

# Annual Report

2022-23



## Safeguarding Investments, Powering Growth



# Safeguarding Investments, Powering Growth

In the world of capital markets, where uncertainties and opportunities intertwine, NSDL stands as a steadfast guardian, diligently ensuring **safety and security for all stakeholders.**

NSDL utilises cutting-edge and adaptable technology systems to provide extensive services to issuer companies, investors, stockbrokers, and other stakeholders in the country's securities market.

The organisation's primary goal is to ensure the safety and stability of the Indian marketplace by providing technology solutions for enhancing efficiency and mitigating risks. In the financial services sector, NSDL holds a pivotal position in developing products and services that cater to the evolving needs of the sector.

## 2022-23 Performance Highlights

**₹409** crores  
Revenue

**3.15** crores  
Demat Account Holders

**₹211** crores  
Profit After Tax

**40,987**  
Number of Issuers

Cover Brief: Two hands – one natural and the other tech-enabled unite as a shield of protection to safeguard investments. The tech enabled hand is protecting the vault representing the demat accounts of investors. Within the vault are red glowing securities while data streams are emerging from the side of the vault leading to the base, fueling growth of financial machinery.

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## About NSDL

NSDL is a SEBI registered Market Infrastructure Institution (“MII”) offering a wide range of products and services to the capital markets in India. Following the introduction of the Depositories Act in 1996, NSDL pioneered the concept of dematerialisation of securities in India, since November 1996. As of March 31, 2023, NSDL is the largest depository in India in terms of number of issuers, number of active instruments, market share in demat value of settlement volume and value of assets held under custody (AUM).

NSDL provides a robust depository infrastructure that enables market players to participate in the financial and securities markets in India. Using innovative and flexible technology solutions, NSDL provides its service to investors, brokers and other market participants in the Indian capital markets and aims at ensuring the safety and security of Indian securities market by developing settlement solutions that increase efficiency and minimise risk.

NSDL facilitates holding of securities in digital form by investors through accounts known as “Demat Account” held through Depository Participants. This includes securities of various asset classes namely equities (listed and unlisted, preference shares, warrants), funds (mutual funds, REITs, InvITs and AIFs), debt instruments (corporate debt, commercial paper, certificate of deposit, pass through certificate, security receipts, government securities, sovereign gold bonds, municipal debt, treasury bill) and electronic gold receipts.

As part of NSDL’s depository business, NSDL operates a centralised digital book-keeping system that facilitates the holders of securities to hold and transfer their securities in electronic form. NSDL facilitates and maintains complete records of the ownership of securities held in dematerialised form on behalf of the Issuer entity. NSDL provides

depository services to investors, issuers, depository participants, financial institutions, stockbrokers, custodians, clearing corporations and other market intermediaries and have established an ecosystem for these entities to integrate with its NSDL Depository System.

NSDL’s core depository services earn a steady source of recurring revenue, primarily through annual custody fees that is charged to issuers of securities and annual maintenance fees charged to depository participants in relation to corporate accounts serviced through depository platform.

NSDL also charge transaction fees to depository participants and issuers of securities for various types of transactions that are effected through NSDL Depository System. As a part of our commitment to the capital markets community in India, NSDL has leveraged its technological infrastructure to cater to the diverse needs of the securities market in India and introduced several additional products, e-services and ancillary value-added services and initiatives through NSDL and its subsidiaries, NSDL Database Management Limited (“NDML”) and NSDL Payments Bank Limited (“NPBL”), thereby emerging as a key enabler for the financial markets in India.

### Our Products and Services



Digital Integration



For Investors: e-Services and Value-Added Services (VAS)



Issuer offerings: Core services, Online platform and issuance services, Regulatory, Value-added products

## Key Facts

# 1996

Year of Establishment

# 59,000+

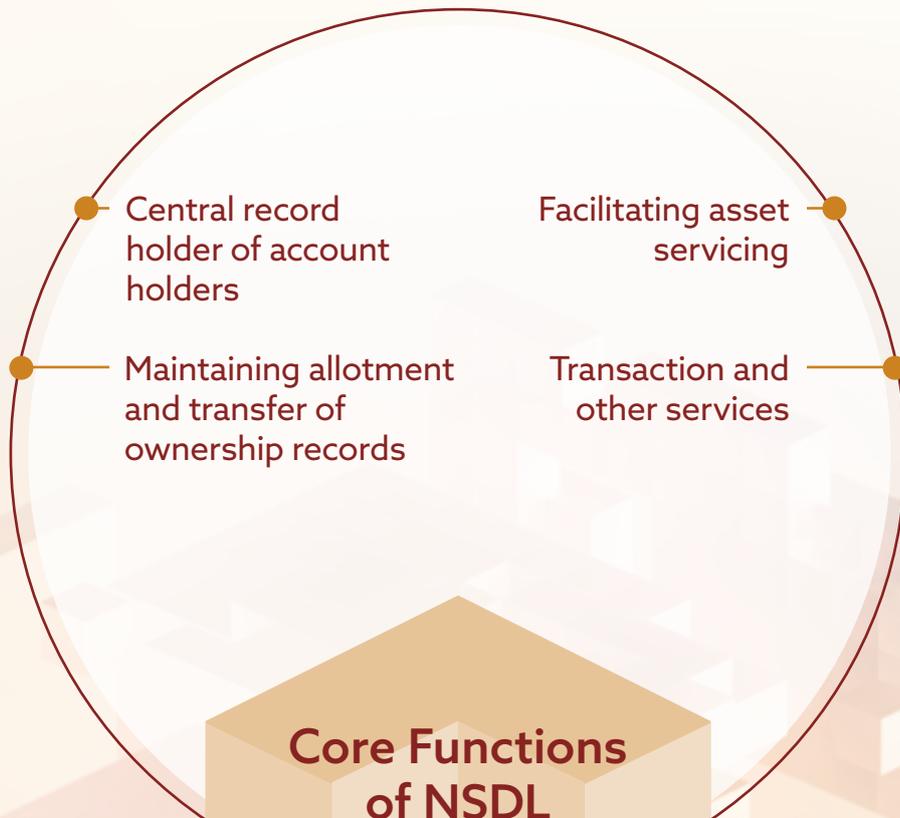
Investor Service Centres

# 99%+

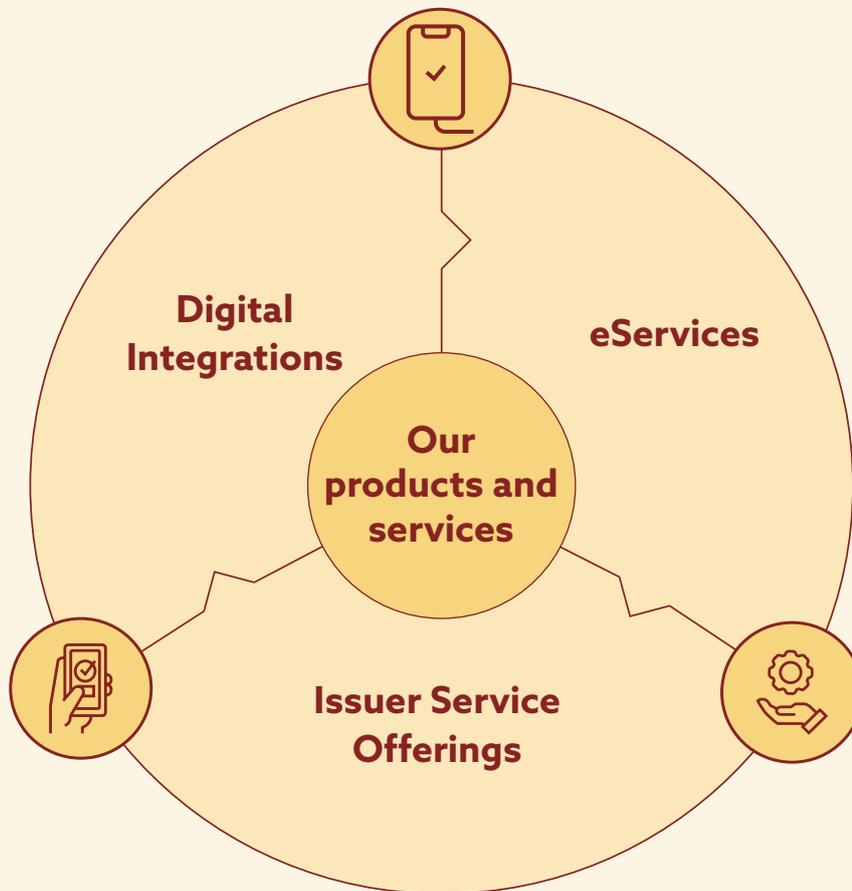
Foreign Portfolio Investment (FPIs) operating in India are with NSDL

# \$4 trillion

Custody Value



## About NSDL



### eServices

- **SPEED-e:** Submission of Delivery Instructions.
- **IDeAS for Clients & CMs:** Viewing of Instructions and holding.
- **NSDL SPEED-e App:** To view balances, download eCAS, Client Master Report etc
- **SPICE for eDIS & POA:** Client mandate to Brokers to debit client account with respect to trading obligation.
- **STeADY:** Electronic Contract notes for institutional clients
- **CMS:** Collateral management system - Secured and efficient way of managing collaterals

### Value Added Services

- **DPM Plus:** Facility to opt-in / Opt-out for Nomination / Updation of KYC Attributes
- **DMS:** Delivery Instruction Management System
- **STP Navigator:** Auto uploads the Instruction file
- **Auto Download:** Download of feeds from NSDL Depository System
- **eSigner:** E-signing of instruction



## Issuer Service Offerings

### Core offerings: Issuer Companies Joining and facilitating Corporate Action

- **e-AGM:** A secure and convenient way for shareholders to participate in General Meetings of Companies.
- **e-Voting:** Electronic voting for shareholders to vote on resolutions proposed by companies.

### Online Platform for Issuances and Services

- **CP Issuance Platform:** Online platform to handle commercial paper issuance process
- **Issuer Portal:** A portal for issuers to provide various services offered by NSDL including ISIN allocation and Corporate Actions.
- **Security and Covenant Monitoring using DLT:** A blockchain-based solution for monitoring security and covenant compliance of listed bonds and debentures.
- **System Driven Disclosure:** A system to provide information pertaining to transactions and holdings of promoters, promoter groups, directors and designated persons to stock

exchanges for making continual disclosures under SEBI SAST regulations and SEBI PIT Regulations. **FILM:** A central system viz., **FPI Monitor** ([www.fpi.nsd.co.in](http://www.fpi.nsd.co.in)) has been developed by NSDL for registration of Foreign Portfolio Investor.

- **Corporate Bond Database:** A centralised database for comprehensive information on corporate bonds in India.

### Value Added Products

- **Tax Services:** A service to help investors with their tax obligations.
- **Reference Data Products:** A service to provide market participants with securities master information.
- **e-notice:** A service to send electronic notices to shareholders on behalf of companies.
- **Bank account update:** A service to update bank account details for demat accounts.
- **Email id update:** A service to update email id details for demat accounts.



## Digital Integrations

### Digital Integrations

- **Digital LAS:** A secure and convenient way for investors to pledge securities held in their demat account.
- **Demat Account Validation:** A service to validate authenticity of demat accounts.
- **MF conversion and Redemption:** A service to convert and redeem mutual funds electronically.
- **IDeAS integration:** Integration with NSDL eServices for accessing IDeAS facility.

- **eDIS and margin pledge:** Facility for Client to submit mandate to their brokers to debit securities to the extent of trade obligation. Also a service to facilitate the electronic delivery of securities and the pledging of securities for margin trading.
- **Open Architecture System:** Open architecture System facilitate brokers to collaborate with bank based DPs to offer trading facility to investors having demat accounts with the DP.

## Financial Performance

(5-year CAGR)

### Total Income

🏠 16.9%

(₹ in crores)

Year	Total Income (₹ in crores)
2022-23	486
2021-22	427
2020-21	389
2019-20	290
2018-19	260

(5-year CAGR)

### Operating Profit

🏠 20%

(₹ in crores)

Year	Operating Profit (₹ in crores)
2022-23	282
2021-22	246
2020-21	234
2019-20	143
2018-19	136

(5-year CAGR)

### Profit After Tax

🏠 21.80%

(₹ in crores)

Year	Profit After Tax (₹ in crores)
2022-23	211
2021-22	184
2020-21	176
2019-20	108
2018-19	96

### Earnings Per Share

(₹)

Year	Earnings Per Share (₹)
2022-23	10.54
2021-22	9.18
2020-21	8.81
2019-20	5.42
2018-19	4.80

### Book Value Per Share

(₹)

Year	Book Value Per Share (₹)
2022-23	64
2021-22	54
2020-21	46
2019-20	38
2018-19	33



### Net Worth

(₹ in crores)

2022-23		<b>1,272</b>
2021-22		1,080
2020-21		918
2019-20		757
2018-19		662

### EBITDA Margin

(%)

2022-23		<b>58.10</b>
2021-22		57.50
2020-21		60.10
2019-20		49.10
2018-19		52.20

### PAT Margin

(%)

2022-23		<b>43.40</b>
2021-22		43.00
2020-21		45.30
2019-20		37.30
2018-19		36.90

### Return On Equity

(%)

2022-23		<b>16.60</b>
2021-22		17.00
2020-21		19.20
2019-20		14.30
2018-19		14.50

## Milestones

**1996**

NSDL commenced the process of dematerialisation and coined the term 'Demat'

**1998**

- Value of securities held in dematerialised form at NSDL crosses \$ 5 billion
- Demat accounts with NSDL cross 1,00,000

**2000**

- Launch of internet-based service - SPEED for Brokers (Clearing Members)
- Commencement of Demat of Debt Instruments

**2001**

Launch of SPEED-e (facility for submission of instructions)

**2002**

Launch of STEADY - An STP initiative by NSDL for Institution Intermediaries

**2003**

Introduction to T + 2 settlement

**2007**

- Launch of SMS alert facility for investors
- Value of securities held in dematerialised form crosses \$ 1 trillion



## 2023

- Market ka Eklavya crosses 250+ programmes
- Launch of T + 1 rolling settlement cycle in equity market

## 2021

- Value of securities held in dematerialised form at NSDL crosses ₹300 lakhs crores [\$ 4 trillion]
- Launch of Digital Commercial Paper Issuance process

## 2017

Awarded 'CSD of the Year' at the Asian Banker Financial Markets Awards

## 2014

- Launch of FPI regime
- Value of securities held in dematerialised form at NSDL crosses ₹100 lakhs crores

## 2010

Launch of New Depository System

## 2022

- Launch of blockchain based market platform to manage and monitor the security & covenant related to issuance of bonds
- Release of commemorative postage stamp on NSDL's Silver Jubilee Celebration

## 2020

Value of securities held in dematerialised form at NSDL crosses ₹ 200 lakhs crores

## 2015

Launch of NSDL Consolidated Accounts Statement (CAS)

## 2009

- NSDL Demat Accounts cross one crore
- Launch of SPICE (Submission of instruction for Clients Electronically) on SPEED-e/IDeAS

## 2012

Launch of NSDL e-Voting System

## 2018

Launch of Digital Loan Against Shares facility for banks

## Year at a Glance

### NSDL's Silver Jubilee Celebration



▲ Lighting of Lamp

Smt. Nirmala Sitharaman, Honorable Union Finance Minister of India addressing the august gathering ▶



◀ Release of My Stamp & Special Cover

▶ Launch of DLT - Covenant Monitoring Platform by SEBI Chairperson, Smt. Madhabi Puri Buch





◀ NSDL Town Hall



▲ Celebrating Completion of 250+ Market Ka Eklavya Programmes

## MD & CEO Message

### Dear Shareholder,

It is my privilege to present to you the NSDL Annual Report for the financial year 2022-2023, which reflects NSDL's journey and significant developments during the past year. NSDL and the broader capital market ecosystem, in which we operate, have been a part of the growth story of India, which as a fast-growing economy, has been setting records in almost every area of economic development.

### INDIA today is,

- ▶ Leading in terms of per capita data consumption in the world, a reliable indicator of how the population is transitioning to the new digital world
- ▶ Leading in terms of world's real time digital payment transactions
- ▶ One of the most preferred destinations for FPI
- ▶ 3rd largest startup ecosystem in the world



In terms of Capital Market growth and penetration too, the country has been racing ahead, with the Regulator, SEBI, being at the forefront to lay the building blocks for a strong and resilient technology stack, as well as an evolved, aware and active investor base.

We are glad to be a part of the ecosystem contributing to a historic milestone for the Indian securities market - the T+1 settlement implementation, and other initiatives taken by the Regulator to enhance investor protection. This has enabled improvements in settlement process efficiency and liquidity, lowering the risk to the investor. We at NSDL, endeavour to provide the highest level of reliability and security for all investors, through a robust and reliable infrastructure.

Other key implementations include Block mechanism, Pay-in Validation, Demat Debit and Pledge Instruction (DDPI) and Handling of Clients' securities by Trading Members(TM) / Clearing Members(CM). We are continuously enhancing the Consolidated Account

Statement (CAS) to include many more asset classes/products, and provide valuable information to the retail investors.

During the year, we have also launched an Enterprise-wide Transformation initiative, Program API (Aspire, Perspire and Inspire) for alignment and improvement of various internal business processes, enhance automation and to enable a Customer Centric organization. We are glad to share that we have already started seeing the benefits of the ongoing API program.

All the initiatives taken during the FY 2022-23, have helped us demonstrate our resilience, and deliver good results. Revenue from Operations increased to ₹ 409.17 crores in FY 2022-23 with a YoY growth of 10.80% and the Profit Before Tax increased to ₹ 271.68 crores as compared to ₹ 235.79 crores in FY 2021-22.

Business has also recorded strong growth with number of active Demat Accounts increasing from 2.67 crores as at the end of the previous year to 3.15 crores as on March 31, 2023, through the Depository

Participants operating from more than 59,000 Service Centres. These Demat Accounts are held with 283 Depository Participants registered with us, and the account holders are located across India and 186 countries worldwide. This momentum is expected to continue in the years to come with investors globally betting on the Indian growth story.

The number of issuers registered with NSDL during FY 2023 went up by 3,509 taking the total Issuers registered with us to 40,987. To serve the Issuers better, we are accelerating the automation of the processes like Issuer Onboarding and Corporate Action processing, for enhanced client servicing and delivery.

The trust and confidence reposed by FPIs in NSDL has helped us service 99.99% of the value of Equity, Debt and other securities held by Foreign Portfolio Investors in dematerialised form in India. We also held assets in custody aggregating to ₹ 43,060.50 billion for individuals (including NRIs) and Hindu Undivided Family ("HUFs") accounts, which constituted 71.79% of the total value of such assets under

custody in dematerialised form as of March 31, 2023. Also, as of March 31, 2023, we held assets in custody in relation to Non-Resident Indians aggregating to ₹ 2,725.62 billion, constituting 88.14% of the total value of such assets held by NRIs. NSDL's market share was 97.84% in the value of listed Corporate Debt securities in custody aggregating ₹ 34,791.58 billion, as on March 31, 2023. Under the SEBI initiative for strengthening the regulatory framework for Corporate Bonds, the phase I of the DLT Blockchain based platform for Debenture Security & Covenant Monitoring picked up steam during the year. With 566 issuers and 11 Debenture Trustees onboarded as on March 31, 2023, the platform is live and promises good potential in future to bring in more asset classes.

