Delhi  
110070

(c) \*e-mail ID of the company

NX\*\*\*\*\*TI.IN

(d) \*Telephone number with STD code

01\*\*\*\*\*00

(e) Website

www.nxtra.in

(iii) Date of Incorporation

02/07/2013

(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

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N  
anakramguda, Serili ngampally NA

(vii) \*Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM 27/09/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted ☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*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	J	Information and communication	J8	Other information & communication service activities	100

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

\*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	AIRTEL LIMITED	U64200HR2021PLC093754	Holding	75.96

## 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	312,000,000	11,872,328	11,872,328	11,872,328
Total amount of equity shares (in Rupees)	3,120,000,000	118,723,280	118,723,280	118,723,280

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	312,000,000	11,872,328	11,872,328	11,872,328
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,120,000,000	118,723,280	118,723,280	118,723,280

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	17,880,000	0	0	0
Total amount of preference shares (in rupees)	17,880,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	17,880,000	0	0	0
Nominal value per share (in rupees)	1,000	1,000	1,000	1,000
Total amount of preference shares (in rupees)	17,880,000,000	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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	11,872,328	11872328	118,723,280	118,723,280	
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 NA				0	0	
<b>Decrease during the year</b>	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 NA				0	0	
<b>At the end of the year</b>	0	11,872,328	11872328	118,723,280	118,723,280	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	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		
Date of registration of transfer (Date Month Year)		22/03/2024
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	9,017,857	Amount per Share/ Debenture/Unit (in Rs.) 10
Ledger Folio of Transferor		Not applicable
Transferor's Name	Limited	Bharti Airtel
	Surname	middle name first name
Ledger Folio of Transferee		Not applicable

Transferee's Name	Limited		Airtel
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	
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Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
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Ledger Folio of Transferor	
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Transferor's Name			
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	Surname	middle name	first name
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Ledger Folio of Transferee	
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Transferee's Name			
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	Surname	middle name	first name
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**(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
<b>Total</b>			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**

18,265,870,260

**(ii) Net worth of the Company**

27,874,870,503

**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	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)	9,017,857	75.96	0	
10.	Others	0	0	0	
	<b>Total</b>	9,017,857	75.96	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	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)	2,854,471	24.04	0	
10.	Others	0	0	0	



	<b>Total</b>	2,854,471	24.04	0	0
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**Total number of shareholders (other than promoters)**

1

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

7

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

<b>Details</b>	<b>At the beginning of the year</b>	<b>At the end of the year</b>
Promoters	6	6
Members (other than promoters)	1	1
Debenture holders	0	0

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

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

<b>Category</b>	<b>Number of directors at the beginning of the year</b>		<b>Number of directors at the end of the year</b>		<b>Percentage of shares held by directors as at the end of year</b>	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	2	7	2	6	0	0
(i) Non-Independent	2	6	2	5	0	0
(ii) Independent	0	1	0	1	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	<b>2</b>	<b>7</b>	<b>2</b>	<b>6</b>	<b>0</b>	<b>0</b>

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

11

**(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)
Harjeet Singh Kohli	07575784	Director	0	
Ganapathi Subramania	01828104	Director	0	08/08/2024
Vani Venkatesh	08212186	Director	0	
Rajesh Tapadia	08391891	Whole-time director	0	
Kapil Modi	07055408	Director	0	
Neeraj Bharadwaj	01314963	Director	0	
Gary Joseph Wojtaszel	09658718	Director	0	
Ashish Arora	09692591	Whole-time director	0	
Ashish Arora	ABPPA9522K	CEO	0	
Deepak Rajdev	AFLPR4402D	CFO	0	
Shivangni Baijal	CFAPB2656A	Company Secretary	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)
Ajay Chitkara	08977367	Director	21/08/2023	Cessation
Ganapathi Subrama	01828104	Additional director	21/08/2023	Appointment
Ganapathi Subrama	01828104	Director	28/09/2023	Change in Designation
Aruna Pidikiti	08976601	Director	01/12/2023	Cessation
Kapil Jethani	AFHPJ0325B	CFO	16/01/2024	Cessation
Deepak Rajdev	AFLPR4402D	CFO	17/01/2024	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	28/09/2023	7	5	75

## B. BOARD MEETINGS

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	19/05/2023	9	8	88.89
2	01/09/2023	9	8	88.89
3	06/11/2023	9	8	88.89
4	07/02/2023	8	6	75
5	26/03/2024	8	4	50

