

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

L51900MH1985PLC036896

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACH2058N

(ii) (a) Name of the company

NXTDIGITAL LIMITED

(b) Registered office address

IN CENTRE,49/50 MIDC
12TH ROAD, ANDHERI (E)
MUMBAI
Maharashtra
400093



(c) *e-mail ID of the company

secretarial@nxtdigital.in

(d) *Telephone number with STD code

02228208585

(e) Website

www.nxtdigital.co.in

(iii) Date of Incorporation

18/07/1985

(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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(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

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	J	Information and communication	J5	Wired, wireless or satellite Telecommunication 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	INDUSIND MEDIA AND COMM +	U92132MH1995PLC085835	Subsidiary	77.55
2	U S N NETWORKS PRIVATE LIM +	U32201MH1998PTC306027	Subsidiary	100
3	UNITED MYSORE NETWORK PR +	U85110MH1996PTC306003	Subsidiary	99.45
4	GOLD STAR NOIDA NETWORK +	U72300MH2007PTC326439	Subsidiary	100
5	BHIMA RIDDHI INFOTAINMENT +	U92132PN2008PTC131620	Subsidiary	51
6	APNA INCABLE BROADBAND S +	U64201MH2008PTC306009	Subsidiary	100
7	SANGLI MEDIA SERVICES PRIVA +	U92100PN2008PTC133058	Subsidiary	51
8	SAINATH IN ENTERTAINMENT P +	U92190MH2009PTC196339	Subsidiary	51
9	SUNNY INFOTAINMENT PRIVA +	U74990MH2008PTC188328	Subsidiary	51
10	GOLDSTAR INFOTAINMENT PR +	U64204MH2007PTC172051	Subsidiary	98.92
11	AJANTA SKY DARSHAN PRIVAT +	U64204GJ2010PTC061776	Subsidiary	51
12	DARPITA TRADING COMPANY +	U51900MH2008PTC186699	Subsidiary	51
13	RBL DIGITAL CABLE NETWORK +	U93090MH2010PTC208543	Subsidiary	51
14	VISTAAR TELECOMMUNICATIO +	U64204MH2010PTC210057	Subsidiary	51
15	VINSAT DIGITAL PRIVATE LIMIT +	U74220AP2012PTC084081	Subsidiary	61
16	ONEOTT INTERTAINMENT LIMI +	U74110MH2000PLC129434	Subsidiary	71.65
17	Onemahanet Intertainment Pr +	U74900MH2012PTC226203	Subsidiary	100
18	IN Entertainment (India) Limite +	U22121MH2000PLC129433	Subsidiary	100

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	87,000,000	24,051,158	24,051,158	24,051,158
Total amount of equity shares (in Rupees)	870,000,000	240,511,580	240,511,580	240,511,580

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares				
Number of equity shares	87,000,000	24,051,158	24,051,158	24,051,158
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	870,000,000	240,511,580	240,511,580	240,511,580

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	3,001,000	0	0	0
Total amount of preference shares (in rupees)	30,100,000	0	0	0

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	3,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	30,000,000	0	0	0
Class of shares				
9.50% Preference Shares				
Number of preference shares	1,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	100,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	40,609	20,514,894	20555503	205,555,030	205,555,030	

Increase during the year	717,952	2,777,703	3495655	34,956,550	34,956,550	0
i. Public Issues	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						
Scheme of Arrangement approved by NCLT order	717,952	2,777,703	3495655	34,956,550	34,956,550	
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						
At the end of the year	758,561	23,292,597	24051158	240,511,580	240,511,580	
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						
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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE353A01023

(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)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

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

(iv) * 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

Particulars	Number of units	Nominal value per unit	Total value
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

6,947,396,000

(ii) Net worth of the Company

2,331,945,000

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	1,532,185	6.37	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)	10,264,294	42.68	0	
10.	Others Foreign Body Corporate	3,170,530	13.18	0	
	Total	14,967,009	62.23	0	0

Total number of shareholders (promoters)

14

(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	3,794,428	15.78	0	
	(ii) Non-resident Indian (NRI)	98,158	0.41	0	
	(iii) Foreign national (other than NRI)	3,885	0.02	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	300,000	1.25	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	1,634,135	6.79	0	
7.	Mutual funds	0	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,228,910	13.43	0	
10.	Others Clearing members, IEPF, NE +	24,633	0.1	0	
	Total	9,084,149	37.78	0	0

Total number of shareholders (other than promoters)