### In an endeavour to "Mastering the Basics", we focused on:

- ▶ Optimization of Systems and Applications and monitoring the performance on a continuous basis.
- ▶ Improved engagement levels and collaboration with Vendors / OEMs to bring increased sense of belongingness and involvement at our partners level resulting in improved delivery metrics.
- ▶ Embracing emerging technologies and trends, to deliver enhanced operational efficiency, improve customer experiences, and drive sustainable growth. In this direction, we shifted our Primary data Centre to a professionally managed DC for enhanced controls.

Steps were also taken to update the Cyber Crisis Management Plan (CCMP) as per CERT-IN and NCIIPC guidelines. Security Operations Center (SOC) redesigned, and rebuilt on a new platform serving the NSDL group entities.

We have added Instagram to our existing Social Media accounts viz. LinkedIn, Twitter, Facebook, and YouTube in order to enhance our engagement with investors and clients which resulted in a very active growth in followers across the platforms during the last year.

NSDL's flagship program, Market Ka Eklavya (MKE) launched by Hon'ble Union Finance Minister Smt. Nirmala Sitharaman at the occasion of celebration of Silver Jubilee of the organization in May 2022, has achieved country wide spread and recognition, especially with the involvement of our DPs. This online program was delivered through more than 260 sessions in Hindi and many regional languages in the very first year across all states of India, reaching out to 16000+ students. I am happy to share that more than 50% of the participants were women students. Through the MKE programmes, we have been able to reach to locations like Jammu & Kashmir and the North-East regions also.

Creating a positive impact on the society including health & livelihood of people is focused through our CSR initiatives like viz. Project Artha SAMARTH (a skill development initiative in BFSI sector), Project Yogdaan (health support to Thalassaemia patients), Night School Transformation Program, Eye Care for Farmers and Salt Pane workers, 'Chalo School Chale' for students, Project Sanjeevani (Mobile Medical Unit), etc. During the year we have tied up with reputed Corporate and Social sector Foundations to implement these initiatives.

Both the Subsidiaries, NSDL Database Management Limited (NDML) and NSDL Payments Bank Ltd. have turned in good results during the year. During the FY 2022-23, NDML achieved a total income of ₹ 87.69 crores and a Profit After Tax of ₹ 32.99 crores NSDL Payments Bank achieved a total income of ₹ 541.41 crores vis-a-vis ₹ 299.88 crores during the previous financial year. The Bank has registered a Profit After Tax of ₹ 8.06 crores.

Overall, the Group achieved ₹ 1021.99 crores revenue from operations (YoY growth of 34.28%), total income - ₹ 1099.82 crores (YoY growth of 33.91%) and PAT - ₹ 234.81 crores (YoY growth of 10.45%). This is the highest revenue and profit in 26 years history of NSDL.

Our PEOPLE have been instrumental in our success. Their talent, passion, and dedication have been the driving force behind our achievements. We have continued to invest in the professional development and well-being of our employees, recognizing that they are our most valuable asset. We have implemented Human Resource Management System (HRMS) to provide best experience to our employees through the entire employee life cycle with an internal Social Media platform to ensure we remain connected at all levels in the organisation.

Looking ahead, we remain optimistic about the future. We will continue to focus on delivering sustainable growth, strengthening our market position, and creating value for our shareholders. We are glad to be strategically associated with Open Network for Digital Commerce (ONDC) and India International Bullion Holding Limited (IIBH) at IFSC, GIFT City.

On behalf of the entire leadership team, I extend my heartfelt gratitude to all the stakeholders: Directors on our Board, SEBI, RBI, Government of India and our shareholders for their unwavering support and trust. I would also like to express my gratitude to our DPs, Issuers, RTAs, Custodians, Investors, Partners for being part of this invigorating journey. I thank the team NSDL for their invaluable contributions.

As we move forward, we remain committed to upholding our core values, embracing innovation, and pursuing excellence in all our endeavours. Together, we will continue to build a brighter tomorrow.

With best wishes,

**Padmaja Chunduru**

MD & CEO

## Board of Directors and Leadership Team

NSDL's esteemed Board of Directors provides us with strategic guidance and expertise that has been integral to our success. Through their unwavering vision and commitment, NSDL has emerged as a trusted leader in depository services.



**Mr. Parveen Kumar Gupta**

Former MD (Retail & Digital Banking)  
of State Bank of India



**Prof. G. Sivakumar**

Department of Computer Science and  
Engineering, IIT Bombay



**Dr. Rajani Gupte**

Vice Chancellor, Symbiosis  
International (Deemed University)



**Dr. Madhu Sudan Sahoo**

Distinguished Professor, National Law  
University, New Delhi)



**Mr. Shailendra Nadkarni**

Executive Director, IDBI Bank Limited



**Ms. Padmaja Chundurur**

MD & CEO  
National Securities Depository Limited

## Leadership Team

**Ms. Padmaja Chunduru**

Managing Director &amp; CEO

**Mr. S. Gopalan**

Executive Director

**Mr. Sunil Batra**

Executive Vice-president &amp; CTO

**Mr. Amit Jindal**

Senior Vice-president &amp; COO

**Mr. Malav Shah**Vice-president &  
Compliance Officer**Mr. Rahul Pratap Singh**

Vice-president

**Mr. Vishal Gupta**

Vice-president

**Mr. Pradip Bhattacharya**

Vice-president

**Mr. Rakesh Mehta**

Vice-president

**Mr. Sandip Navdhare**

Vice-president

**Mr. Balkrishna Shankwalker**

Vice-president

**Mr. Samar Banwat**

Executive Director

**Mr. Prashant Vagal**

Executive Vice-president

**Mr. Manoj Sarangi**

Senior Vice-president &amp; CISO

**Mr. Chandresh Shah**

Vice-president &amp; CFO

**Mr. Pramit Sen**

Vice-president &amp; CHRO

**Mr. Vishal Gajjar**

Vice-president

**Mr. Parag Joshi**

Vice-president

**Mr. Balasaheb Ugale**

Vice-president

**Mr. Narayan Venkat**

Vice-president

**Mr. Ankur Mittal**

Vice-president

## Investor Education and Awareness

At NSDL, we strive in helping the investor community by enabling them to become a 'Prudent Investor'. NSDL organises Investor Awareness programmes for various segments of investors including retail investors, corporate employees, college faculty & staff, students, Indian Army, Indian Navy, Police officials, Railway officials, Prison officers, senior citizens across India. The programmes are conducted in various languages and cover a variety of investor-related topics.

### Market Ka Eklavya (MKE)

In May 2022, the Honourable Finance Minister Smt. Nirmala Sitharaman launched NSDL's flagship online programme 'Market Ka Eklavya', that educates & sensitizes students about the need for financial planning to manage their money for their future. MKE is designed to help young people become the Eklavyas of the securities market. It aims to promote financial literacy and empower young people with the knowledge and skills they need to succeed in the securities market. The programme is committed to helping young people make informed investment decisions and to build a strong foundation for their financial future. The programme is delivered online in Hindi, English and other regional languages.



**264**

**Market ka Eklavya programmes**

**9**

**Languages**

**16,000+**

**Students**

**50%**

**Women participation**

We'll soon have a million Eklavyas who will understand about the stock market, bond market and the kinds of risks. Market Ka Eklavya will create a bulk of Indian citizens, who will be very clear about the functioning of stock markets and this a very necessary education. Since it's so digitised and NSDL is doing it in all the Indian languages, I'll be very happy and I am sure the Indian citizens will immensely benefit from it.

**Smt. Nirmala Sitharaman, Union Finance Minister of India**



- ▲ Programme on "Financial freedom for Women" at SNDT Women's University graced by Chief Guest Shri Ashwani Bhatia, WTM, SEBI



- ▲ Ms. Padmaja Chunduru addressing students of SNDT Women's University



- ▲ IAP for Senior Citizens at Lokmanya Seva Sangh, Mumbai, Maharashtra

### Programmes in Association with Other Market Participants

NSDL conducts awareness programmes in association with Depository Participants, SEBI, Stock Exchanges and other corporates involved in capital markets. These initiatives are designed to reach out to Demat Account holders and potential investors, providing them with valuable information about depository services, updates, precautions, best practices, grievance redressal systems, and other essential investor safeguards. The programmes are conducted in various languages including English, Hindi, Marathi and other regional languages to ensure widespread awareness

and accessibility. During 2022-23, we conducted 1,088 investor awareness programmes which were attended by more than 97,000+ participants.

Additionally, we also conducted focused programmes for defence personnel and women centric programmes. NSDL endeavoured to take the financial awareness programmes to prison officers, railway police officers, fire brigade officers, transgenders, women at shelter homes, doctors, senior citizens etc.

During March 2023, NSDL commemorated the International

Women's Day celebrations by organising an investor awareness programme at SNDT Women's University, Mumbai, Maharashtra which was attended by more than 300 girl students. The event was graced by the Chief Guest Shri Ashwani Bhatia, WTM, SEBI. The speakers deliberated on need of financial planning, ways of achieving it, the need for investment for women in various phases of their lives and the power of money management towards women's empowerment.

## Investor Education and Awareness



**1,088**  
Awareness  
programmes

**97,000+**  
Participants  
reached

◀ IAP at 5,600 ft above sea level at Anantnag, Jammu & Kashmir



IAP for Prison Officers of Daulatrao Jadhav Yerawada Jail, Pune, Maharashtra ▶

### Focused Programmes for Defence Personnel

It is a pleasure to serve those who serve the Nation. During the 2022-23, NSDL conducted special programmes for Defence personnel serving in Indian Army and Indian Navy along with Border Security Force (BSF) jawans. These sessions

discussed Importance of investing in Capital Markets covering the basic concepts like Power of Compounding, Savings & Investments, different investment avenues available for investing etc.



**2.15 million**  
Readership of  
The Financial  
Kaleidoscope

### Publications from NSDL

NSDL has made use of newsletters, books, e-guides to create awareness among different investors. It publishes two monthly newsletters - The Financial Kaleidoscope for investors and NSDL Update for DPs and other business partners. It has published a book titled

'NSDL Primer on Personal Finance' that provides step-by-step guidance to accumulating wealth through savings and investment. NSDL has made available an e-Guide for Demat Account Holders that provides investors with a comprehensive view of the capital market,

including intermediaries involved, various products & services that NSDL offers. In addition, it has information brochure for investors, FAQs on demat accounts and a booklet on securities market. Most of the material is available in multiple languages.

## Investor Education and Awareness

### Participation in Events Organised by Various Institutions

NSDL regularly participates in investor education and awareness-related seminars, lectures, workshops, and conferences by setting up booths and/or sponsoring such events. During the 2022-23, NSDL participated in 21 such events

organised by reputable industry associations such as ASSOCHAM, ANMI, Institute of Company Secretaries of India, Kolhapur Investor Association, etc., at which more than 25,000 participants were present. To spread awareness amongst

investors, NSDL participated in India International Trade Fair at Delhi, World Investor Week (WIW) under the aegis of SEBI and the Hornbill Festival at Nagaland during the 2022-23.



▲ IAP for Women employees of Wissen Infotech, Hyderabad, Telangana



▲ IAP for women employees of Light Microfinance Private Ltd. Ahmedabad, Gujarat

# 25,000

Participants present at such programmes



- ▲ Ms. Padmaja Chundururu addressing the investors at India International Trade Fair, 2022 at Pragati Maidan, New Delhi

# 21

Events organised by Industry associations



- ▲ Inauguration of SEBI's Stall by Shri G. Ram Mohan Rao Regional Director, SEBI, ERO, with Ms. Preeti Pathak DGM, SEBI @ Bihar Diwas 2023

## Use of Social Media for Spreading Awareness and Education Among Investors

During fiscal 2023, NSDL began using the official 'Instagram' account to reach out to the investor community and keep them informed of the recent developments taking place in the Capital Markets. With this, NSDL is now available on five Social

Media platforms viz.; LinkedIn, Twitter, Facebook, Instagram and YouTube. NSDL publishes various key messages on a variety of investor-related topics, including videos on guidelines to become a prudent investor, Mutual Funds, e-Voting, precautions to be taken

while using social media, etc. NSDL also organises various quiz competitions on its social media platforms to encourage user participation and awareness on various aspects impacting investors.



## Corporate Social Responsibility

At National Securities Depository Limited (NSDL), inclusive growth is at the heart of our philosophy. We believe in empowering and enhancing lives to foster socio-economic development in the communities we serve. Embracing the spirit of 'Giving Back,' we undertake various CSR initiatives that aim to empower and uplift the underprivileged.

In terms of Section 135 of the Companies Act, 2013 (the Act) the Company has constituted the Corporate Social Responsibility (CSR) Committee with Dr. Rajani Gupte as the Chairperson. The CSR initiatives defines the philosophy of NSDL towards the positive impact towards employees and stakeholders in the society, CSR Guiding Principles, areas of activities, implementation and Project Planning, monitoring and reporting.

The Composition, meeting and attendance during the year is set out in Corporate Governance Report, which forms part of the Annual Report. The Company has formulated CSR Policy as approved by the Board and the same is disclosed on the website of the Company (<https://nsdl.co.in/publications/disclosure.php>).

NSDL's CSR projects/programmes revolve around the theme of education, health, skill development, environmental sustainability, rural development and disaster relief. Through CSR initiatives, the Company strives to facilitate a holistic development of the deserving lives from less-privileged section of society. 'Sustainable Development' is an essential part of NSDL's corporate social responsibility.

**10,000+**  
**Members supported**  
**through this initiative till**  
**March 2023**



▲ Project SAMEIP (Skill Development for Persons differently enabled)

### Skill Development Project Artha Samarath

We aim to impart employable and livelihood-linked skills to underprivileged youth, thereby creating a skilled workforce in the banking, financial, services and insurance ("BFSI") sector through this programme. Apart from BFSI sector, NSDL also strives to train the deserving youth on other sector specific skills which are in line with industry demands.

### Project SAMEIP (Skill Development for Persons differently enabled)

We in association with another organisation launched Artha Samarath, a specialised skill development programme for persons differently enabled. As part of this programme, youth personnel have been trained on BFSI and IT sector specific skills across Mumbai, Hyderabad and Bengaluru.

**375**  
**Youth trained**

## Healthcare

### Project Sanjeevani

NSDL partnered with SBI Foundation to commission three Mobile Medical Units ("MMUs") called 'Sanjeevani'. One each in Mumbai (Maharashtra), Baksa (Assam) and Hardoi (Uttar Pradesh). One such unit has already been operationalised and the other two units are proposed to

be established in a phased manner during 2023-24. These units are equipped with state-of-the-art diagnostic facilities and staffed with dedicated medical team with the objective of delivering preventive, curative and diagnostic primary healthcare services to vulnerable

communities residing in urban-slum, rural, and tribal areas. In addition to the MMUs, we also focus on the organisation of special community health camps and awareness programmes on waste management within the targeted communities.



- ▲ Ms. Padmaja Chundururu, MD & CEO, NSDL, Shri Dinesh Kumar Khara, Chairman SBI, and Shri Sanjay Prakash, MD, SBI Foundation, flagging off the "Clinic on Wheels", a Mobile Medical Unit, that will help needy communities gain access to healthcare.



- ▲ Team NSDL at the launch of Project Sanjeevani

## Corporate Social Responsibility



**280 patients**

Provided bedside leukocyte filters

**130 units**

Blood collected through NSDL employees

▲ "Project Yogdaan" for supporting Thalassemia patients

### Project Yogdaan

Under this programme, we aim to support underprivileged patients suffering from thalassemia by providing essential medical devices and diagnostic services. Further, we

assist these patients by arranging for annual DXA Scan and MRI investigations. As part of its CSR initiatives, NSDL actively promotes employee engagement in various

programmes. We arranged a blood donation camp in collaboration with Sion Hospital's blood bank to support Thalassemia patients.



### Eye Care for Salt-pan Workers and Farmers

We introduced this programme in 2021-22 in association with Medical Research Foundation's clinical unit, Sankara Nethralaya, through this programme we conducted free eye check-ups for saltpan workers and farmers located in the state of Tamil Nadu.

▲ Eye Care for Salt-pan Workers and Farmers

## Education

### Night School Transformation Programme:

In association with a non-governmental organisation, Masoom, we aim to enhance the quality of education in night schools by fulfilling the educational needs of underprivileged students from Tier - II and Tier - III cities in India.

### Beneficiaries

**750+**

Students

**9**

Schools in Maharashtra



▲  
◀ Mid Day  
Meal Distribution

### Mid-Day-Meal Programme

We run this programme in association with the Akshaya Patra Foundation

**1,20,000**

Mid-day meals distributed

**750**

Students

**17**

Government and government  
aided schools

## Corporate Social Responsibility

### Chalo School Chale

Under this campaign, we provide school kits to underprivileged students to fulfil the basic educational needs. These kits include essential items such as school bags, notebooks, and pencil sets.



**23**

Schools covered

**3,000**

School kits provided

◀ "Chalo School Chale"  
Campaign by NSDL



### Project Shiksha Sahyog

Through this project, we initiated an educational scholarship programme to support underprivileged bright students who lack adequate financial resources.

**688** students

Scholarship provision

### Mini Science Centre (MSC)

NSDL established a Mini Science Centre (MSC) at AES High School, Wadala, Mumbai, to enhance science and math education for students from underprivileged backgrounds.

The facility includes 80 interactive STEM models aligned with the NCERT and SCERT syllabus, providing an innovative and accessible learning experience.