## C. COMMITTEE MEETINGS

Number of meetings held

8

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	19/05/2023	3	2	66.67
2	Audit Committee	01/09/2023	3	3	100
3	Audit Committee	06/11/2023	3	3	100
4	Audit Committee	07/02/2024	3	2	66.67
5	Nomination and Remuneration Committee	19/05/2023	3	3	100
6	Nomination and Remuneration Committee	06/11/2023	3	3	100
7	Nomination and Remuneration Committee	07/02/2024	3	2	66.67
8	Corporate Social Responsibility Committee	19/05/2023	3	2	66.67

## 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	27/09/2024
								(Y/N/NA)
1	Harjeet Singh	5	5	100	8	8	100	No
2	Ganapathi Sult	4	2	50	0	0	0	No
3	Vani Venkates	5	3	60	7	3	42.86	Yes
4	Rajesh Tapad	5	5	100	0	0	0	No
5	Kapil Modi	5	4	80	5	5	100	No
6	Neeraj Bharad	5	4	80	3	3	100	No
7	Gary Joseph V	5	3	60	0	0	0	No
8	Ashish Arora	5	4	80	0	0	0	No

#### 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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ashish Arora	Whole-time Dire	22,653,985	0	0	1,224,998	23,878,983
2	Rajesh Tapadia	Whole-time Dire	35,720,289	0	2,132,573	1,450,102	39,302,964
	Total		58,374,274	0	2,132,573	2,675,100	63,181,947

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	Kapil Jethani	CFO	3,189,445	0	0	391,281	3,580,726
2	Deepak Rajdev	CFO	824,649	0	0	58,164	882,813
	Total		4,014,094	0	0	449,445	4,463,539

Number of other directors whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Gary Wojtaszek	Non-executive D	0	6,247,743	0	0	6,247,743
	Total		0	6,247,743	0	0	6,247,743

#### 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

Mr. Saurabh Agarwal

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

20907

**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:

- 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

VANI  
VENKATESH  
Digitally signed by  
VANI VENKATESH  
Date: 2024.11.20  
18:17:01 +05'30'

DIN of the director

**To be digitally signed by**

Shivang  
ni Baijal  
Digitally signed by  
Shivangni Baijal  
Date: 2024.11.21  
11:13:38 +05'30'

- ☒ Company Secretary  
☐ Company secretary in practice

Membership number Certificate of practice number **Attachments**

- List of share holders, debenture holders
- Approval letter for extension of AGM;
- Copy of MGT-8;
- Optional Attachement(s), if any

**List of attachments**

List of shareholders as on March 31\_2024.  
MGT-8 of Nxtra for FY 2023-24.pdf  
Clarification\_ISIN\_Nxtra.pdf  
[Letter\\_Designated\\_Person\\_Nxtra Data.pdf](#)

**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**





**Date:** November 20, 2024

To  
**Office of the Registrar of Companies (Delhi & Haryana)**  
**Ministry of Corporate Affairs**  
Government of India  
4<sup>th</sup> Floor, IFCI Tower, 61, Nehru Place,  
New Delhi – 110019, India

**Sub: Intimation of details of designated person with respect to the notification having  
Gazette ID CG-DL-E-27102023-249763 on The Gazette of India**

Dear Sir,

With reference to the captioned subject, we would like to submit that Ms. Shivangni Baijal, Company Secretary of Nxtra Data Limited (“**the Company**”) is the designated person for furnishing, and extending co-operation and providing, information to the Registrar of Companies or any other officer with respect to the beneficial interest in shares of the Company, in compliance with Section 89 of Companies Act, 2013 read with Rule 9 of Companies (Management and Administration) Rules, 2014.

You are requested to kindly take the information on record.

Thanking you,  
Yours sincerely,

**For Nxtra Data Limited**

VANI  
VENKATESH  
Digitally signed by  
VANI VENKATESH  
Date: 2024.11.20  
18:15:40 +05'30'

**Vani Venkatesh**

Director  
DIN: 08212186  
Address: Bharti Crescent, 1  
Nelson Mandela Road, Vasant Kunj,  
Phase - II, New Delhi - 110070