7,796

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

7,810

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

10

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
BRIDGE INDIA FUND +	LEVEL 5 ALEXANDER HOUSE 35 CY +		MU	874,147	3.63
ELARA INDIA OPPORT +	4th Floor 19 Bank Street Cybercity +		MU	200,000	0.83
AVIATOR GLOBAL INV +	4th Floor 19 Bank Street Cybercity +		MU	182,935	0.76
NEW LEAINA INVESTM +	4th Floor 19 Bank Street Cybercity +		CY	187,708	0.78
GOLDMAN SACHS INV +	LEVEL 3 ALEXANDER HOUSE 35 CY +		MU	499	
VESPERA FUND LIMITE +				158,698	0.66
LEGENDS (CAYMAN) L +				6,000	0.02
DIMENSIONAL EMERG +				16	
AFRIN DIA +				23,900	0.1
EMERGING MARKETS S +				232	

**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	14	14
Members (other than promoters)	8,709	7,796
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	1	0	1	0	0.32
B. Non-Promoter	1	4	2	4	0	0
(i) Non-Independent	1	1	2	1	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	5	2	5	0	0.32

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

10

(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)
Ashok P. Hinduja	00123180	Director	76,193	
Anil Harish	00001685	Director	0	
Prashant Asher	00274409	Director	125	
Bhumika Batra	03502004	Director	0	
Sudhanshu Tripathi	06431686	Director	0	
Amar Chintopanth	00048789	Director	0	
Amar Chintopanth	ABPPC7924B	CFO	0	
Vynsley Fernandes	02987818	Managing Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Vynsley Fernandes	AAAPF7681G	CEO	0	
Ashish Pandey	AJBPP8664P	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)
Vynsley Fernandes	AAAPF7681G	CEO	01/08/2020	Appointment
Amar Chintopanth	00048789	Director	04/09/2020	Appointment
Ashok Mansukhani	00143001	Managing Director	30/09/2020	Cessation
Hasmukh Shah	AAAPS6525Q	Company Secretar	18/01/2021	Cessation
Ashish Pandey	AJBPP8664P	Company Secretar	28/01/2021	Appointment
Vynsley Fernandes	02987818	Managing Director	26/02/2021	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	30/09/2020	8,723	66	

B. BOARD MEETINGS

*Number of meetings held

11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/04/2020	6	5	83.33
2	31/07/2020	6	6	100
3	01/08/2020	6	5	83.33

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	26/08/2020	6	5	83.33
5	04/09/2020	6	5	83.33
6	09/10/2020	6	6	100
7	11/11/2020	6	6	100
8	28/01/2021	6	6	100
9	30/01/2021	6	5	83.33
10	26/02/2021	7	6	85.71
11	18/03/2021	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held

16

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	31/07/2020	3	3	100
2	Audit Committee	04/09/2020	3	3	100
3	Audit Committee	11/11/2020	3	3	100
4	Audit Committee	04/12/2020	3	3	100
5	Audit Committee	28/01/2021	3	3	100
6	Audit Committee	30/01/2021	3	3	100
7	Audit Committee	17/03/2021	3	3	100
8	Nomination & Remuneration	29/04/2020	3	3	100
9	Nomination & Remuneration	01/08/2020	3	3	100
10	Nomination & Remuneration	04/09/2020	3	3	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	Ashok P. Hind	11	4	36.36	0	0	0	
2	Anil Harish	11	11	100	12	12	100	
3	Prashant Ashe	11	11	100	9	9	100	
4	Bhumika Batra	11	11	100	10	10	100	
5	Sudhanshu Tr	11	11	100	13	13	100	
6	Amar Chintopa	6	6	100	2	2	100	
7	Vynsley Ferna	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ashok Mansukhani	Managing Director	10,738,729	0	0		10,738,729
2	Vynsley Fernandes	Managing Director	1,880,000	0	0		1,880,000
	Total		12,618,729	0	0		12,618,729

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Vynsley Fernandes	CEO	98,590,000	0	0		98,590,000
2	Amar Chintopanth	CFO	59,730,000	0	0		59,730,000
3	Hasmukh Shah	Company Secretary	25,850,000	0	0		25,850,000
4	Ashish Pandey	Company Secretary	474,000	0	0		474,000
	Total		184,644,000	0	0	0	184,644,000

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	Ashok P. Hinduja	Chairman	0	0	0	400,000	400,000
2	Anil Harish	Independent Dir +	0	0	0	1,900,000	1,900,000
3	Prashant Asher	Independent Dir +	0	0	0	1,400,000	1,400,000
4	Bhumika Batra	Independent Dir +	0	0	0	1,800,000	1,800,000
5	Sudhanshu Tripathi	Non-Excutive Di +	0	0	0	1,900,000	1,900,000
	Total		0	0	0	7,400,000	7,400,000

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

Rupal Jhaveri

Whether associate or fellow

Associate Fellow

Certificate of practice number

4225

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

00048789

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

6078

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

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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