**1,721** students  
Beneficiaries



◀ Launch of "Mini Science Center" at the Andhra Education Society High School in Wadala, Mumbai

## Awards & Recognitions



◀ Business Today's "**Most Powerful Women in Business Award**" received by Ms. Padmaja Chunduru, MD & CEO from Honorable Minister Ms. Smriti Irani



Honorable Minister Mr. Piyush Goyal felicitating Ms. Padmaja Chunduru, MD & CEO as **India's Best CEO - BFSI at Business Today Best CEO Award** ▶



◀ Ms. Padmaja Chunduru, MD & CEO has been honored at the **Women Directors Conclave 2022** by Ms. Ekta Kapoor



Ms. Padmaja Chunduru, MD & CEO awarded Fortune India's - **India's Most Powerful Women (MPW) in Business** by Honorable Minister Ms. Smriti Irani ▶



Mr. Pramit Sen, CHRO receiving the **HR Innovator and HR Topmost Leader**



Mr. Vishal Gupta, Head - Digital Products and Service, being awarded **Big CIO Awards - Top 100 Innovators** at the 12<sup>th</sup> Edition of Big CIO Show

Mr. Sunil Batra CTO, being honoured with the **Top 100 BFSI Leader in India**



NSDL won the Best Blended Learning Strategy Award at the #LnDConfex2023

## Corporate Information

### Company Secretary

**Mr. Nikhil Arya**

### Auditors

#### Statutory

**K. C. Mehta & Co. LLP.**  
Chartered Accountants  
204, Meghdhanush,  
Race course, Vadodara,  
Gujarat - 390 007

#### Internal

**M/s. Mahajan & Aibara**  
Chartered Accountants  
B-Wing, 2<sup>nd</sup> Floor, Mafatlal Chambers,  
N M Joshi Marg, Lower Parel (East),  
Mumbai - 400 013

#### Secretarial

**M/s S. N.  
Ananthasubramanian & Co.**  
Company Secretaries  
10/25-26, 2<sup>nd</sup> Floor, Brindaban,  
Thane (W) - 400 061

### Bankers

Bank of Baroda  
HDFC Bank Limited  
ICICI Bank Limited  
IDBI Bank Limited  
Kotak Mahindra Bank Limited  
NSDL Payments Bank Limited

### Registered Office

Trade World, 'A' Wing, 4<sup>th</sup> floor, Kamala Mills  
Compound, Senapati Bapat Marg, Lower Parel,  
Mumbai - 400 013 (India)  
Website: [www.nsdl.co.in](http://www.nsdl.co.in)  
Phone No: 022 2499 4200  
Email: [cs-depository@nsdl.com](mailto:cs-depository@nsdl.com)  
CIN: U74120MH2012PLC230380

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# Management Discussion and Analysis

## Business Overview

### Large Variety of Asset Classes held in Demat Accounts

NSDL holds a variety of asset classes in demat form (digital form) through depository accounts opened with NSDL. These accounts hold asset such as, equities (listed as well as unlisted equity shares, preference shares, warrants), funds (mutual funds, REITs, InvITs and AIFs), debt instruments (corporate debt, commercial paper, certificates of deposit, pass-through certificates, security receipts, government securities, sovereign gold bonds, municipal debt, treasury bills, state development loans), and electronic gold receipts.

### Depository Charges

In order to incentivise the depository participants, we have recently introduced a slab-wise fee structure that is based on transaction volumes. This is very attractive for the depository participants as the settlement fees payable to us reduces as the transactions volume increases.

### Unlisted Securities

The trend of having the highest number of companies opting for dematerialisation through NSDL continues. A total of 40,987 listed & unlisted companies are live at NSDL, as of March 2023. The number of companies with securities dematerialised form grew at a CAGR of about 16% for NSDL from 2017-18 to 2022-23.

### Custody Value

As of March 31, 2023, NSDL held approximately 84% and 88% of total securities in terms of numbers and values, respectively. Investors in the category of individuals (including NRIs) and Hindu Undivided Family ("HUFs"), assets held in custody aggregate to ₹43,060.50 billion as of March 31, 2023, which constituted 71.79% of the total value of such assets held by individuals and HUFs across depositories. Similarly, as of March 31, 2023, NSDL held assets in custody in relation to non-residents Indians aggregating to ₹2,725.62 billion, constituting 88.14% of the total value of such assets held by non-residents Indians under custody held in dematerialised form across depositories.

### Settlement Value

Value of shares settled in demat form at NSDL was ₹49,603 billion in 2022-23 and quantity of shares settled in demat was 169 billion in 2022-23.

### Debt Securities

NSDL has almost 97% market share of the industry in demat value of debt securities (listed and unlisted). NSDL enjoys a market share of 97.84% of the demat value of listed corporate debt securities in custody aggregating to ₹32,791.58 billion, as on March 31, 2023. Number of debt issuing companies at NSDL grew at 11% CAGR between

2017-18 to 2022-23. NSDL accounts for ~74% of market share in number of debt issuing companies. Total number of active debt instruments also increased from 28,077 in 2017-18 to 34,346 in 2022-23. NSDL accounts for more than 60% of market share in number of active debt instruments as of 2022-23.

## Technology

NSDL is a market infrastructure institution and are known for its capabilities in establishing and operating core infrastructure for the Indian securities market. We leverage our software tools and frameworks to build a technology-driven and efficient system and continue to explore means to enhance the operational resilience and efficiency of our systems. Our focus is on minimising risk, reduction of operational costs and increasing efficiency. For details in relation to usage of technology in our products and services, primarily pertaining to our mobile applications, e-voting services, SPEED-e, Digital LAS, STeADY, eDIS and SPICE.

As of March 31, 2023, we had 136 full-time employees engaged with us as part of our IT team. Our full-time employees have an educational background in engineering and are equipped with additional certifications including CEH (Certified Ethical Hacker), CISA (Certified Information Systems Auditor) and CISSP (Certified Information Systems Security Professional).

**Distributed Ledger Technology (Blockchain):** In order to enhance the regulatory framework for listed corporate bonds, safeguard the interests of debenture holders and promote transparency, SEBI has issued operational guidelines for security and covenant monitoring using a distributed ledger technology platform. We have developed a cutting-edge DLT blockchain-based platform for the debenture security and covenant monitoring system, enabling efficient monitoring of securities and covenants, thereby fostering greater discipline and transparency within this market segment.

**Application Programming Interface (API):** through our API-based platform, we facilitate secure data exchange between market intermediaries and provide various essential services such as the account opening, validation and maintenance of customer accounts, settlement of mandates for brokers, depository transactions, mutual fund folio conversions and redemption, margin pledge, client data verification and Digital LAS.

**Big Data Platform:** we have implemented Hadoop, a software framework for data processing. Hadoop acts as a centralised repository for multiple datatypes, including master data, transactional data, documentational data, historical data and archive data. It has also facilitated the introduction of new initiatives such as the inclusion of unique client codes in demat accounts, generating periodic alerts to stock exchanges and e-voting notifications to investors. It also provides ease in accessing invoices, demand letters and ledgers, and assists in regulatory reporting and integration with the issuer's portal.

## Technology for Client Protection and Awareness

We employ technological upgradations and enhancement framework not just for efficiency and ease of operations, but to also ensure protection of our clients and to create awareness amongst investors. For instance, we have introduced 'Transaction Related Alerts of Demat account received through SMS (TRADeS)' facility to provide important updates to our clients about their depository accounts to facilitate risk mitigation and provide value added services. As on March 31, 2023, 30.01 million investors were registered for TRADeS.

We also introduced our hosted Depository Participant Module ("DPM") system that facilitates participants to access their local DPM system on NSDL's infrastructure. We have also made available a number of value-added services to our participants, which include NSDL STP Navigator, NSDL e-signer and NSDL auto download, to facilitate automation and secure data transmission.



## Management Discussion and Analysis



### Cyber Security Initiatives

We have established an in-house SOC with round the clock operations to detect, analyse, contain, eradicate and respond to any adverse cyber security events. Our SOC is based on an analytical platform and comprises a correlation of network, security and server infrastructure. Our SOC is staffed with a team of security analysts and engineers who operate on a 24x7 basis to ensure real-time active monitoring and response to cyber-security events. As on March 31, 2023, we have a team of 11 members in our information security department with relevant experience. With an everchanging risk landscape, we continue to update our system and associated infrastructure to improve our analytics, correlation, detection and response capabilities. For log analysis and correlation of network, security and server infrastructure, we use industry standard tools and technology based on big data analytics platform. We conduct periodic reviews to assess the current maturity and securing capabilities of our SOC. Further, we have also adopted a framework consisting of a detailed knowledge base of cyber infringements.

Throughout the year, NSDL has actively pursued various regulatory-driven initiatives, solidified its extensive presence across India, increased custody value, and taken measures to enhance its market offerings.

### Regulatory Requirements

The key implementations taken up during 2022-23 in line with the regulatory requirements are as under:

#### 1. Block Mechanism

To increase safety of clients' assets and make the market transactions more secure, SEBI after consultations with Depositories, Clearing Corporations and Stock Exchanges, introduced a guideline to provide a mechanism of block in the demat account of clients undertaking sale transactions. NSDL carried out the required systemic changes to implement this guideline to block the shares of the clients undertaking sale transactions, in the demat account of the client in favour of Clearing Corporation. This facility was optional for the clients since last one year and the same was made mandatory from November 14, 2022.

#### 2. Pay-in Validation

SEBI had extensive consultations with Exchanges, Depositories and Clearing Corporations (CCs) to further mitigate the risk for clients' securities, particularly those given towards delivery/settlement obligations. Accordingly, SEBI has vide its circular dated September 19, 2022 issued guidelines in respect of Validation of Instructions for Pay-In of Securities from Client demat account to Trading Member (TM) Pool Account against obligations received from the Clearing Corporations.

The requisite system changes in respect of aforesaid guidelines has been implemented in NSDL system effective from January 28, 2023 and the SEBI guidelines in respect of Pay-in validations has been made applicable wherein block is made mandatory for all Pay-in instructions including non – EPI transactions as well.

### 3. DDPI (Demat Debit and Pledge Instruction)

SEBI vide its circular dated April 4, 2022 issued guidelines regarding Execution of 'Demat Debit and Pledge Instruction' (DDPI) for transfer of securities towards deliveries / settlement obligations and pledging / re-pledging of securities. Clients shall explicitly agree to authorise the stock broker/ stock broker depository participant to access their BO account for the limited purpose of meeting pay-in obligations for settlement of trades executed by them. The DDPI shall serve the same purpose of PoA and significantly mitigate the misuse of PoA.

In order to make the process more transparent and simpler, the four types of below transactions as specified in the SEBI circular dated October 06, 2022 were included under the scope of DDPI.

1. Transfer of securities towards deliveries / settlement obligations.
2. Pledging / re-pledging of securities.
3. Mutual Fund transactions.
4. Tendering shares in open offers (Tender Offer Instruction).

The changes related to DDPI functionality in NSDL systems for transfer of securities towards deliveries / settlement obligations and pledging / repledging of securities had been implemented at EOD of August 31, 2022 as per SEBI's guidelines. Further, the execution of Mutual Funds and Tender offer instructions under DDPI has been made available in NSDL system effective from November 18, 2022 as per SEBI's guidelines.

### 4. Handling of Clients Securities by TM/CM (CUSPA Mechanism)

To protect clients' funds and securities and to ensure that the Stock Broker segregates securities or money of the client, SEBI has issued circular dated November 11, 2022 regarding Handling of Clients' Securities by Trading Members (TM) / Clearing Members (CM). TM/CM to distribute pay-out of securities from pool account to client's demat account within one working day.

If client has not paid the money to broker/CM, then transfer the securities to client's demat account through auto-pledge with reason "unpaid". Pledge marked in favour of "Client Unpaid Securities Pledgee Account" of TM/CM.

NSDL carried out the required systemic changes to implement the aforesaid guideline on March 31, 2023.

## Business Initiatives and Progress at NSDL

### 1. Operations in GIFT City (IFSC)

An International Financial Services Centre (IFSC) has been set up at GIFT City, with International Financial Services Centres Authority (IFSCA) as a unified regulator. NSDL has become a MII consortium partner after taking necessary regulatory approvals. MII Consortium promoted India International Bullion Holding IFSC Limited (IIBH), in which NSDL holds 20% stake. IIBH has a wholly owned subsidiary i.e. India International Bullion Exchange IFSC Limited that is undertaking the Exchange business for Bullion and IIBH also owns another wholly owned subsidiary i.e. India International Depository IFSC Limited (IIDL) which is an international depository for both securities and Bullion products. NSDL has provided the software system to IIDL for securities products, which has facilitated it to issue Unsecured Depository Receipts (UDR) on various NASDAQ & NYSE listed companies, which are traded on NSE IFSC in GIFT City. As on March 31, 2023 around 130 clients have opened demat accounts in IIDL to hold UDR.

### 2. NSDL Mobile App Enhancements

NSDL implemented the following features on NSDL SPEED-e Mobile Application:

- Update KYC attributes (Email ID and Income Range) in respect of demat account of client.
- As per the guideline provided by SEBI, client has to provide OTP authentication for margin pledge initiation request. Facility has been provided on NSDL mobile app to provide authentication for margin pledge request.

### 3. NSDL Consolidated Account Statement (CAS)

During the year under review, NSDL has dispatched over nine crores CAS to investors.

**CAS Enhancements:** As part of our endeavour to enhance investor experience, NSDL has incorporated the following new features in NSDL CAS:

**Online Nominee updation facility through eCAS:**

In order to make it feasible to update nominee details in NSDL demat account, a hyperlink in eCAS under "Know more about your accounts" section is added for clients to avail the said facility.

### 4. Asset Value Under Custody

The value of assets held under custody stood at ₹ 302.19 lakhs crores as on March 31, 2023. The market share of NSDL stood at 88.39% in total custody value as on March 31, 2023.

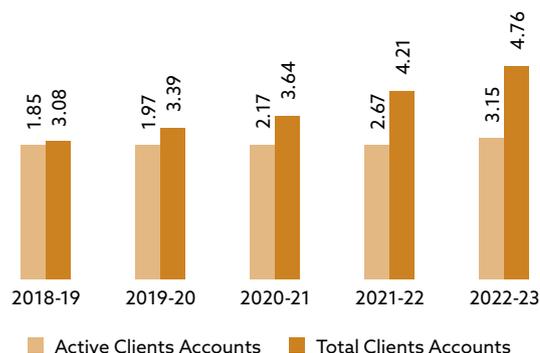
### 5. Client Accounts

During 2022-23, 55.25 lakhs new accounts were opened at NSDL, taking the total number of demat accounts opened so far till March 31, 2023 to 4.76 crore.

The number of active depository accounts increased from 2.67 crores as at the end of the previous year to 3.15 crores as on March 31, 2023 resulting in net increase of about 48 lakhs accounts.

#### Client Accounts

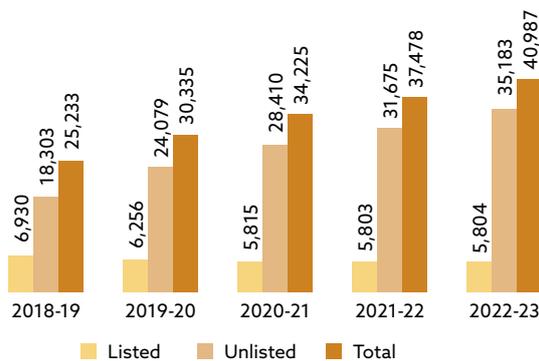
(₹ in crores)



## 6. Issuers

During the year, the number of Issuers who signed agreements with NSDL to avail dematerialisation facilities continued to grow and crossed 40,987 by March 31, 2023 as compared to 37,478 as on March 31, 2022.

### Number of Issuers

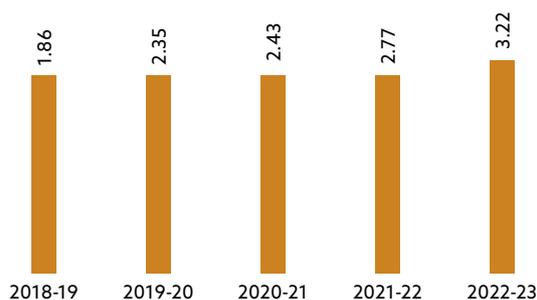


## 7. Dematerialisation of Securities

The number of securities dematerialised stood at more than 3.22 lakhs crores as on March 31, 2023, against 2.77 lakhs crores as on March 31, 2022, indicating a growth of over 16.25% during the year.

### No. of Securities Dematerialised

(₹ in lakhs crores)

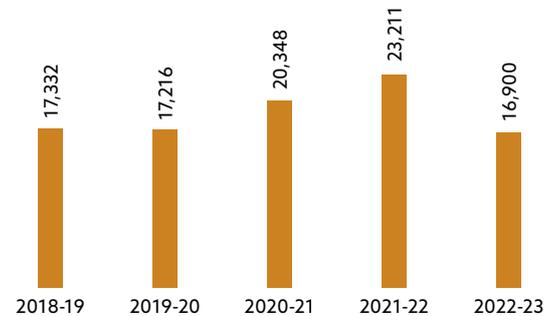


## 8. Settlement Volumes

During the year under review, the value of securities that were settled in NSDL in dematerialised form during 2022-23 was ₹ 69.13 lakhs crores as against ₹ 76.71 lakhs crores in 2021-22.

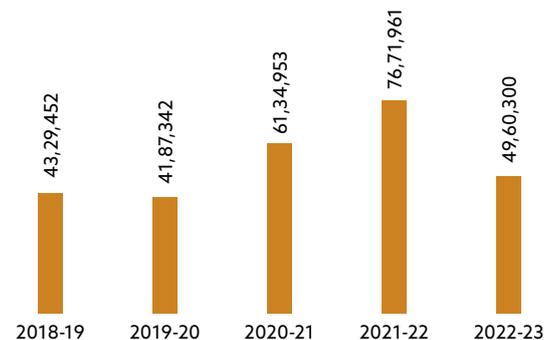
## Settlement Quantity

(₹ in crores)



## Settlement Value

(₹ in crores)



## 9. Foreign Portfolio Investors (FPIs)

Foreign Portfolio Investors (FPI) regime commenced in India from June 1, 2014, onwards. SEBI has assigned NSDL with the responsibility of generating FPI Registration Certificate to FPI applicants. Accordingly, NSDL has developed a web-based system viz., FPI Monitor ([www.fpi.nsd.co.in](http://www.fpi.nsd.co.in)) for the Designated Depository Participants (DDP) to register their FPI applicants online and obtain FPI registration number based on API technology between NSDL and SEBI, and FPI certificate for the applicant. During 2022-23, a total of 1,196 new FPI applications were registered by DDPs on NSDL FPI registration portal as against 1195 in 2021-22. DDPs have also renewed the registration validity of 3,467 FPIs during 2022-23 on the NSDL FPI portal as against 2,437 during 2021-22. As on March 31, 2023, the total number of FPIs which were registered on NSDL FPI website are 11,081. NSDL also monitors the investment limits of FPI investor groups which form part of same investor group under the equity segment and Aggregate FPI Debt limits in respect of Corporate Debt. Besides, NSDL disseminates rich statistical information on NSDL FPI portal relating to Asset Under Custody and investments by FPIs in India.

## Management Discussion and Analysis

### Common Application Form (CAF)

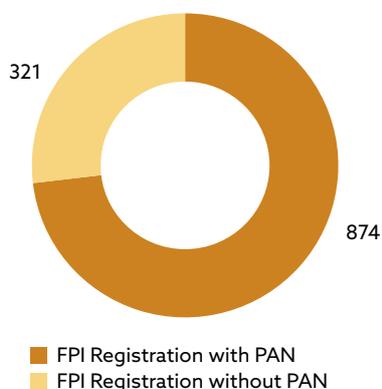
NSDL offers a web based online Common Application Form (CAF) on the NSDL FPI Registration portal viz., FPI Monitor [[www.fpi.nsd.co.in](http://www.fpi.nsd.co.in)] for FPI applicants. The online common application form enables FPI applicants with single window clearance facility of registration with SEBI, allotment of PAN from Income Tax Department, KYC and Opening of Bank and Demat account in India.