## List of Shareholders as on March 31, 2024

### Equity Shares – (Face Value Rs. 10 each)

S. No.	Folio No.	Shareholder's Name and Address	Father's/Husband's Name	No. of Shares Held
1.	Demat	Airtel Limited Airtel Center, Plot No. 16, Udyog Vihar, Phase IV, Gurugram – 122015, Haryana, India	N.A	9,017,852
2.	Demat	Devendra Khanna* S-333, First Floor, Panchsheel Park, New Delhi-110017	SP Khanna	1
3.	Demat	Puneet Tandon* 713-7114, Double Storey, 2 <sup>nd</sup> Floor, New Rajendra Nagar, New Delhi – 110060	Sewak Ram Tandon	1
4.	Demat	Suman Singh* C-39B, Rajat Vihar ,Sector-62,Noida	Dalel Singh Khoker	1
5.	Demat	Pankaj Tewari* B House No-P2A-106 Princeton Estate,Near Golf Course Road DLF Phase-5,Sikanderpur Ghosi(68) DLF Qe, Gurgaon Haryana-122002	Prakash Narain Tewari	1
6.	Demat	Rohit Puri* Flat No. 605, Arihant Paradiso, Plot No. 6, Mall Road, Ahinsa Khand, Part – II Near Shanti Gopal Hospital, Indirapuram Ghaziabad – 201014 (Uttar Pradesh)	Gopal Krishan Puri	1
7.	Demat	CA Cloud Investments (formerly, Comfort Investments II) Apex Fund and Corporate Services (Mauritius Limited), Lot 15 A3, 1st floor, Cybercity, Ebene 72201, Mauritius	N.A	2,854,471
<b>TOTAL</b>				<b>11,872,328</b>

*\*Beneficial Interest with Airtel Limited*

For Nxtra Data Limited

**Shivangni Baijal**  
Digitally signed by  
Shivangni Baijal  
Date: 2024.11.19  
19:42:04 +05'30'

**Shivangni Baijal**  
**Company Secretary**  
**Membership No: A60147**  
**Address: Bharti Crescent, 1, Nelson Mandela Road,**  
**Vasant Kunj Phase - II, New Delhi - 110070**

# *MMJB & Associates LLP*

## Company Secretaries

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803-804, 8th Floor, Ecstasy, Citi of Joy, JSD Road, Mulund West, Mumbai 400080, (T) 022-31008600  
LLPIN: AAR-9997

### FORM NO. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule no. 11(2) of Companies  
(Management and Administration) Rules, 2014]

We have examined the registers, records, books and papers of **Nxtra Data Limited** (hereinafter called the "Company") as required to be maintained under the Companies Act, 2013 (hereinafter called the "Act") and the rules made thereunder for the financial year ended on March 31, 2024 (hereinafter "the audit period"). 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 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 thereunder in respect of:
  - 1. its status under the Act;
  - 2. maintenance of registers/records & making entries therein within the time prescribed therefore;
  - 3. filing of forms and returns as stated in **Annexure I** with the Registrar of Companies is within the prescribed time. Further, no forms required to be filed with Regional Director, Central Government, the Tribunal, Court or other authorities;
  - 4. calling/ convening/ holding meetings of Board of Directors, its committees and the meeting 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 Minutes Book/ registers maintained for the purpose and the same have been signed. However, there were no resolutions passed by postal ballot during the audit period;
  - 5. closure of Register of Members / Security holders, as the case may be - **No such event occurred during the audit period;**

6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act - **No such event occurred during the audit period;**
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. - **No such event occurred during the audit period;;**
9. keeping in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares - **No such event occurred during the audit period;**
10. declaration/payment of final dividend, transfer of unpaid/unclaimed dividend/ other amounts as applicable to the Investor Education & Protection Fund in accordance with section 125 of the Act - **No such event occurred during the audit period;**
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 of Board, appointment, cessation and disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. Further there were no instance of, re-appointment/Retirement/filling up of casual vacancies during the audit period;
13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act - **No such event occurred during the audit period;**
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 - **No such event occurred during the audit period;**
15. acceptance / renewal/ repayment of deposits - **No such event occurred during the audit period;**
16. borrowings (Unsecured Loan) from banks. Further there were no borrowings from its directors, members, public financial institutions and others and no creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. investment/ acquisition of securities by the company in one or more renewable energy SPVs. Further there were no loans or guarantees given or providing 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 - **No such event occurred during the audit period;**

**For MMJB & Associates LLP**  
**Company Secretaries**

SAURABH  
SANJAY  
AGARWAL

Digitally signed by  
SAURABH SANJAY  
AGARWAL  
Date: 2024.11.20  
14:28:49 +05'30'

