

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]



सत्यमेव जयते

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

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

U72400TG2017PLC117649

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, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2022

(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	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

18

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 I +	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	51.15
16	ONEOTT INTERTAINMENT LIMIT +	U74110MH2000PLC129434	Subsidiary	71.65
17	ONEMAHANET INTERTAINMEN +	U74900MH2012PTC226203	Subsidiary	100
18	IN ENTERTAINMENT (INDIA) LIM +	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	33,671,621	33,671,621	33,671,621
Total amount of equity shares (in Rupees)	870,000,000	336,716,210	336,716,210	336,716,210

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	33,671,621	33,671,621	33,671,621
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	870,000,000	336,716,210	336,716,210	336,716,210

(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
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	758,261	23,292,897	24051158	240,511,580	240,511,580	
Increase during the year	0	9,620,463	9620463	97,453,900	97,453,900	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	9,620,463	9620463	96,204,630	96,204,630	

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				1,249,270	1,249,270	
Dematerialisation of Physical Shares						
Decrease during the year	0	0	0	1,249,270	1,249,270	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				1,249,270	1,249,270	
At the end of the year	758,261	32,913,360	33671621	336,716,210	336,716,210	
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	
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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		<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

7,017,154,000

(ii) Net worth of the Company

4,689,221,000

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	2,214,017	6.58	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)	16,390,944	48.68	0	
10.	Others Foreign Body Corporate	3,170,530	9.42	0	
	Total	21,775,491	64.68	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	5,325,557	15.82	0	
	(ii) Non-resident Indian (NRI)	106,056	0.31	0	
	(iii) Foreign national (other than NRI)	3,885	0.01	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	420,000	1.25	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	1,793,593	5.33	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,215,984	12.52	0	
10.	Others Trust Clearing Members IEP	31,055	0.09	0	

	Total	11,896,130	35.33	0	0
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Total number of shareholders (other than promoters)

9,940

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

9,954

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

11

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AVIATOR GLOBAL INV +	4th Floor 19 Bank Street Cybercity +		MU	241,935	0.72
DIMENSIONAL EMERG +	CITIBANK N.A. CUSTODY SERVICES +		IN	16	0
BRIDGE INDIA FUND +	LEVEL 5 ALEXANDER HOUSE 35 CY +		MU	874,147	2.6
EMERGING MARKETS +	6300 Bee Cave Road Bldg One Aus +		US	324	0
GOLDMAN SACHS INV +	LEVEL 3 ALEXANDER HOUSE 35 CY +		MU	499	0
NEW LEAINA INVESTM +	15 Dimitriou Karatasou Street Ana +		CY	287,708	0.85
LEGENDS (CAYMAN) L +	1st Floor The Grand Pavilion Comr +		KY	6,000	0.02
ELARA INDIA OPPORT +	4th Floor 19 Bank Street Cybercity +		MU	200,000	0.59
AFRIN DIA +	C/o Orangefield (Mauritius) Limit +		MU	23,900	0.07
QUADRATURE CAPITA +	JPMORGAN CHASE BANK N.A,PAR +		IN	366	0
VESPERA FUND LIMITE +	4TH FLOOR 19 BANK STREET CYBE +		MU	158,698	0.48

**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)	8,117	9,940
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	2.79
B. Non-Promoter	2	4	2	5	0	0
(i) Non-Independent	2	1	2	1	0	0
(ii) Independent	0	3	0	4	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	2	5	2	6	0	2.79

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)
Ashok P. Hinduja	00123180	Director	942,335	
Anil Harish	00001685	Director	0	
Prashant Asher	00274409	Director	125	
Bhumika Batra	03502004	Director	0	
Munesh Khanna	00202521	Director	0	
Sudhanshu Tripathi	06431686	Director	0	
Amar Chintopanth	00048789	Whole-time director	0	
Amar Chintopanth	ABPPC7924B	CFO	0	
Vynsley Fernandes	02987818	Managing Director	0	
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

1

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)
Munesh Khanna	00202521	Director	13/05/2021	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	28/09/2021	9,296	70	45.47

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	13/05/2021	8	7	87.5
2	13/08/2021	8	8	100
3	11/11/2021	8	8	100
4	01/12/2021	8	7	87.5
5	14/01/2022	8	7	87.5
6	12/02/2022	8	7	87.5
7	17/02/2022	8	7	87.5
8	16/03/2022	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

21

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	12/05/2021	3	2	66.67
2	Audit Committee	30/06/2021	3	3	100
3	Audit Committee	12/08/2021	3	3	100
4	Audit Committee	27/08/2021	4	4	100
5	Audit Committee	20/10/2021	4	4	100
6	Audit Committee	11/11/2021	4	4	100
7	Audit Committee	14/01/2022	4	3	75
8	Audit Committee	12/02/2022	4	4	100
9	Audit Committee	17/02/2022	4	4	100
10	Audit Committee	15/03/2022	4	4	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	8	6	75	0	0	0	
2	Anil Harish	8	6	75	16	13	81.25	
3	Prashant Ashe	8	8	100	3	3	100	
4	Bhumika Batra	8	8	100	18	18	100	
5	Munesh Khan	8	8	100	8	8	100	
6	Sudhanshu Tr	8	7	87.5	18	18	100	
7	Amar Chintop	8	8	100	8	8	100	
8	Vynsley Ferna	8	8	100	3	3	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Vynsley Fernandes	Managing Director	23,290,000	0	0	0	23,290,000
2	Amar Chintopanth	Whole-Time Director	11,340,000	0	0	0	11,340,000
	Total		34,630,000	0	0	0	34,630,000

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	Vynsley Fernandes	CEO	0	0	0	0	0
2	Amar Chintopanth	CFO	0	0	0	0	0
3	Ashish Pandey	Company Secretary	3,323,000	0	0	0	3,323,000
	Total		3,323,000	0	0	0	3,323,000

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ashok P. Hinduja	Chairman	0	0	0	600,000	600,000
2	Anil Harish	Independent Director	0	0	0	1,750,000	1,750,000
3	Prashant Asher	Independent Director	0	0	0	950,000	950,000
4	Bhumika Batra	Independent Director	0	0	0	3,300,000	3,300,000
5	Sudhanshu Tripathi	Non Executive Director	0	0	0	3,100,000	3,100,000
6	Munesh Khanna	Independent Director	0	0	0	2,650,000	2,650,000
	Total		0	0	0	12,350,000	12,350,000

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

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:

- 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 Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

List of Committee Meetings.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