During 2021-22 and 2022-23, a total of 2,391 new FPI applications were registered through NSDL's online Common Application Form (CAF) portal. Out of 2,391 CAF registrations, around 1822 applicants were allotted PAN through CAF during 2021-22 and 2022-23.

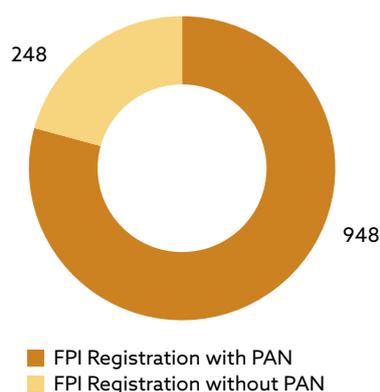
### FPI Registration via CAF During

	2021-22	2022-23
FPI Registration with PAN	874	948
FPI Registration without PAN	321	248
<b>Total</b>	<b>1,195</b>	<b>1,196</b>

### FPI Registration on NSDL FPI Portal via CAF During 2021-22



### FPI Registration on NSDL FPI Portal via CAF During 2022-23



### NSDL FPI Portal (FPI Monitor) Offerings

NSDL FPI Portal facilitates DDPs and FPIs with following services:

<b>FPI Registration with SEBI</b>	<b>Allotment of PAN</b>
<b>Modification of FPI Regn.</b>	<b>Renewal of FPI Regn.</b>
<b>Surrender of FPI Regn.</b>	<b>Change of DDP/ Custodian</b>
<b>Monitoring</b>	<b>Group Information</b>
<b>Reports / Exports</b>	<b>User Management</b>
<b>Reporting</b>	<b>FPI Investment</b>

### FPI Assets Under Custody (AUC) Country-wise (top 10 countries) Data

As on March 31, 2023, the total AUC of all FPIs was ₹48.70 lakhs crores. FPIs from USA, Singapore and Luxembourg constitute 56.23% of total Asset under Custody (AUC) held by all FPIs. FPIs from USA are at the Top position holding ₹19.19 lakhs crores (39.40%), with Singapore at 2<sup>nd</sup> position holding assets worth ₹ 4.56 lakhs crores (9.36%) followed by Luxembourg at 3<sup>rd</sup> position holding assets worth ₹3.63 lakhs crores (7.46%). The country wise FPI AUC of Top 10 countries as on March 31, 2023 is exhibited below:

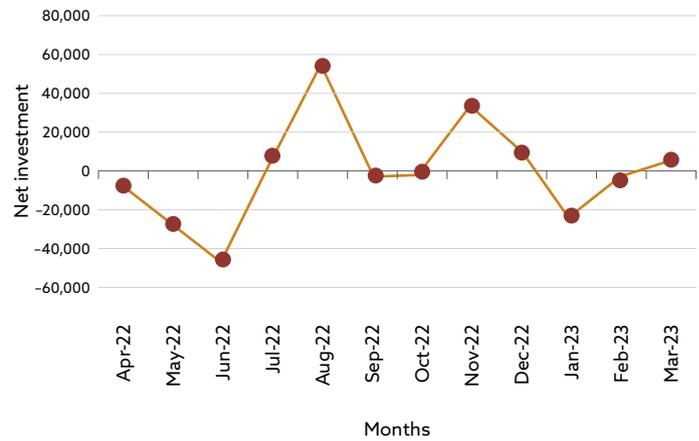
### Country-wise (top 10 countries) - FPI Asset Under Custody (AUC) in ₹ crores as on March 31, 2023

UNITED STATES OF AMERICA	19,19,053.43
SINGAPORE	4,56,203.68
LUXEMBOURG	3,63,662.67
MAURITIUS	3,24,551.26
UNITED KINGDOM	2,55,319.29
IRELAND	2,38,335.98
CANADA	1,54,845.42
NORWAY	1,47,185.16
JAPAN	1,12,360.49
FRANCE	98,958.41

### FPI Net Investment During 2022-23

During 2022-23, FPIs have made total net outflow of ₹ 40,937 crores under all segments. The equity segment have seen major outflow of ₹ 37,631.57 crores whereas positive net inflows were observed in Debt-VRR segment (₹ 5814.04 crore) only.

### FPI Net Investment (in ₹ crores) - 2022-23



## 10. Depository Participants

The total number of Depository Participants stood at 283 as on March 31, 2023. These Participants provide depository services from more than 59,401 service centers/branches located in more than 2,036 cities/towns.

The category wise break-up of Participants is as follows (as on March 31, 2023):

Sr. No.	Category	Total no. of Participants
1	Bank	45
2	Clearing Corporation / Clearing House	3
3	Custodian	7
4	Financial Services Company	4
5	Foreign Bank	6
6	NBFC	2
7	Registrar & Transfer Agent	2
8	Stock Broker	214
	<b>Total</b>	<b>283*</b>

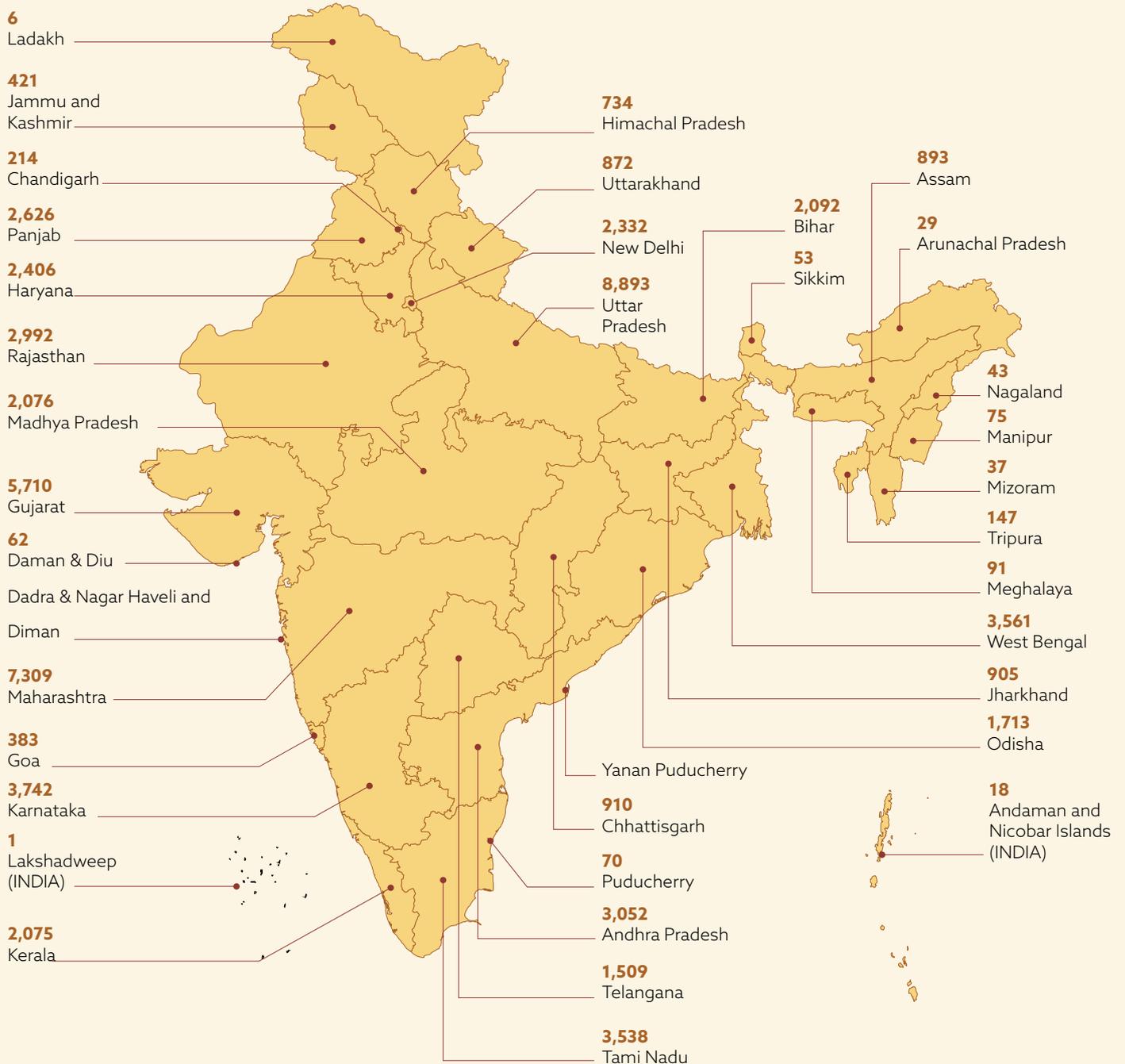
\* Includes 22 Participants which are under closure/termination process and SEBI registration is not yet cancelled/suspended.

## Management Discussion and Analysis

### State Wise Spread of Service Centres of NSDL Depository Participants

Overseas:

**10** Service Centres  
**59,401** Total



Note: Map not to scale

This map is a generalised illustration only for the ease of the reader to understand the locations, and is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features / states do not necessarily reflect the actual position. The Company or any of its directors, officers or employees cannot be held responsible for any misuse or misinterpretation of any information or design thereof. The Company does not warrant or represent any kind in connection to its accuracy or completeness.



### Corporate Bond Database

NSDL developed the Corporate Bond Database (<https://www.indiabondinfo.nsd.com/>) for dissemination of authentic and complete information on corporate bonds enabling investors to access the information at a single place in an easy, fast and transparent manner. India Bond Info is a comprehensive data platform hosting reference data for active Indian rupee denominated corporate debt instruments such as debentures, bonds, zero coupon bonds, step up bonds, variable coupon bonds, market linked debentures etc. With evolving nature of bond market and instruments structures, NSDL consistently strive to accommodate such developments through regular enhancements in the platform and we actively seek out feedback from users and stakeholders. NSDL launched the revamped website for corporate bond data in Q1 2022-23 along with introducing various user-friendly features for Credit Rating Agencies, Debenture Trustees and Stock Exchanges.

### Corporate Actions

The Corporate Action (CA) service of NSDL continued to be used extensively by Issuers in distributing securities arising out of IPOs, Bonus, Rights issue etc., electronically. Total number of corporate actions during 2022-23 aggregated 4,74,576 as compared to 4,63,649 in the previous year indicating a growth of around 2.35%. Number of securities credited/debited by way of corporate actions stood at 68,545 crores as compared to 64,796 crores in the previous year.

Details of securities issued by way of electronic credits through NSDL for 2022-23 are as under:

Description	No. of Corporate Actions	No. of Allottees	No. of Securities
Equity shares	14,246	1,21,74,509	3,28,76,41,16,087
Postal savings certificate	0	0	0
Preference shares	920	33,634	69,15,65,44,868
Bonds	544	16,216	1,48,92,024
Deep discount bonds	0	0	0
Floating rate bonds	0	0	0
Commercial papers	4,169	8,032	2,52,94,396
Step discount bonds	0	0	0
Regular return bonds	0	0	0
Certificates of deposit	735	3,577	1,34,67,590
Pass through certificates	890	1,293	2,19,18,55,29,035
Debentures	4,501	1,16,443	33,50,10,01,687
Mutual fund units	11,516	39,26,299	10,07,85,28,654
Government securities	926	7,441	13,23,66,800
Warrants	128	1,713	7,77,01,02,096
Commodities	0	0	0
Trace	4,34,737	11,00,685	10,49,63,54,145
Alternative investment fund	6	8	33,86,353
Treasury bill	335	8,869	28,38,90,000
Infrastructure investment trust	28	98	2,11,48,36,926
Municipal bonds	0	0	0
Real estate investment trust	0	0	0
Sov bond	773	1,07,334	36,71,803
Rights entitlements	122	10,10,927	39,09,30,0159
<b>TOTAL</b>	<b>4,74,576</b>	<b>1,85,17,078</b>	<b>6,85,45,32,82,623</b>

## Management Discussion and Analysis

### Electronic Instruction Platform

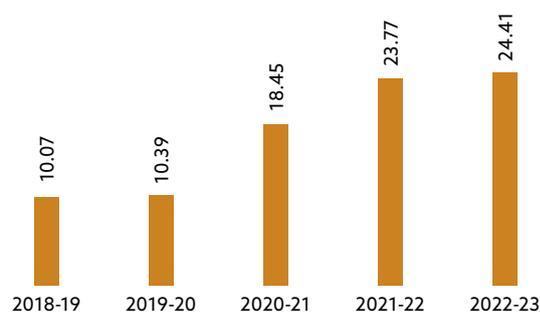
#### 1) SPEED-e

SPEED-e is a common internet infrastructure that enables Depository Participants to provide depository services to their clients. The SPEED-e facility is used extensively by our Depository Participants (DPs) to offer an electronic instruction submission facility to their clients. This brings convenience to investors which reduces the risk for DPs as well as to investors. It also provides customer delight thus enhancing the overall customer experience.

Demat account holders (including Clearing Members) subscribing to this service can submit delivery instructions to their participants electronically through SPEED-e website instead of submitting Delivery Instruction Slips in paper form. SPEED-e users can access the service using secure internet facility. Over the years, various features viz., Statement of Holding (SoH), Account freezing, ISIN/ Quantity level freezing, multiple authorisation by certain users, instructions upload facility, Mutual Fund Redemption, SPICE and SPEED-e / SPICE Direct, Pledge Instruction Submission, Confirmation and Unilateral closure by counter party were added to SPEED-e service.

#### SPEED-e

(Numbers of instructions in crores)



As on March 31, 2023, 225 Participants have subscribed to SPEED-e service and more than 27.09 lakhs users are registered for e-service facility. During 2022-23, more than 24.41 crores instructions were executed through SPEED-e. During the 2022-23, approximately 79% instructions out of total instructions processed on SPEED-e were processed through SPEED-e Direct facility.

#### 2) Digital LAS

Digital Loan against Securities service allowed clients to avail loan against their securities in minutes by instantly pledging their securities holdings. NSDL has now enhanced the LAS product feature, which facilitate investors / demat account holders, having demat account with any DP of NSDL, to avail loan against their securities in a digital form with Banks/ NBFCs. Investor can continue to maintain their demat account with their existing DP of NSDL for availing Loan against securities with Banks/ NBFCs.

#### 3) SPICE

Submission of Power of attorney based Instructions for Clients Electronically (SPICE) facility is in respect of demat accounts operated on the basis of Power of Attorney (POA). Many investors execute POA in favour of their stock brokers. Based on the POA, Clearing Members (CMs) submit instructions to the Participants (where clients maintain demat accounts) to debit the demat accounts of the Clients. SPICE enables such CMs to submit digitally signed instructions to Participant through the SPEED-e facility thereby eliminating the need to give paper based delivery instructions to Participants. SPICE enables Clearing Members to debit Client account and credit CM Pool account. Further, SPICE facility is enhanced to debit the Client account and credit the Margin/BO account of the CM. SPICE also includes the feature of SPICE Direct wherein auto pay-in instructions (submitted by CMs using the feature of SPICE) can be directly transmitted to NSDL.

Number of unique clients registered for SPICE facility as on March 31, 2023 – 2,10,04,832.

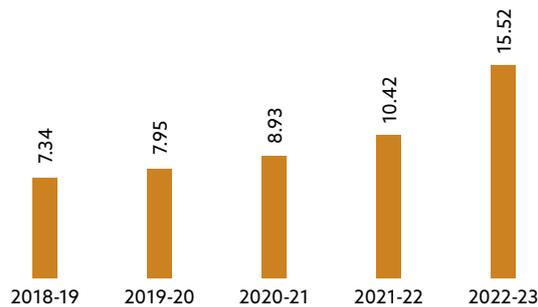
#### 4) IDeAS

Internet-based Demat Account Statement (IDeAS) is a secure internet service setup by NSDL for demat account holders to view online their latest balances along with the values and transactions in their demat account. This facility is available to all the clients including Clearing Members who have opened a demat account with any of the Participants of NSDL. IDeAS clients can also download month wise transaction statements for the previous 12 months from the date of activation of IDeAS facility. Over the period, NSDL has enhanced its IDeAS service and enabled various facilities viz., Single Sign-on facility to clients for accessing e-Voting

system of NSDL to cast their votes electronically in respect of resolutions of companies to be passed by Postal Ballot or a General Meeting and Interface with Income Tax Department Website to View/Download Tax Credit Statements (Form 26AS) and to provide Electronic Verification Code (EVC) during e-filing of Income Tax Return, facility to opt of eCAS, view eCAS, download eCAS of last 12 months and updation of email ID in demat account to receive eCAS.

During the 2022-23, number of clients using IDeAS increased to 15.52 lakhs from 10.42 lakhs in previous year indicating a growth of around 48.94%. As on March 31, 2023, 496 Clearing Members were using IDeAS as compared to 482 Clearing Members as on March 31, 2022. As on March 31, 2023, 261 DPs have subscribed for IDeAS.

### IDeAS (Users)



### 5) STeADY

Securities Trading-information Easy Access and Delivery (STeADY) is a facility that enables Straight Through Processing (STP) of trade information. STeADY is an internet based facility that helps to transmit digitally signed trade information with encryption to the market participants electronically. The electronic contract notes are made available to institutional investors and their custodians for matching and to complete the settlement.

During the 2022-23, about 396.4 crores trade details in respect of 1.4 crores contract notes have been submitted through STeADY as compared to 383.54 crores trade details in respect of 78.88 lakhs contract notes during the 2021-22 indicating a growth over 3.20% in respect of trade details and about 43.65% in respect to contract notes.

In 2022-23, NSDL has achieved 95% market share in respect to number of clients using NSDL's STP facility – STeADY for processing ECNs. STeADY facility is now used by around 200 Fund Managers (Mutual Funds, Insurance Companies, Banks, PMS, AIFs and others), around 400 Brokers and 16 Custodians. NSDL has also launched STeADY Matching Utility solution for Fund Managers for matching of ECN received from STeADY with trade files. Funds Managers can also submit the settlement instruction through Matching Utility for ECN which are matched.