**Saurabh Agarwal**  
**Designated Partner**

**FCS No. 9290**

**CP No. 20907**

**PR No: 2826/2022**

**UDIN: F009290F002382188**

**Place: Mumbai**

**Date: November 20, 2024**

**ANNEXURE I**

<b>Sr. No.</b>	<b>Form No. / Return</b>	<b>Date of Events</b>	<b>Purpose of filing form</b>	<b>Date of filing / registration</b>	<b>Filed within time or not</b>
1.	MSEME Form-1 (8 Forms)	31-03-2023	Form for furnishing half yearly return from October to March 2023 with registrar in respect of outstanding payment to micro and small enterprises.	28-04-2023	Yes
2.	PAS-6	31-03-2023	Reconciliation of share capital audit report (half yearly) for October to March 2023.	25-05-2023	Yes
3.	MGT-14	19-05-2023	Board resolution passed for following resolution- 1. Approval of financial statement for the year ended March 31,2023 and submission of the same to the statutory auditor.  2. Approval of board report for the financial year ended March 31, 2023.  3. Appointment of secretarial auditor for the financial year 2023-24.  4. Appointment of internal auditor for the financial year 2023-24.	07-06-2023	Yes
4.	DPT-3	31-03-2023	Return of deposit of transaction by company not considered as deposit as per rule 2(1)© of companies (Acceptance of Deposit) of rules, 2014	26-07-2023	Yes
5.	DIR-12	21-08-2023	Appointment of Mr. Ganapathi Subramanian Lakshminarayanan as additional non-executive director with effect from August 21, 2023	13-09-2023	Yes
6.	DIR-12	21-08-2023	Cessation of Mr. Ajay Chitkara as director with effect from August 21,2023.	20-09-2023	Yes
7.	MGT-14	28-09-2023	Shareholder resolutions passed for following resolution-  1. To reappoint Mr. Harjeet Singh Kohli liable to be retire by rotation as director of the company.  2. Approval of members of the company to receive, consider and adopt the audited financial statement of the company for the financial year ended March 31, 2023 together with reports of the board of	12-10-2023	Yes

			director and auditors thereon.		
			3. To Appoint of Mr. Ganapathi Subramanian Lakshminarayanan as director liable to be retire by rotation.		
8.	DIR-12	28-09-2023	Change in designation of Mr. Ganapathi Subramanian Lakshminarayanan from additional director to non-executive director with effect from September, 28-09-2023	12-10-2023	Yes
9.	AOC-4 XBRL	28-09-2023	Form for filing XBRL documents in respect of financial statement and other documents with the registrar for the financial year ending 2023	23-10-2023	Yes
10.	MSEME Form-1 (2 Forms)	30-09-2023	Form for furnishing half yearly return from April to September 2023 with registrar in respect of outstanding payment to micro and small enterprises.	27-10-2023	Yes
11.	PAS-6	30-09-2023	Reconciliation of share capital audit report (half yearly) for April to September 2023.	09-11-2023	Yes
12.	MGT-7	28-09-2023	Annual return for the financial year ending 2023.	23-11-2023	Yes
13.	MGT-14	06-11-2023	Board resolution passed for following resolution-  1. Approval of the board for the investment/ acquisition of securities by the company in one or more renewal energy SPVs in one or more tranches upto maximum ₹ 705 Mn. (in aggregate).  2. Approval of board to accept and obtain fund and non-fund based credit facilities including bank guarantees, letter of credit, overdraft facilities, cash credit, working capital demand loan, short term borrowings, term borrowings, factoring facilities, invoice discounting from one or more banks, companies, bodies corporate or financial institute etc. in one or more tranche in such a way that already borrowed and to be borrowed shall not exceed ₹16,000 million at any point of time.	23-11-2023	Yes
14.	DIR-12	01-12-2023	Cessation of Ms. Aruna Pidikiti as director with effect from December 01, 2023	04-12-2023	Yes
15.	DIR-12	16-01-2024	Cessation of Mr. Kapil Jethani as Chief Financial Officer with effect from January	12-02-2024	Yes

			16, 2024.		
16.	DIR -12	09-02-2024	Appointment of Mr. Deepak Rajdev as Chief Financial Officer with effect from February 07, 2024	12-02-2024	yes
17.	MGT-14	23-02-2024	Appointment of Mr. Deepak Rajdev as Chief Financial Officer & Key managerial Person of the company.	27-02-2024	yes