### The key highlights of STeADY is as follows:

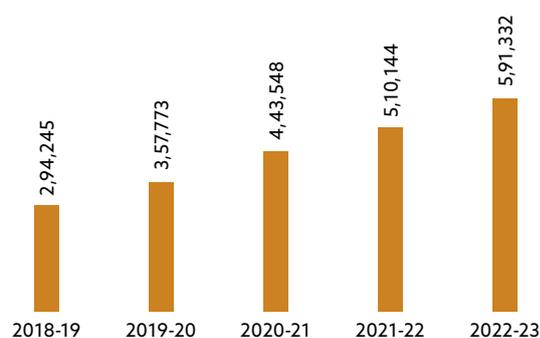
Particulars	2017-18	2018-19	2019-20	2020-21	2021-22	2022-23
ECNs Uploaded	26.01 lakhs	30.40 lakhs	33.73 lakhs	37.46 lakhs	78.88 lakhs	1.40 crores
Trade details uploaded	85.73 crores	145.71 crores	292.49 crores	269.27 crores	383.54 crores	396.4 crores

## Management Discussion and Analysis

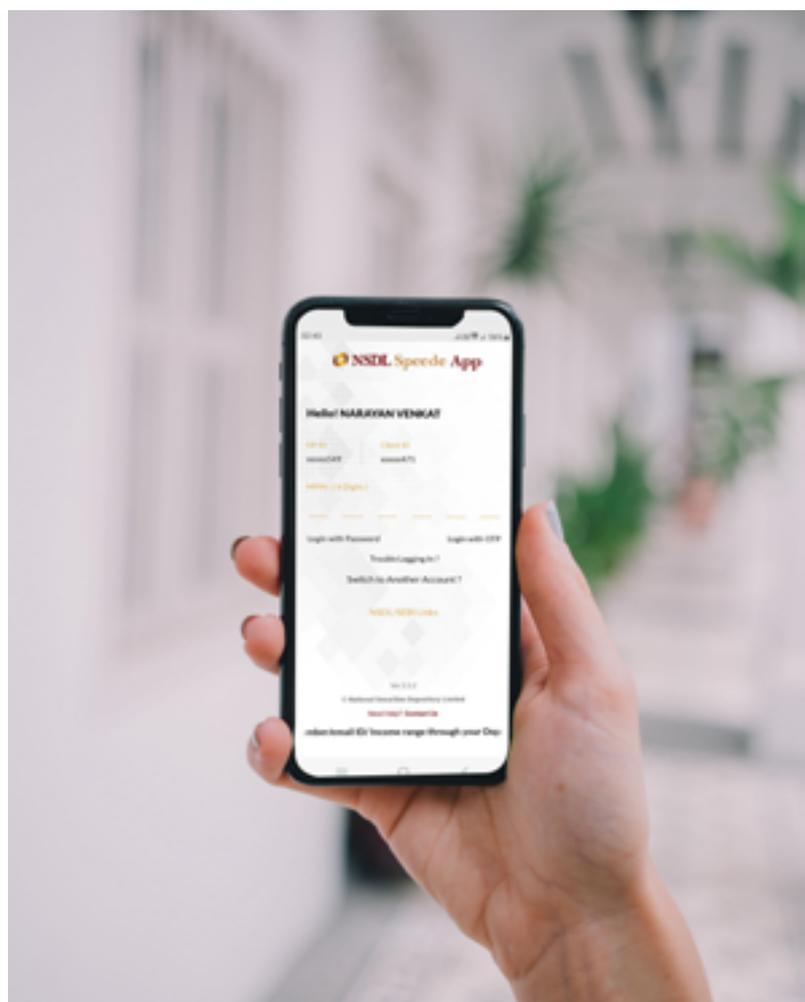
### 6) Mobile App

Speede Mobile Application is Technology initiative of NSDL for the benefit of demat account holders of NSDL for online access to their demat accounts; anytime, anywhere. NSDL Speede Mobile App empowers the demat account holder with an ability to monitor their holdings along with the price and values of the securities. NSDL Speede Mobile App is a secured way of tracking the portfolio. Additional feature viz., client can exercise voting rights electronically, e-DIS launched wherein demat account holder can accept or reject electronic Delivery Instructions Slips (e-DIS) submitted by Clearing Members. Also, clients can Submit and View Delivery Instructions.

#### Mobile Application (Users)



During the year, number of Users who have accessed NSDL Mobile App has increased to 5,91,332 from 5,10,144 in previous year.



### 7) TRADEs

Transaction Related Alerts of Demat account received through SMS (TRADEs) is SMS Alert facility of NSDL that provides important updates to Clients on their mobile phones about their depository accounts, which facilitates risk mitigation and provides value added services.

As on March 31, 2023, 300.10 lakhs investors were registered for using this service as compared to 250.01 lakhs investors as on March 31, 2022. During 2022-23, a total of 84.7\* crores SMS alerts have been sent to clients under this service compared to 12.6 crores SMS alerts during 2021-22.

\* Count of SMS has increased as we have included evoting SMS.

### 8) ACE

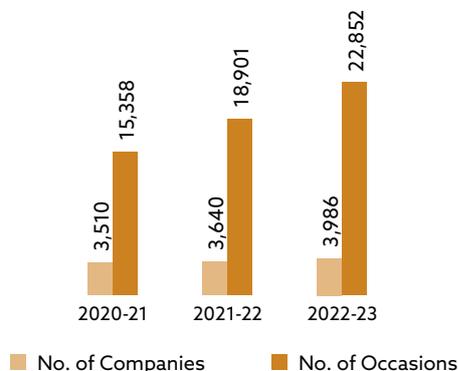
As a measure to further strengthen the risk containment mechanism, your Company provides Alerts to Clients through Email (ACE) facility to depository account holders whereby emails are sent by your Company to the email addresses (captured in the DPM System) of the account holder(s) in case of change of address in their depository accounts. This facility is in addition to SMS alert facility for change of address of account holders.

## 9) e-Voting

The e-Voting platform has facilitated many leading companies to offer e-Voting services to their Shareholders and thus has empowered their Shareholders to exercise voting rights by casting their votes electronically. This has enabled investors to take an active part in the Company's overall decision-making process by participating in voting. The platform offers the companies live-streaming of meeting proceedings and instantaneous results. In addition to this, it also offers tab-based e-Voting services at the AGM venue itself and e-notices service to the companies availing e-Voting platform.

Your company provides an e-Voting platform using secure Internet Infrastructure that enables shareholders of companies to vote electronically on resolutions of companies put to vote by shareholders. Since April 2014, e-Voting is mandatory for all listed companies. The e-Voting system of NSDL has been authorised by the Ministry of Corporate Affairs, Government of India. NSDL launched electronic voting (e-Voting) service [www.evoting.nsdl.com](http://www.evoting.nsdl.com) which is a platform for providing electronic voting facility for shareholders of companies. Through this platform shareholders can cast their votes electronically. Number of Companies which entered into agreement with NSDL for availing e-Voting services is 3,986 as on March 31, 2023 as against 3,640 companies a year ago.

Further, companies availed of e-voting services of NSDL on 22,852 occasions as against 18,901 occasions a year ago.



## ISIN Numbering Agency

NSDL issues the International Securities Identification Number (ISIN) for all securities issued in India regardless of the type of security viz., equity, debt, mutual funds, money market instruments, etc. ISIN is a globally accepted unique identifier for securities. SEBI is the National Numbering Agency (NNA) for India and a member of the Association of National Numbering Agencies (ANNA). SEBI has delegated the responsibility to NSDL for issuance and maintenance of ISIN, Financial Instrument Short Name (FISN) and Classification of Financial Instruments (CFI) codes and reporting to ANNA and to undertake other related activities. ISIN, FISN and CFI codes are defined as per ISO standards. NSDL thus has the most extensive experience in India of issuing globally unique identifiers defined as per international ISO standards.

## Arbitration

NSDL Bye-Laws provide for the settlement of claims, differences and disputes arising out of dealings in the depository between Participants inter-se or between Participants and its clients by arbitration. For this purpose, a panel of Arbitrators has been formed to hear the disputes and pass awards. The arbitration facilities to the Participants and their clients are made available from NSDL offices located at Mumbai, New Delhi, Kolkata and Chennai. The Arbitration Committee consisting of senior executives of NSDL, who manage and supervises all aspects in the matter of settlement of disputes.

During 2022-23, no new arbitration proceeding was initiated by the Company or against the Company.

## Management Discussion and Analysis

### Quality of Service ISO Certification

Your Company is ISO 27001:2013 & ISO 22301:2012 certified for Depository systems. The certifications are subject to periodic surveillance audits which are undertaken as per the requirements of the standards.

### Training Programmes & Certification

Your Company in association with National Stock Exchange (NSE) administers an examination on "Depository Operations" called NCFM (NSE's Certification Programme on Financial Markets). To enable the Participant staff to take up the examination, NSDL has prepared background material on depository operations.

SEBI has made it mandatory for certain categories of officials of Participants to qualify National Institute of Securities Markets (NISM)-Series VI-Depository Operations Certification Examination (DOCE). Your company has taken initiative in conducting training programmes for Depository Participants in order to assist the staff of Depository Participants to appear for NISM DOCE test. The training programme covers all the topics as specified by NISM for DOCE which helps the staff of Depository Participant to appear for NISM DOCE.

During the year, your company organised various training programmes including CPE training programmes. The module wise break-up of the training programmes are as mentioned below:

Module of CPE	No of Programmes	No. of Persons
NISM Series II- A RTA Corporate	2	61
CPE NISM Series IIIA Securities Intermediaries Compliance (Non-Fund)	1	22
NSDL-SHR	1	4
NISM-CPE	1	26
NISM- VI Depository Operations Certification Exam (DOCE)	2	44
NSDL Depository Operations Training (DOCE)	4	178
<b>Total</b>	<b>11</b>	<b>335</b>

### Opportunities and Threats

NSDL is the country's first depository and one of the largest globally, holds market share of 88.39% in terms of custody value of dematerialised securities in the Indian capital markets. The core focus of the Company revolves around depository operations and related services.

In line with its digital initiatives, NSDL facilitates API/ Technical Integration interfaces between Participants and NSDL. These interfaces enable the seamless opening of NSDL Demat Accounts, provide a Demat Gateway for brokers for mandate of delivery instructions and allow for Margin pledge instructions to meet margin requirements. Additionally, NSDL has integrated with Participants to enable their clients to access e-CAS and value-added services through Net/Mobile banking and Participant/ Broking websites.

Furthermore, NSDL offers its multi-tenanted on-prem Cloud DPM system, allowing Participants to migrate their on-premises DPM systems to NSDL Cloud, a private network. The Company also provides various value-added services for streamlined NSDL DPM system operations, including NSDL STP Navigator, NSDL e-Signer, and Auto Download, all aimed at enhancing automation.

NSDL's open architecture technology facilitates brokers to submit instructions for clients who hold demat accounts with bank-based Participants, based on client consent through eDIS / DDPI or power of attorney. In a significant step towards strengthening the regulatory framework for Corporate Bonds, NSDL, under SEBI's guidance, has developed a cutting-edge DLT Blockchain-based platform for the Debenture Security and Covenant Monitoring System. This platform empowers issuers and debenture trustees to manage the entire life cycle of corporate bonds and monitor security and covenants, bringing greater discipline and transparency to this market segment. It is noteworthy that this implementation represents a pioneering use of blockchain technology in both the Indian and global Corporate Bond Markets.

The Company primarily derives its business from activities in the Primary and Secondary Capital Markets. While buoyant market conditions contribute to increased volumes at the depository, NSDL views business competition as an opportunity to enhance and improve its services for the benefit of investors, rather than perceiving it as a threat.

## Risk Management

NSDL institutionalised implementation and active use of a risk management system and proactive reporting to senior management and Board committees supported with internal policies and procedures to demonstrate compliance. In the normal course of business, organisations are exposed to the following risks:



NSDL Risk mitigation strategy consists of

- a. **Identify possible risk events** – NSDL keeps a comprehensive list of potential risks to data, operations, and personnel and their controls in form of risk registers which is regularly reviewed and updated
- b. **Conduct risk assessment** – All business processes are subjected to a risk assessment whereas perceived risks and measures, controls, and processes are needed to reduce the effect of a threat coming to fruition is documented.
- c. **Track risks** – Risks are monitored as they evolve and the risk mitigation plan's ability to address them is evaluated periodically.
- d. **Implement actions and assess progress** – Risk mitigation plan's ability to address evolving risks are evaluated periodically and the same is revise as deemed fit.

## Management Discussion and Analysis

### **Business Continuity Planning (BCP) & Disaster Recovery (DR)**

NSDL has a policy in place, as per the SEBI circular dated March 26, 2019 and March 22, 2021 for Business Continuity Plan and Disaster Recovery and have shifted the depository operations to its Disaster Recovery Site (DRS) periodically. NSDL has been conducting mock and real scenario exercises regularly to ensure that the operations can be resumed from DR site in case primary site is struck with a disaster. NSDL has also Implemented Near DR site as data bunker site for critical applications.

### **Insurance**

Your Company has renewed its insurance policy to cover the risk of depository business, with an overall limit of ₹200 crores and a provision for one reinstatement of ₹100 crores with proportionate premium. The policy covers the Depository as well as its Participants. All Participants have subscribed to the policy. Apart from this, your Company has taken adequate insurance cover for premises and equipment's.

In addition, to above your Company has obtained an insurance policy to cover the liability of the Directors and Officers of the Company and its Subsidiaries.

### **Internal Controls And Audit**

Your Company has well established processes and clearly defined roles and responsibilities at various levels. Comprehensive operational manual and standard operating procedures have been put in place in various departments of your Company. An independent audit firm has been appointed for conducting internal and operations audit. The report of the Internal Auditor along with management response is placed before the Audit Committee, which reviews the same and advises on improvements in internal controls.

As a good IT-Governance practice, your Company undertakes Information Systems (IS) Audit for its depository systems, every year. The Audit also includes visits to Participants to verify the IT set-up and practices followed for the NSDL DPM setup.

### **Resources Committed Towards Regulatory Functions**

For resources committed towards regulatory functions, the Company has incurred a total cost of ₹3,668.68 lakhs pertaining to 159 employees in 2022-23 as compared to ₹3,273.18 lakhs incurred in 2021-22 pertaining to 161 employees. The total cost comprises direct expense of the resources actively in regulatory activities as well as expenses pertaining to the supporting teams and other administrative expenses.

### **Risk Management Framework**

The Company has adopted a Risk Management Framework based on CPMI-IOSCO principles. Further, pursuant to the SEBI (Depositories & Participants) Regulations, 2018 and recommendations of SEBI, the Company has constituted a Risk Management Committee comprising of Public Interest Directors and Independent External Person and the said Committee is chaired by a Public Interest Director.

### **Other Measures**

Your Company has appointed a Compliance Officer and a Legal team to advise the Company on issues relating to compliance with various laws. The Compliance Officer confirms on the compliance on matters relating to the relevant laws of various jurisdictions and the same is reported quarterly at Board meetings. The Company also seeks outside legal advice, wherever needed. Your Company uses information technology extensively for its business. All technology services are regularly reviewed and capacity planning and system enhancement is undertaken based on the analysis of current usage and future needs. There is an Information Technology Advisory Committee (ITAC) comprising of IT experts, in addition to a Standing Committee on Technology comprising of Board Members for advising the Management on various matters pertaining to IT usage.

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## Notice

Notice is hereby given that the Eleventh Annual General Meeting ("the 11<sup>th</sup> AGM/the AGM") of the Members of National Securities Depository Limited ("The Company") will be held on Thursday, August 31, 2023 at 11:00 A.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business. The venue shall be deemed to be Registered Office of the Company i.e., Trade World, 'A' Wing, 4<sup>th</sup> Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400 013.

### ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon**
- 2. To declare dividend on equity shares for the financial year ended March 31, 2023**

To Consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** dividend at the rate ₹1 per share on Equity Share Capital of the Company for the year ended March 31, 2023 be paid to those Shareholders whose name appears on the register of members, as on the record date."

### Registered Office:

Trade World, 'A' Wing, 4<sup>th</sup> Floor,  
Kamala Mills Compound,  
Senapati Bapat Marg,  
Lower Parel  
Mumbai - 400 013

Date: August 04, 2023  
Place: Mumbai

- 3. To appoint Mr. Shailendra Nadkarni (DIN: 03401830) as Non-Independent Director, of the Company who retires by rotation and being eligible, offers himself for re-appointment**

To Consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Regulation 25 read with Part C of the Second Schedule of the SEBI (Depositories & Participants) Regulations, 2018, as amended from time to time; Sections 152, 161 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and the Articles of Association of the Company, and subject to approval of the SEBI and such other consent and permission as may be necessary, and subject to such modifications, variations as may be approved, approval of the Members be and is hereby accorded for the re-appointment of Mr. Shailendra Nadkarni (DIN: 03401830) as Non-Independent Director of the Company, whose period of office is liable to retire by rotation.

**RESOLVED FURTHER THAT** Managing Director & CEO or Executive Directors or Company Secretary or Chief Financial Officer or Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary or expedient, including filing of requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution."

**By Order of the Board of Directors**  
For **National Securities Depository Limited**

Sd/-  
**Nikhil Arya**  
Company Secretary  
Membership No. A42548

**NOTES:**

1. The Ministry of Corporate Affairs (MCA), vide its General Circular No. 10/2022 dated December 28, 2022 read with General Circular No. 02/2022 dated May 05, 2022, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 20/2020 dated May 05, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 14/2020 dated April 08, 2020 and other applicable circulars issued by the Securities and Exchange Board of India (SEBI) has allowed the Companies whose AGMs are due in the year 2023, to conduct their AGMs through Video Conferencing (VC) or Other Audio Visual Means (OAVM) on or before September 30, 2023. In accordance with the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), the 11<sup>th</sup> AGM of the Company shall be conducted through VC/OAVM.
2. As the AGM shall be conducted through VC/OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. The proceedings of this AGM shall be deemed to be conducted at the Registered Office of the Company situated at 4<sup>th</sup> Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, which shall be deemed venue of AGM.
3. Members (Institutional/Corporate Shareholders) are requested to send a scanned copy (PDF/JPEG format) of the Board Resolution authorising its representatives to attend the AGM through VC/OAVM and to vote on its behalf, pursuant to Section 113 of the Companies Act, 2013 (the Act) at [NikhilA@nsdl.com](mailto:NikhilA@nsdl.com)

**ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:**

4. In accordance with, the General Circular No. 20/2020 dated May 05, 2020 issued by MCA and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
5. Members holding shares in dematerialised mode are requested to register/update their email addresses with the relevant Depository Participants. In case of any queries/difficulties in registering the e-mail address, Members may write to [NikhilA@nsdl.com](mailto:NikhilA@nsdl.com)

6. The Notice of the AGM along with Annual Report for the 2022-23, is available on the website of the Company at [www.nsdl.co.in](http://www.nsdl.co.in).

**PROCEDURE FOR JOINING THE AGM THROUGH VC/OAVM AND E-VOTING:**

7. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and applicable circulars, the Company is providing facility of e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has availed in-house services for facilitating voting through electronic means, as the authorized agency.
10. The remote e-Voting period will commence on Saturday, August 26, 2023 at 9:00 A.M. (IST) and will end on Wednesday, August 30, 2023 at 5:00 P.M. (IST). During this period, the Members, whose names appear in the Register of Members/list of Beneficial Owners as on Thursday, August 24, 2023, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. The e-Voting module shall be disabled for voting thereafter. The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.
11. The facility for e-voting shall be made available during the AGM and members who have not voted or voted on some of the resolutions during the aforesaid voting period are also eligible to vote on all or the remaining resolutions respectively during the AGM.
12. Members have the option to cast their vote on any of the resolutions using the remote e-Voting facility either during the period commencing from Saturday, August 26, 2023 to Wednesday, August 30, 2023 or e-Voting during the AGM.
13. The Board of Directors has appointed Mr. Mihen Halani, proprietor of M/s. Mihen Halani & Associates (COP No.: 12015), Practicing Company Secretaries, Mumbai as the Scrutiniser to scrutinise the e-Voting process of the AGM in a fair and transparent manner and he has consented to act as scrutinizer.

14. Details of the Directors seeking Appointment required under Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard – 2 forms part of this Notice.
15. The detailed instructions and the process for e-voting are explained herein under:

**Step 1: Access to NSDL e-Voting system**

**A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>"Beneficial Owner"</b> icon under <b>"Login"</b> which is available under <b>'IDeAS'</b> section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on <b>"Access to e-Voting"</b> under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e., NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>"Register Online for IDeAS Portal"</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e., NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>4. Shareholders/Members can also download NSDL Mobile App <b>"NSDL Speede"</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

**NSDL Mobile App is available on**



Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned website.



### For Technical Assistance:

Members facing any technical issues related to login may reach out the NSDL helpdesk by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at no.: 022 - 48867000/022 - 24997000

### B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode.

#### How to Log-in to NSDL e-Voting website?

- a. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com> either on a Personal Computer or on a mobile.
- b. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- c. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e., IDeAS, you can log-in at <https://eservices.nsdl.com> with your existing IDeAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.*

- d. Your User ID details will be your 8 Character DP ID followed by 8 Digit Client ID

For example, if your DP ID is IN300\*\*\* and Client ID is 12\*\*\*\*\* then your user ID is IN300\*\*\*12\*\*\*\*\*.

- e. Password details for shareholders other than Individual shareholders are given below:
  - i. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - ii. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - iii. How to retrieve your 'initial password'?

If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digits client ID for NSDL

account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- f. If you are unable to retrieve or have not received the "initial password" or have forgotten your password:
  - i. Click on "Forgot User Details/Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - ii. If you are still unable to get the password by aforesaid option, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - iii. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- g. After entering your password, tick on agree to 'Terms and Conditions' by selecting on the check box.
- h. Now, you will have to click on 'login' button.
- i. After you click on 'login' button, home page of e-voting will open.

### Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

#### How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- i. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- ii. Select "EVEN" of company for which you wish to cast your vote during the e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- iii. Now you are ready for e-Voting as the Voting page opens.
- iv. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- v. Upon confirmation, the message "Vote cast successfully" will be displayed.
- vi. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- vii. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions set out in this notice:**

- i. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID, Name, client master or copy of Consolidated Account Statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [NikhilA@nsdl.com](mailto:NikhilA@nsdl.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at Step 1 (A) i.e., Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
- ii. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
- iii. In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**GENERAL GUIDELINES FOR SHAREHOLDERS**

- i. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutiniser by e-mail to [mihenthalani@mha-cs.com](mailto:mihenthalani@mha-cs.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
- ii. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- iii. Non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA. However, if you are

already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022 - 48867000/022 - 24997000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on the cut-off date may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".

- iv. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on no.: 022 - 48867000/022 - 24997000 or send a request to Pallavi Mhatre, Senior Manager, NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

16. Member will be provided with a facility to attend the AGM through VC/OAVM through the Company's e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the e-Voting instructions mentioned in the notice to avoid last minute rush.
17. Members are encouraged to join the Meeting through Laptops for better experience.
18. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
19. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
20. Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name, demat account number/ folio number, email ID and mobile number at [NikhilA@nsdl.com](mailto:NikhilA@nsdl.com). The same will be replied by the company suitably.



21. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

all Beneficial Owners/Members in respect of shares held and whose names are on the Company's Register of Members.

#### PROCEDURE TO RAISE QUESTIONS/SEEK CLARIFICATIONS:

22. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views/send their queries in advance mentioning their name, email id, mobile number at [NikhilA@nsdl.com](mailto:NikhilA@nsdl.com). Questions/queries received by the Company till 5.00 P.M. on Friday, August 25, 2023 shall only be considered and responded during the AGM.
23. In addition to the abovementioned step, the Members may register themselves as speakers for the AGM to pose their queries by sending an email mentioning their name, email ID and mobile number at [NikhilA@nsdl.com](mailto:NikhilA@nsdl.com) till 5:00 P.M. on Monday, August 28, 2023. The Company reserves the right to restrict the number of speakers at the AGM and to allow only those Members who have registered themselves, depending on the availability of time for the AGM.

#### GENERAL INFORMATION:

24. During the AGM, the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act shall be available for inspection upon request.
25. The Board of Directors has recommended Dividend of ₹1 per Equity Share for the Financial Year ended March 31, 2023 subject to approval of shareholders at the AGM.
26. If the Dividend on Equity Shares, as recommended by the Board, is declared at the AGM, it will be paid on or before 30 Days from the date of Declaration to

27. **Thursday, August 24, 2023** shall be considered as record date for identifying the shareholders entitled for dividend, for the financial year ended March 31, 2023.
28. As per the Finance Act 2020, dividend income is taxable in the hands of shareholders w.e.f. April 1, 2020 at applicable rates and as such the Company is not required to pay any Dividend Distribution Tax (DDT).
29. Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members.

#### ADDITIONAL INFORMATION AS REQUIRED UNDER CLAUSE 1.2.5 OF SS-2 AND REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SUBSEQUENT AMENDMENTS THEREOF

##### Item No. 3: To appoint Mr. Shailendra Nadkarni (DIN: 03401830) as Non-Independent Director of the Company

Mr. Shailendra Nadkarni was appointed as Shareholder Director (Non- Independent Director) of the Company w.e.f. January 11, 2023.

Mr. Nadkarni is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. Accordingly, it is proposed to appoint him as a Non- Independent Director of the Company whose period of office shall be liable to retire by rotation.

Please find below information about the Director proposed to be re-appointed.

Name of the Director	Mr. Shailendra Nadkarni
Director Identification Number (DIN)	03401830
Designation/category of the Director	Non-Independent Director
Age	58 years
Date of the first appointment	January 11, 2023
Qualifications	<ul style="list-style-type: none"> <li>Master's degree in engineering (civil branch) from V. J. Technical Institute, University of Bombay.</li> <li>Associated member of Indian Institute of Banking and Finance.</li> <li>Certification Programme in IT and cyber security for senior management from the Institute for Development and Research in Banking Technology.</li> </ul>

## National Securities Depository Limited

Profile, Experience and Expertise in specific functional areas	He holds a bachelor's degree and a master's degree in engineering (civil branch) from V. J. Technical Institute, University of Bombay. He has cleared the associate examination conducted by the Indian Institute of Banking and Finance. He has also completed the certification programme in IT and cyber security for senior management from the Institute for Development and Research in Banking Technology. He has approximately 28 years of experience in the banking and financial industry. He is presently the executive Director of IDBI Bank Limited.
Directorships held in other companies including equity listed companies and excluding foreign companies as on the date of this Notice	NIL
Memberships/Chairmanships of committees of other companies (excluding foreign companies) as on date of this Notice	NIL
Name of listed entities from which the person has resigned in the past three years	NIL
Relationship with other Directors, Managers, and other Key Managerial Personnel of the Company	He is not related to any other Director, Managers, and other Key Managerial Personnel of the Company.
Shareholding in the Company including shareholding as a beneficial owner	He does not hold by himself or for any other person on a beneficial basis, any shares in the Company.
No. of board meetings attended during the year	During FY 2022-2023, Mr. Shailendra Nadkarni was eligible to attend 2 Board meetings of which he had attended both the Board Meetings.
Details of Remuneration sought to be paid	He will be paid remuneration in the form of sitting fee within the limit prescribed under the Companies Act, 2013 for attending Board and other Committee meetings.
Remuneration last drawn (FY 2022-2023)	Apart from sitting fees for attending the Board and the Committee meetings, no remuneration is being paid. The sitting fees on behalf of Mr. Shailendra Nadkarni is paid to IDBI Bank Limited, the nominating Shareholder.
Terms and Conditions of appointment/reappointment	Mr. Shailendra Nadkarni shall be liable to retire by rotation and all other applicable terms & conditions as mentioned under the Companies Act, 2013, SEBI (Depositories & Participants) Regulations, 2018 and SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015, shall be applicable to him.

Except Mr. Shailendra Nadkarni being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item no. 3.

The Board of Directors recommends the Ordinary Resolution set out at item No. 3 of the Notice for approval by Members.

### Registered Office:

Trade World, 'A' Wing, 4<sup>th</sup> Floor,  
Kamala Mills Compound,  
Senapati Bapat Marg,  
Lower Parel  
Mumbai - 400 013

Date: August 04, 2023

Place: Mumbai

**By Order of the Board of Directors**  
For **National Securities Depository Limited**

Sd/-

**Nikhil Arya**

Company Secretary

Membership No. A42548



# Boards' Report

for the year ended March 31, 2023

To the Members,

Your Directors are pleased to present the Eleventh Annual Report and Audited Financial Statements of the Company for the Financial Year (FY) ended March 31, 2023.

## Financial Results

(₹ in crores)

Particulars	Consolidated		Standalone	
	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22
Revenue from Operations	1,021.99	761.11	409.17	369.28
Other Income	77.83	60.18	76.34	58.03
<b>Total Income</b>	<b>1,099.82</b>	<b>821.29</b>	<b>485.51</b>	<b>427.31</b>
<b>Total Expenditure</b>	<b>758.36</b>	<b>513.79</b>	<b>193.61</b>	<b>172.58</b>
<b>Profit before Depreciation, IPF Expense, Share of Profit/(Loss) from Associates and Taxation</b>	<b>341.46</b>	<b>307.50</b>	<b>291.90</b>	<b>254.73</b>
Depreciation	21.69	18.93	10.33	9.98
Contribution to Investor Protection Fund (IPF)	9.89	8.96	9.89	8.96
<b>Profit before Share of Profit/(Loss) of investment accounted for using Equity Method and Taxation</b>	<b>309.88</b>	<b>279.61</b>	<b>271.68</b>	<b>235.79</b>
Share of Profit/(Loss) of Associates	(4.84)	(1.41)	-	-
<b>Profit before Tax</b>	<b>305.04</b>	<b>278.20</b>	<b>271.68</b>	<b>235.79</b>
Tax Expense	70.23	65.61	60.86	52.20
<b>Profit after Tax</b>	<b>234.81</b>	<b>212.59</b>	<b>210.82</b>	<b>183.59</b>
<b>Total Comprehensive Income</b>	<b>237.11</b>	<b>212.32</b>	<b>211.18</b>	<b>182.68</b>
<b>Appropriation:</b>				
Proposed Dividend (Final)	20.00	20.00	20.00	20.00
<b>Surplus Carried to the Balance Sheet</b>	<b>217.11</b>	<b>192.32</b>	<b>191.18</b>	<b>162.68</b>
Earnings Per Share (EPS)	11.74	10.63	10.54	9.18
Net Worth	1428.86	1211.62	1271.59	1080.41

## Results of operations and state of Company's affairs for Financial Year 2022-23

### Standalone

Revenue from Operations increased to ₹409.17 crore in FY 2022-23 as compared to ₹369.28 crore in the previous year, a growth of 10.8%. Profit before Tax and Exceptional Items increased to ₹271.68 crore in FY 2022-23 as compared to ₹235.79 crore in the previous year. Profit after Tax (PAT) increased to ₹210.82 crore in FY 2022-23 as compared to ₹183.59 crore in the previous year, a growth of 14.8%. Earnings Per Share (EPS) of the Company increased to ₹10.54 in FY 2022-23 as compared to ₹9.18 in the previous year.

Further, as required under SEBI (Depositories and Participants) Regulations, 2018, Five percent of profits from depository operations, i.e., ₹9.89 crore has been set aside to be contributed to the Investor Protection Fund (IPF).

The net worth of the Company as on March 31, 2023 increased by 17.7% to ₹1,271.59 crore as compared to ₹1,080.41 crore a year ago.

### Consolidated

Revenue from Operations increased to ₹1,021.99 crore in FY 2022-23 as compared to ₹761.11 crore in the previous year, a growth of 34.3 %. Profit before Tax and Exceptional Items increased to ₹305.04 crore in FY 2022-23 as compared to ₹278.20 crore in the previous year. Profit after Tax (PAT) increased to ₹234.81 crore in FY 2022-23 as compared to ₹212.59 crore in the previous year, a growth of 10.5%. Earnings per Share (EPS) of the Company increased to ₹11.74 in FY 2022-23 as compared to ₹10.63 in the previous year.

The net worth of the Group as on March 31, 2023 increased by 17.9% to ₹1,428.86 crore as compared to ₹1,211.62 crore a year ago.

No material changes and commitments have occurred after the close of the year till the date of this report, which affect the financial position of the Company.

### Dividend

The Board of Directors of your Company is pleased to recommend a dividend of ₹1.00 on twenty crore equity share of the face value of ₹2/- each (i.e. 50%) for FY 2022-23

(as compared to ₹5.00 per share of the face value of ₹10/- each for FY 2021-22) for consideration of the shareholders.

The dividend distribution would result in a cash outflow of ₹20.00 crore.

### KEY FINANCIAL RATIOS FOR FY 2022-23

Key Financial Ratios like Current Ratio, Return on Equity, etc., are in accordance with the prudent commercial practice adopted across the Industry in which your Company operates. Financial Ratios are disclosed along with explanation with respect to items included in numerator and denominator in Note 35 to the Standalone Financial Statements.

### DETAILS OF SUBSIDIARY COMPANIES

Your Company has the following subsidiary companies as on March 31, 2023:

**a. NSDL Database Management Limited  
(CIN: U72400MH2004PLC147094)**

NSDL Database Management Limited recorded a gross income of ₹87.69 crore and profit before tax of ₹42.37 crore for the year ended March 31, 2023.

**b. NSDL Payments Bank Limited  
(CIN: U65900MH2016PLC284869)**

NSDL Payments Bank Limited recorded a gross income of ₹541.41 crore and a profit of ₹8.06 crore for the year ended March 31, 2023.

As required under Section 134 of the Companies Act, 2013, the Audited Statement of Accounts, the report of the Directors and Auditors of the Subsidiary Companies are annexed and the statement containing salient features of the financial statements of subsidiaries in form AOC-1 is annexed to this report as "Annexure-A".

The Company's policy for determining material subsidiary, as approved by the Board, may be accessed on the Company's website at the link: <https://nsdl.co.in/publications/disclosure.php>

### DETAILS OF ASSOCIATE COMPANY

Your Company has the following associate company as on March 31, 2023:

**India International Bullion Holding IFSC Limited  
(CIN: U67100GJ2021PLC123076)**

India International Bullion Holding IFSC Limited recorded a gross income of ₹4.12 crore and loss of ₹24.23 crore for the year ended March 31, 2023.

### SHARE CAPITAL

The Shareholders at the Sixth Extra-Ordinary General Meeting held on March 10, 2023 had approved sub-division of Authorised Share Capital of face value of ₹10/-each from ₹100,00,00,000 (Rupees Hundred Crore) consisting

of 10,00,00,000 equity shares of face value of ₹10/- each to ₹100,00,00,000 (Rupees Hundred Crore) consisting of 50,00,00,000 equity shares of face value of ₹2/- each and sub-division of the existing issued, paid-up and subscribed share capital of the Company from ₹40,00,00,000 (Rupees Forty Crore) consisting of 4,00,00,000 equity shares of face value of ₹10 each to ₹40,00,00,000 (Rupees Forty Crore) consisting of 20,00,00,000 equity shares of face value of ₹2 each fully paid up.

None of the Directors of the Company hold shares in the Company.

### MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis Report as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section forming part of this Annual Report.

 Read more Page 32

### CORPORATE SOCIAL RESPONSIBILITY

In terms of Section 135 of the Companies Act, 2013 (the Act) the Company has constituted the Corporate Social Responsibility (CSR) Committee under the Chairmanship of Dr. Rajani Gupte.

The salient features of the policy include the following:

The Composition, meeting and attendance during the year is set out in Corporate Governance Report, which forms part of the Annual Report. The Company has formulated CSR Policy as approved by the Board and the same is disclosed on the website of the Company (<https://nsdl.co.in/publications/disclosure.php>).

National Securities Depository Limited and its associate companies or subsidiaries believe in inclusive growth by empowering and enhancing lives and thereby enabling socio-economic development in the communities where we operate. With the philosophy of 'Giving Back', NSDL undertakes various initiatives with the aim of socio-economic empowerment under the aegis of corporate social responsibility (CSR). Being a responsible corporate citizen, the Company has been implementing need based social initiatives that have meaningful yet sustainable impact on the less-privileged communities. Through its impact driven CSR programs/projects, NSDL has been reaching out to the underprivileged section of the society and enabling socio-economic upliftment. NSDL's CSR projects/programs revolve around the theme of education, health, skill development, environmental sustainability, rural development and disaster relief. Through CSR initiatives, the company strives to facilitate a holistic development of the deserving lives from less-privileged communities. 'Sustainable Development' is an essential part of NSDL's corporate social responsibility.

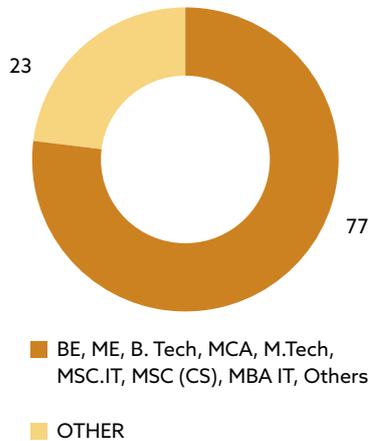
A report on CSR initiatives is set out as "Annexure-B" and forms part of this Annual Report.

## HUMAN RESOURCES

Your company emphasises on the quality of its Human Resources as employees are considered to be vital for the growth of the organization. The company also gives importance to employee wellbeing for which a lot of online/offline health awareness programs were conducted during the year. The company has a favourable work environment, which enables it to attract, motivate and retain high calibre employees. The company has also introduced an R&R (Rewards & Recognition) programme wherein employees are appreciated and rewarded. Employee relations at all locations are harmonious and cordial. The company gives utmost importance to training and development of its employees – both skills and competencies. Various training and orientation programs are conducted from time to time. Officials across various levels are exposed to programmes basis the training needs. Company also nominates employees to participate in various seminars in the capital market and other related areas both in India and abroad. A comprehensive induction programme is conducted for new recruits also employees learning opportunities explored during the year. Other training programmes on Information Security and Policies Awareness are also conducted in order to keep the employees abreast of changes in these areas. The company is planning to implement a new technology based HR solutions to support day to day HR functioning.

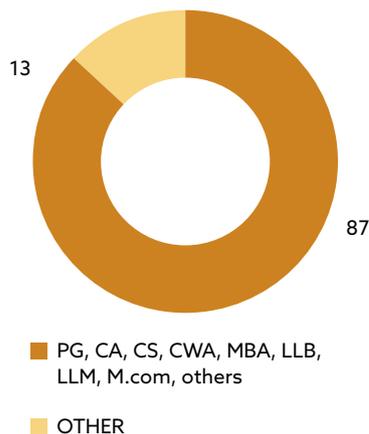
### Systems

%



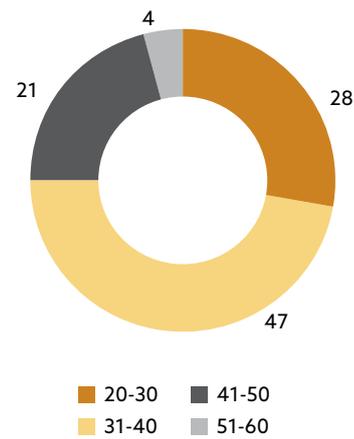
### Business Operation

%



## Age-group wise number of employees

%



## POSITIVE WORK ENVIRONMENT

The company has formulated and adopted a policy on prevention of sexual harassment at workplace and takes all necessary measures to ensure a harassment free work place and has instituted an internal Complaints Committee for redressal of complaints and to prevent sexual harassment.

No complaints were received during FY 2022-23.

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability confirm that:

- in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- accounting policies have been selected and applied them consistently and judgements and estimates made are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- proper and sufficient care has been taken for the maintenance of adequate accounting records, in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing & detecting fraud and other irregularities;
- the annual accounts have been prepared on a going concern basis;
- internal financial controls to be followed by the Company are laid down and that such internal financial controls are adequate and were operating effectively; and
- proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **DECLARATION FROM PUBLIC INTEREST DIRECTORS/INDEPENDENT DIRECTORS**

The Company has received the necessary declarations from all the Public Interest Directors/Independent Directors, under Section 149(7) of the Companies Act, 2013, stating that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 6(1) & 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The Company has also received declaration from the Public Interest Directors that they meet the "fit and proper" criteria as prescribed under Regulation 23 of the SEBI (Depositories and Participants) Regulations, 2018 read with Regulation 20 of Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 ("SECC Regulations"). In the opinion of the Board, all Public Interest Directors (Independent Directors) fulfil all the applicable conditions prescribed under the Companies Act, 2013 and Rules framed thereunder, SEBI (Depositories and Participants) Regulations, 2018 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## **IMPLEMENTATION OF CODE OF CORPORATE GOVERNANCE**

As per the SEBI (Depositories and Participants) Regulations, 2018, the disclosure requirements and corporate governance norms as specified for the listed companies are mutatis mutandis applicable to the Depository.

During the year under review, the Company was in compliance with the applicable provisions of the aforesaid regulations. The Corporate Governance Report for the year ended March 31, 2023 is enclosed as "**Annexure-C**".

## **BOARD EVALUATION**

In terms of the provisions of the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its committees based on a defined set of parameters as recommended by the Nomination and Remuneration Committee.

Further, in terms of the SEBI (Depositories and Participants) Regulations, 2018 read with SEBI Circular dated February 5, 2019, the Board based on the recommendation of Nomination and Remuneration Committee, has adopted the Policy for Performance Review of Public Interest Directors. The criteria for evaluation of PIDs is based on the said policy framed in accordance with the SEBI prescribed guiding principles namely qualification, experience, knowledge and competency, fulfilment of functions, ability to function as team, initiative, availability and attendance, commitment, contribution, integrity, independence, independent views and judgement. The detailed policy for

performance evaluation of PIDs, as approved by the Board, may be accessed on your Company's website.

The performance of the Independent Directors was evaluated by the entire Board except the person being evaluated. The performance of the Committees was evaluated by the Board seeking inputs from the Committee Members. The Board carried out the evaluation of its own performance and that of its committees and individual Director considering the inputs received from the Directors.

## **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

The particulars of Loans, Guarantees or Investments made during the financial year are set out in the Notes to Accounts which forms part of this Annual Report.

## **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were on an arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Disclosure of transactions with related parties is set out in Note 26 of Standalone Financial Statements, forming part of the Annual Report & Annexures thereto.

No material related party transactions were entered during the Financial Year under review, by your Company and hence the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, in Form AOC -2, is not applicable to your Company.

## **TRANSFER TO RESERVE**

During the year under review, no transfer has been made to General Reserve.

## **NAMES OF THE COMPANIES WHICH HAVE BECOME AND CEASED TO BE A SUBSIDIARY, JV AND ASSOCIATE COMPANY DURING THE YEAR**

NSDL International Depository IFSC Limited, wholly owned subsidiary, ceased to be a Subsidiary of your Company pursuant to Strike Off.

During the year under review, except as mentioned above no other company had become or ceased to be a Subsidiary, Joint Venture (JV) and Associate Company of your Company. A statement containing salient features of the financial statements of subsidiaries in form AOC-1 is annexed to this report as "**Annexure-A**".

## **MAJOR EVENTS OCCURRED DURING THE YEAR**

No Material changes affecting the financial position have occurred between the end of the financial year and the date of the report.



## COST RECORDS

The Company is not required to maintain cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013.

## PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

The Company has not made any application and no proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) as at the end of the financial year.

## DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### 1. Appointment/Re-appointment/Cessation of Directors:

During the year under review and as on the date of signing the report, the following changes have taken place in Board of Directors:

- Mr. B. Sambamurthy (DIN: 00246211) ceased to be the Public Interest Director of NSDL w.e.f September 06, 2022.
- Mr. Parveen Kumar Gupta (DIN: 02895343) was appointed as Public Interest Director of NSDL for a term of three years w.e.f September 06, 2022.
- Ms. Priya Subbaraman (DIN: 01620890) was liable to retire by rotation and was re-appointed as a Shareholder Director w.e.f. September 28, 2022.
- Mr. Rajeev Kumar (DIN: 01879049) ceased to be the Shareholder Director from the Board of NSDL w.e.f. January 11, 2023.
- Mr. Shailendra Nadkarni (DIN: 03401830) was appointed as Shareholder Director from the Board of NSDL w.e.f. January 11, 2023.
- Dr. Madhu Sudan Sahoo (DIN: 01968430) was appointed as Public Interest Director for a term of three years on the Board of NSDL w.e.f. April 18, 2023.
- Mr. B.A. Prabhakar (DIN: 02101808) ceased to be the Public Interest Director and Chairman from the Board of NSDL w.e.f. May 07, 2023.
- Mr. Parveen Kumar Gupta (DIN: 02895343) was appointed as Chairman on the Board of NSDL w.e.f. May 08, 2023.
- Ms. Priya Subbaraman (DIN: 01620890) ceased to be the Shareholder Director w.e.f. May 29, 2023 pursuant to her resignation from National Stock Exchange of India Limited.

The Company hereby confirms that necessary application was made to SEBI for appointment of Directors (Public Interest Director/Shareholder Director/Chairman) in accordance with SEBI (Depositories and Participants) Regulations, 2018 and upon receipt of such approvals, Directors (Public Interest Director/Shareholder Director/Chairman) are appointed on the Board of NSDL.

### 2. Key Managerial Personnel

As on the date of this report, the Company has three Key Managerial Personnel as per the Companies Act, 2013 i.e., MD & CEO, Chief Financial Officer and Company Secretary:

Sr. No.	Name of Key Managerial Personnel	Designation
1.	Ms. Padmaja Chunduru	Managing Director & CEO
2.	Mr. Chandresh Shah	Chief Financial Officer
3.	Mr. Nikhil Arya	Company Secretary

## DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the year under review, no adverse orders were passed by the Regulators or Courts or Tribunals which will have bearing on the business of the NSDL or functioning of the Company's operation

## CHANGE IN THE NATURE OF BUSINESS

During the financial year, there have been no changes in the nature of the business undertaken by your company.

## DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has well established Internal Control Systems commensurate with the size and nature of its business and are adequate to ensure compliance with various internal processes and procedures as well as with various statutory and legal requirements. The Internal Auditors of the Company review the Internal Financial Controls and their findings and recommendations are reviewed by the Audit Committee.

## PUBLIC DEPOSITS

During the year under review, the Company has not accepted any fixed deposit under Sections 73, 74, 75 and 76 of the Companies Act, 2013 from the public.

## AUDITORS AND AUDITORS REPORT

KC Mehta & Co LLP (ICAI Registration No. 106237W/W100829), were appointed as Statutory Auditors of the Company in the Tenth Annual General Meeting, for a period of five years commencing from FY 2022-23 to FY 2026-27 (i.e. from the conclusion of the Tenth Annual General Meeting till the conclusion of Fifteenth Annual General Meeting).

Accordingly, KC Mehta & Co LLP are the Statutory Auditors of the Company for the 2022-23 and shall continue as Statutory Auditors of the Company till the conclusion of the Fifteenth Annual General Meeting.

The notes on financial statement referred to in the Auditors' Report are self-explanatory and there are no qualifications, reservations or adverse remarks in their report. There are no frauds reported by auditors under subsection (12) of section 143 of the Companies Act, 2013.

## SECRETARIAL AUDITORS AND SECRETARIAL AUDIT REPORT

In terms of Section 204(1) of the Companies Act, 2013 and rules made thereunder and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has appointed M/s. S. N. Ananthasubramanian & Co., Practicing Company Secretaries (Firm Registration No. P1991MH040400) to undertake the Secretarial Audit of the Company for the FY 2022-23.

The Secretarial Audit report issued in Form MR-3 by S. N. Ananthasubramanian & Co., Practicing Company Secretaries for the financial year ended March 31, 2023 is enclosed as "Annexure-D".

The Secretarial Auditor's report does not contain any qualifications, reservations or adverse remarks in their report.

In terms of the amendments in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 dated May 05, 2021, the Secretarial Audit Reports of the subsidiaries NSDL Database Management Limited & NSDL Payments Bank Limited is enclosed as **Annexure D(i)** and **Annexure D(ii)**, respectively. The said reports does not contain any qualifications, reservation, adverse remarks or disclaimer.

In addition to the above reports, the Annual Secretarial Compliance Report is received from S. N. Ananthasubramanian & Co., Practicing Company Secretaries, for the Financial Year

2022-23, in relation to compliance of all applicable SEBI Regulations/Circulars/Guidelines issued thereunder, Secretarial Standards, pursuant to requirement of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said Report has been voluntarily enclosed as good disclosure practice.

The Annual Secretarial Compliance Report for the financial year ended March 31, 2023 as provided by S. N. Ananthasubramanian & Co., Practicing Company Secretaries is enclosed as "Annexure-E".

## ANNUAL RETURN

The Annual Return of the Company as on March 31, 2023 in Form MGT-7 in accordance with section 92(3) of the Act read with the Companies (Management and Administration) Rules, 2014, is available on the Company's website at <https://nsdl.co.in/investor-relation/general-meeting.php>

## COMPLIANCE WITH SECRETARIAL STANDARDS

Your Company is in compliance with Secretarial Standards with regard to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO

### a) Conservation of Energy and Technology absorption -

The Company has a policy of switching off power after the office time in those areas where staff has left for the day. Staffs are strictly instructed to switch off their monitors before they leave for the day. The Company also maintains the air conditioning temperatures to conserve energy. The Company continuously strives to optimise its energy usage and efficiency.

### b) Foreign Exchange earnings/outgo during the year under review:

Sr. No.	Particulars	FY 2022-23 (₹ in lakh)	FY 2021-22 (₹ in lakh)
1.	Foreign Exchange Earnings (Miscellaneous)	80.70	21.42
2.	Foreign Exchange Outgo/ Expenditure incurred in foreign currency	77.19	11.79

## PARTICULARS OF EMPLOYEES

Information required under the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Depositories and Participants) Regulations, 2018, a statement containing the remuneration details of Directors and employee is annexed as "Annexure-F" and forms part of this report.

## OUTLOOK

The Company's primary objective is to enhance its current business operations by offering a range of value-added services to both investors and business partners. It recognises the significance of its role in fostering the growth of capital markets and remains committed to expanding its depository services.

## ACKNOWLEDGEMENT

Your Directors are grateful for the support and co-operation extended by Securities and Exchange Board of India, Reserve Bank of India, Ministry of Finance, Ministry of Corporate Affairs, Depository Participants, Issuers, Registrars, Stock Exchanges, Commodity Exchanges, Investors, Vendors, Dealers, Business Associates, Bankers and Market Intermediaries. We place on record our appreciation of the contribution made by employees at all levels. Our resilience to meet challenges was made possible by their hard work, solidarity, co-operation and support.

The Directors wish to express their gratitude to the Members for their trust and support. The Directors also express their deep sense of appreciation to all the employees whose outstanding professionalism, commitment and initiatives have made the organisation's growth and success possible.

For and on behalf of Board of Directors

Sd/-

Sd/-

Date: August 04, 2023

Place: Mumbai

**Padmaja Chunduru**  
Managing Director & CEO

**P. K. Gupta**  
Chairman



## Annexure A

## Form AOC-1

Pursuant to first proviso to Sub-Section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014, Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures

**Part "A": Subsidiaries**

As on/for the year ended March 31, 2023

(₹ in Lakh)

Particulars	NSDL Database Management Limited	NSDL Payments Bank Limited
Share Capital	6,105.00	18,000.00
Reserves and Surplus	19,908.14	(3,625.71)
<b>Total Networth</b>	<b>26,013.14</b>	<b>14,374.29</b>
Total Assets	30,645.03	39,907.11
Total Liabilities	4,631.89	24,950.47
Investments	26,299.66	15,284.12
Turnover	7,286.30	54,116.24
<b>Profit/(Loss) Before Taxation</b>	<b>4,236.51</b>	<b>805.69</b>
Provisions for taxation	937.71	-
<b>Profit/(Loss) After Taxation</b>	<b>3,298.80</b>	<b>805.69</b>
Proposed dividend	1,831.50	-
% of Shareholding	100%	88.89% (Direct) and 11.11% (through subsidiary)

The audited financial statements of the above subsidiaries have been drawn up to the same reporting date as that of the Company, i.e., March 31, 2023.

- Names of subsidiaries which are yet to commence operations: **Nil**
- Names of subsidiaries which have been liquidated or sold during the year: **Nil**

**Part "B": Associates and Joint Ventures**

As on/for the year ended March 31, 2023

(₹ in Lakh)

Particulars	India International Bullion Holding IFSC Limited
1. Latest audited Balance Sheet Date	March 31, 2023
2. Date on which the Associate was associated	August 13, 2021
<b>3. Shares of Associate held by the company on the year end</b>	
No. of Shares	300,000,000
Amount of Investment in Associates	3,000.00
Extent of Holding (in percentage)	20.00%
4. Description of how there is significant influence	Note 1
5. Reason why the associate is not consolidated.	NA
6. Net worth attributable to shareholding as per latest audited Balance Sheet	2,598.95
<b>7. Profit/(Loss) for the year</b>	
i. Considered in Consolidation	(310.06)
ii. Not Considered in Consolidation	-

- The group has significant influence through holding 20.00% of the equity shares in the investee company in terms of Indian Accounting Standard (Ind AS) 28, Investments in Associates and Joint Ventures.
- Names of associates or joint ventures which are yet to commence operations: **Nil**
- Names of associates or joint ventures which have been liquidated or sold during the year: **Nil**

For and on behalf of Board of Directors

Sd/-

Date : August 04, 2023

**Padmaja Chunduru**

Place : Mumbai

Managing Director &amp; CEO

Sd/-

**P. K. Gupta**

Public Interest Director

# Report on CSR Activities

## 1. Brief Outline on CSR Policy of the Company-

National Securities Depository Limited (NSDL) and its associate companies or subsidiaries have been involved in various socio-economic development programs/projects that have meaningful yet sustainable impact on the communities where it operates. The Company undertakes various impact driven programs under aegis of Corporate Social Responsibility (CSR) which are mapped to the Company's CSR policy. The CSR policy enumerates specific thematic areas which are the guiding principles of the projects/programs that are being implemented by NSDL. At present, the Company endeavours to undertake CSR programs/projects in the area of education, skill development, health & sanitation, environmental sustainability, rural development and disaster relief, rehabilitation and recreation.

It is Company's policy to spend the amount allocated for CSR expenditure on activities listed in schedule VII of the Companies Act, 2013 and the rules framed thereunder. Therefore in view of the same the CSR activities for FY 2022-23 as listed out in the CSR policy were in the areas of promoting education, employment & livelihood generating skills, health & sanitation, environmental sustainability, disaster relief & rehabilitation, rural development, etc. Details of CSR policy are available on our website at the web link: <https://nsdl.co.in/downloadables/pdf/CSR%20Policy.pdf>. The implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

## 2. Composition of CSR Committee-

Sr. No.	Name of the Director	Designation/Nature of Directorship	Number of Meetings of CSR Committee Held During the Year	Number of Meetings of CSR Committee attended During the Year
1	Mr. B. A. Prabhakar	Chairman	1	1
2	Prof. G. Sivakumar	Member	1	1
3	Ms. Padmaja Chunduru	Member	1	1

## 3. Web-link for disclosure of Composition of CSR committee, CSR Policy and CSR projects approved by the board on the website of the company-

Composition of CSR Committee- [https://nsdl.co.in/downloadables/pdf/Composition\\_of\\_Board\\_Committees.pdf](https://nsdl.co.in/downloadables/pdf/Composition_of_Board_Committees.pdf)

CSR Projects of NSDL- [https://nsdl.co.in/about/csr\\_project.php](https://nsdl.co.in/about/csr_project.php)

CSR Policy of NSDL- [https://nsdl.co.in/downloadables/pdf/CSR\\_Policy.pdf](https://nsdl.co.in/downloadables/pdf/CSR_Policy.pdf)

4. (a) Average net profit of NSDL for last three financial years: ₹19,070.82 Lakh.
- (b) Two percent of average net profit of the company as per section 135(5)- ₹381.42 Lakh
- (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years- NIL
- (d) Amount required to be set off for the financial year- NIL
- (e) Total CSR obligation for the financial year (b+c-d)- ₹381.42 Lakh

**5. (a)** Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) - ₹2,38,19,742/-

Details of CSR amount spent against **ongoing projects** for the financial year:

1	2	3	4	5	6	7	8	9	10	11		
Sr. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				Location	District						Name	Registration No.
1	Project Sanjeevani- Mobile Medical Unit (Clinic on Wheel) for providing free of cost preventive, curative and diagnostic primary healthcare services in the vulnerable communities. The project also encompasses initiatives such as community health profiling, special health camps, awareness on sanitation and hygiene, waste management activities, etc.	Item no. (i)	Yes	Mumbai & its suburban areas (Maharashtra), Baksa (Assam), Hardoi (Uttar Pradesh)	Mumbai, Baksa and Hardoi	Upto Feb 2024	2,49,73,602	1,21,73,694	1,27,99,908	No	SBI Foundation	CSR00001456
2	Project SAMEIP- under NSDLs flagship project in skill development named as 'Artha SAMARTH' which aims to impart livelihood linked skills in BFSI, IT and other sectors to the deserving youth especially, Persons with Disabilities (PwDs). The skilling and upskilling activities are carried for PwDs as per the industry demands and thereby, the livelihood opportunities are provided to the trained youth through employment or self-employment mode.	Item (ii)	Yes	<ul style="list-style-type: none"> <li>• Mumbai (Maharashtra)</li> <li>• Bengaluru (Karnataka)</li> <li>• Hyderabad (Telangana)</li> </ul>	<ul style="list-style-type: none"> <li>• Mumbai</li> <li>• Bengaluru</li> <li>• Hyderabad</li> </ul>	Upto May 2023	32,52,500	32,52,500	NIL	No	SBI Foundation	CSR00001456
<b>Total</b>							<b>2,82,26,102</b>	<b>1,54,26,194</b>	<b>1,27,99,908</b>			

Details of CSR amount spent against **other than ongoing projects** for the financial year:

Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (in ₹)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	Registration Number
1	Project Yogdaan- (Health support to Underprivileged Thalassaemia patients)	Item (i)	Yes	Maharashtra	Mumbai	13,25,640	Yes (Direct)	NA	NA
2	Mid-Day-Meal distribution in government schools at Thane and Bengaluru.	Item (i) & (ii)	Yes	Maharashtra	Thane	7,88,000	No	The Akshaya Patra Foundation	CSR00000286
3	Comprehensive Eye-care Project for Salt-pan workers from Kanchipuram, Thoothukudi, Viluppuram, Nagapattinam and other districts of Tamil Nadu.	Item (i)	Yes	Tamil Nadu	Kanchipuram, Thoothukudi, Viluppuram and Nagapattinam	13,89,105	Yes	Medical Research Foundation	CSR00002623
4	Mini Science Centre (MSC) Project in School	Item (ii)	Yes	Maharashtra	Mumbai	5,00,000	No	Samabhavana	CSR00000687
5	Blood Donation Camp in support of Project Yogdaan beneficiaries.	Item (i)	Yes	Maharashtra	Mumbai	40,040	Yes (Direct)	NA	NA
6	Chalo School Chale (school kit distribution drive)	Item (ii)	PAN India	<ul style="list-style-type: none"> <li>• Maharashtra</li> <li>• Gujarat</li> <li>• Noida</li> <li>• West Bengal</li> <li>• Assam</li> <li>• Tamil Nadu</li> <li>• Karnataka</li> </ul>	<ul style="list-style-type: none"> <li>• Mumbai, Palghar, Thane and Sindhudurg (Maharashtra)</li> <li>• Ahmedabad (Gujarat)</li> <li>• Noida (Uttar Pradesh)</li> <li>• Kolkata (West Bengal)</li> <li>• Guwahati (Assam)</li> <li>• Chennai (Tamil Nadu)</li> <li>• Mangalore (Karnataka)</li> </ul>	43,50,763	Yes (Direct)	NA	NA
<b>Total</b>						<b>83,93,548</b>			

(b) Amount spent in Administrative Overheads- ₹16,13,365/-

(c) Amount spent on Impact Assessment, if applicable- NA

(d) Total amount spent for the Financial Year [(a)+(b)+(c)] - ₹2,54,33,107/-

(e) CSR amount spent or unspent for the Financial Year: As a part of internal practice, the CSR funds are spent as a joint CSR initiative of NSDL and its subsidiaries or associate companies. The CSR projects/programs are being implemented by NSDL as a joint initiative of NSDL and its subsidiary NDML however; the expenditures were incurred out of CSR obligation of NSDL and NDML separately.



The below table shows the amount spent by NSDL against its CSR obligation for FY 2022-23.

Total Amount Spent for the Financial Year 2022-23 (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
2,54,33,107	1,27,99,908	29/03/2023	NA	NA	NA

(f) Excess amount for set-off, if any:

Sr. No.	Particular	Amount (In ₹ in Lakh)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	381.42
(ii)	Total amount spent for the Financial Year	382.33
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	0.91
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	0.91 <sup>1</sup>

<sup>1</sup> There is an excess spending of around ₹91,000/- which is a result of total spent for FY 2022-23 and amount transferred to the Unspent CSR Account for FY 2022-23. As decided by the Board, the set-off for the excess amount spent in FY 2022-23 shall not be taken in the CSR obligation in succeeding financial years.

Further, it is to be noted that the unspent amount of ₹1,27,99,908/- pertaining to On-going Project (i.e. Project Sanjeevani) has been transferred to the Unspent CSR Account opened with the scheduled bank. The said unspent amount shall be further utilised for Project Sanjeevani which is a Mobile Medical Unit (also known as Clinic on Wheel) initiated with the objective to provide primary healthcare services in the vulnerable communities. If required, the Board on the recommendation of the CSR Committee may alter/modify the on-going project within permissible project time period.

6. Details of Unspent CSR Amount for the preceding three financial years:

Sr. No.	Preceding Financial Year (s)	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in ₹)	Amount spent in the reporting financial year (in ₹)	Amount Transferred to any fund specified under Schedule VII as per Section 135 (6), if any			Amount remaining to be spent in succeeding financial years. (in ₹)	Deficiency, if any
					Name of the Fund	Amount (in ₹)	Date of Transfer		
1	2019-20	-	-	-	-	-	-	-	-
2	2020-21	-	-	-	-	-	-	-	-
3	2021-22	1,10,89,000	1,10,89,000	8,73,936	NA	NA	NA	1,02,15,064	NA
	<b>Total</b>	<b>1,10,89,000</b>	<b>1,10,89,000</b>	<b>8,73,936</b>	-	-	-	<b>1,02,15,064</b>	-

Further, it is to be noted that the below mentioned section in the CSR Annexure-II are not applicable while reporting in the prescribed format and hence, the details in these respective sections are not furnished.

- Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year- **NA**
- Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135.-**NA**

Sd/-

**Ms. Padmaja Chunduru**  
(Managing Director & CEO)

Sd/-

**Dr. Rajani Gupta**  
(Chairperson, CSR Committee)

## Corporate Governance

### Company's philosophy on code of Corporate Governance

NSDL is committed to high standards of Corporate Governance which is critical to our business integrity and maintaining investors' trust. The Company's philosophy on Corporate Governance is based on the fundamental principle of fair, ethical and transparent governance practices by adopting the highest standards of professionalism, integrity, honesty, equity, transparency, accountability and ethical behavior in all facets of operations and dealing with all its stakeholders. It is also based on an effective independent Board and the separation of the Board's supervisory role from the executive management. The Board of Directors monitors the protection of the long-term interests of the stakeholders. The Board has a balanced mix of experts of eminence and integrity, who provide the vision and direction to the Company. The Company aims to comply with all applicable laws and regulations, ethically conducting its business and protecting the interests of investors and other stakeholders.

NSDL is a Public Limited Company incorporated under the Companies Act, 1956 and a Depository within the meaning of Depositories Act, 1996 whose securities are not listed on any of the stock exchanges. NSDL is additionally required to comply with the provisions of the SEBI (Depositories and Participants) Regulations, 2018, ('SEBI D&P Regulations') the guidelines, circulars and directives issued by SEBI from time to time. As per Regulation 31 (1) of the said regulation, the

Disclosure requirements and Corporate Governance norms as specified for listed companies shall mutatis-mutandis apply to a Depository. Your Company has been practicing the Code of Corporate Governance by adopting most of the good Corporate Governance practices and continues to practice the Corporate Governance norms laid down in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

Your Company has complied with the Corporate Governance norms prescribed in SEBI Listing Regulations and also made the relevant disclosures as required therein. For the information of its stakeholders, NSDL is furnishing this Report on Corporate Governance for the financial year ended March 31, 2023.

**Governance Structure:** Governance Structure broadly comprises the Board of Directors and the Committees of the Board at the apex level and the Management structure at the operational level. This layered structure brings about a harmonious blend in governance as the Board sets the overall corporate objectives and gives direction and freedom to the Management to achieve these corporate objectives within a given framework, thereby bringing about an enabling environment for value creation through sustainable profitable growth. The Corporate Governance Structure of National Securities Depository Limited is as follows:



# The Governing Board of NSDL in its meeting held on February 27, 2023 has constituted the Committee of PIDs for IPO pursuant to SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

## Board of Directors

Your Company recognises and embraces the importance of a diverse Board and is constituted in conformity with the Companies Act, 2013 ('the Act'), SEBI D&P Regulations, SEBI Listing Regulations. The Board functions either as a full Board or through various Committees constituted to oversee specific areas. Policy formulation, setting up of goals and evaluation of performance and control functions vest with the Board.

Your Company is provided with direction and guidance by professional Board comprising eminent persons with considerable professional expertise and experience in Capital Markets, Finance, Legal, Banking, IT and other related fields.

Your Board is vested with the requisite powers, authorities and duties to ensure highest level of integrity and transparency in all engagements of the Company. The Board also reviews long-term as well as short-term strategies of the Company from time to time and ensures statutory and ethical conduct with high quality financial reporting. The Board provides and evaluates the strategic direction of the Company, management policies & their effectiveness and ensures that the long-term interests of the stakeholders are being served.

NSDL Board comprises of qualified members who bring the required skills, expertise and competence that allows them to make an effective contribution to the Board and its Committees.

1. The skills/expertise/competencies/positive attributes, etc. of the Directors may be determined based on below parameters:
  - a. Qualification – Capital markets, finance and accountancy, legal and regulatory practice, technology, risk management, and management or administration and other areas relevant to financial markets.
  - b. Experience – Prior experience in area of Capital markets, finance and accountancy, legal and regulatory practice, technology, risk management, and management or administration and other areas relevant to financial markets.
  - c. Knowledge and Competency – Knowledge about the regulatory norms of the Company, constructive and analytical decision-making abilities, strategy expertise for understanding and reviewing the strategy.
  - d. Understanding of Technology – Technical/ Professional skills in relation of Company's business, analyzing technological trends, innovation, creative ideas for business, research, innovation and digitalisation and ability to leverage the same for advancement of capital markets.
  - e. Leadership – Demonstrated leadership skills preferably at Board level, leadership experience with regard to managing a Company including risk management, strategic planning and guiding the Company towards benefits of the shareholders and other stakeholders.

Sr. No.	Name of Director	Skills/Expertise/Competence
1	Mr. B. A. Prabhakar	Mr. B. A. Prabhakar is a person of eminence, stature and an administrator having worked in various capacities including Chairman & Managing Director of Andhra Bank. He also served in various departments of Credit, Operations & Treasury of Bank of Baroda. He has also handled critical Investment Department of Bank of Baroda for a period of around 7 years. He was also Executive Director of Andhra Bank & Bank of India. He has also served on the various Boards which includes Karnataka Bank Limited, BOI Shareholding Limited, Clearing Corporation of India Limited, L&T Group of Companies. Mr. Prabhakar is a qualified Chartered Accountant.
2.	Mr. Parveen Kumar Gupta	Mr. Parveen Kumar Gupta is the Chairman and Public Interest Director of our Company. He has been associated with our Company since September 06, 2022. He holds a bachelor's degree in commerce from Guru Nanak Dev University, Amritsar and has been admitted as an associate of the Institute of Company Secretaries of India. He is also a certified associate of the Indian Institute of Bankers. He has approximately 39 years of experience in the banking industry and has been a part of an expert committee constituted by the RBI on micro, small and medium enterprises. Prior to joining our Company, he has held various positions in the State Bank of India including managing Director (compliance and risk), managing Director (retail and digital banking), managing Director and chief executive officer, SBI Capital Markets Limited, DMD and chief financial officer, additional charge of DMD and GE (global markets), deputy chief executive officer, SBI Macquarie Infrastructure Management Private Limited and chief general manager (global markets). He has also served as senior advisor in Bank of Baroda.
3.	Prof. G. Sivakumar	Prof. G. Sivakumar is a Public Interest Director of our Company. He has been associated with our Company since January 5, 2018. He holds a bachelor's degree in technology (electrical engineering - electronics) from Indian Institute of Technology, Madras and a master's degree in science (computer science) from Rensselaer Polytechnic Institute, New York. He has been admitted to the degree of doctor of philosophy from University of Illinois, Urbana-Champaign. He has approximately 31 years of experience in the education industry. He is currently a professor in the Department of Computer Science and Engineering in Indian Institute of Technology, Bombay.

Sr. No.	Name of Director	Skills/Expertise/Competence
4.	Dr. Rajani Gupte	Dr. Rajani Rajiv Gupte is a Public Interest Director of our Company. She has been associated with our Company since May 23, 2018. She holds a bachelor's degree in arts (special) from University of Poona. She has passed the Ph.D. Degree examination in economics from University of Pune. She has approximately 36 years of experience in teaching and administration in the education industry. She is currently the vice chancellor of the Symbiosis International (Deemed University). She is a recipient of various awards, including, "The Iconic Leader Award - Creating a better world for all" by All Ladies League and Women Economic Forum, "Gaurav Puraskar Award 2020" by Pune CKP Family Public Trust and "100 Most Influential Vice Chancellors" by World Education Congress. Further, she has been recognised as a Visionary Eduleader of India by Rethink India. She was also invited by NITI Aayog for an interaction of economists and sector experts with the Honourable Prime Minister on "Economic Policy: The Road Ahead" in January 2018, and has also been invited by NITI Aayog to be on the consultation group of eminent experts from academia, industry and civil society organisations for their education vertical.
5.	Mr. Shailendra Nadkarni	Mr. Shailendra Govind Nadkarni is a Shareholder Director of our Company. He has been associated with our Company since January 11, 2023. He holds a bachelor's degree and a master's degree in engineering (civil branch) from V. J. Technical Institute, University of Bombay. He has cleared the associate examination conducted by the Indian Institute of Banking and Finance. He has also completed the certification programme in IT and cyber security for senior management from the Institute for Development and Research in Banking Technology. He has approximately 28 years of experience in the banking and financial industry. He is presently the executive Director of IDBI Bank Limited.
6.	Ms. Priya Subbaraman	Ms. Priya Subbaraman has 24 years of experience in financial services spanning capital markets, banking, global markets and wealth management and 2 years in a commodity trading firm. She is the Chief Regulatory Officer at NSEIL and runs its regulatory functions including surveillance, investigation, inspection, enforcement, membership compliance, investor services and arbitration, defaulter services and listing compliance. She is a member of the Delisting Committee of NSEIL and a Trustee of the NSE Investor Protection Fund Trust. Before joining NSEIL, she oversaw compliance in Standard Chartered Bank for Corporate, Institutional and Commercial Banking businesses across India and South Asia, including global markets, transaction banking and corporate finance. She headed compliance in Lehman Brothers, where she covered equities, primary dealer, investment banking, NBFC businesses and was also a Board member. She spent almost 9 years with the Kotak Mahindra Group.
7.	Ms. Padmaja Chunduru	Ms. Padmaja Chunduru is the Managing Director and Chief Executive Officer of our Company. She has been associated with our Company since September 22, 2021. She holds a bachelor's degree in commerce from Osmania University and a master's degree in commerce from Andhra University. She has also cleared the associate examination conducted by the Indian Institute of Bankers. She has approximately 37 years of experience in the banking industry in both India and United States of America. She is a recipient of various awards, including, inter alia "Most Powerful Women in Business" by Fortune India, "Business Today's Most Powerful Women Awards", "India's Best CEO BFSI" by Business Today and "CEO of the Year" by ET Prime Women Leadership Awards 2021. Prior to joining our Company, she was associated with Indian Bank as a managing Director and chief executive officer and has also been associated with State Bank of India as a deputy managing Director (global markets, digital banking and new business, and corporate and global banking). Additionally, she was also the country head of US Operations for the State Bank of India in New York. At Indian Bank, she handled the merger of Allahabad Bank into Indian Bank, which is a case study titled as "Merger of Equals: The Amalgamation Story of Indian Bank and Allahabad Bank" and it was published and made available on the Harvard Business School publishing website.

2. Name of the Directors possessing the aforesaid skills/expertise/competencies/positive attributes described as above:

Sr. No.	Name	Category of Directors/Designation
1.	Mr. B. A. Prabhakar <sup>1</sup>	Public Interest Director, Chairman
2.	Mr. Parveen Kumar Gupta <sup>2</sup>	Public Interest Director
3.	Prof. G. Sivakumar	Public Interest Director
4.	Dr. Rajani Gupte	Public Interest Director
5.	Mr. B. Sambamurthy <sup>3</sup>	Public Interest Director
6.	Mr. Rajeev Kumar <sup>4</sup>	Shareholder Director
7.	Ms. Priya Subbaraman <sup>5</sup>	Shareholder Director
8.	Mr. Shailendra Nadkarni <sup>6</sup>	Shareholder Director
9.	Ms. Padmaja Chunduru	Managing Director & CEO

<sup>1</sup>Mr. B. A. Prabhakar ceased to be Public Interest Director and Chairman of the Company with effect from May 07, 2023.

<sup>2</sup>Mr. Parveen Kumar Gupta was appointed as Public Interest Director of the Company with effect from September 06, 2022.

<sup>3</sup>Mr. B Sambamurthy ceased to be Public Interest Director of the Company with effect from September 06, 2022.

<sup>4</sup>Mr. Rajeev Kumar ceased to be Shareholder Director of the Company with effect from January 11, 2023.

<sup>5</sup>Ms. Priya Subbaraman ceased to be Shareholder Director of the Company with effect from May 29, 2023.

<sup>6</sup>Mr. Shailendra Nadkarni was appointed as Shareholder Director of the Company with effect from January 11, 2023.



## i. Composition and Size of the Board and Category of Directors

As per Regulation 24 (1) of SEBI D&P Regulations, the Governing Board of every depository shall comprise of following types of Directors:

- Public Interest Directors (Independent Directors) - PID
- Shareholder Directors (Non-Independent Directors) - SHD
- Managing Director & Chief Executive Officer – MD & CEO

The number of PIDs shall not be lesser than the number of SHDs with the Managing Director being included in the category of SHDs.

The appointment of all Directors requires prior approval of SEBI. The PIDs on the Governing Board are nominated by SEBI, who represent the interest of investors in the securities market and who do not have any association directly and indirectly, which, is in conflict with their role. The Chairman of the Board is required to be elected from among the PIDs with prior approval from SEBI. Further, all the PIDs are also appointed as Independent Directors (not liable to retire by rotation) in order to comply with the provisions of Companies Act, 2013. The Chairman and CEO are separate posts in the Company.

## ii. Composition of the Board:

Category	No. of Directors
Public Interest Directors	4
Shareholder Directors	2
Managing Director & CEO	1

### Governing Board as on date along with the changes therein during the FY 2022-2023:

Names of Directors	Category	Designation
Mr. B. A. Prabhakar <sup>1</sup>	Non-Executive Independent (Public Interest Director)	Chairman
Mr. Parveen Kumar Gupta <sup>2</sup>	Non-Executive Independent (Public Interest Director)	-
Prof. G. Sivakumar	Non-Executive Independent (Public Interest Director)	-
Dr. Rajani Gupte	Non-Executive Independent (Public Interest Director)	-
Mr. B. Sambamurthy <sup>3</sup>	Non-Executive Independent (Public Interest Director)	-
Mr. Rajeev Kumar <sup>4</sup>	Non-Executive Non-Independent (Shareholder Director)	-
Ms. Priya Subbaraman <sup>5</sup>	Non-Executive Non-Independent (Shareholder Director)	-
Mr. Shailendra Nadkarni <sup>6</sup>	Non-Executive Non-Independent (Shareholder Director)	-
Ms. Padmaja Chunduru	Executive Non-Independent (Managing Director & CEO)	MD & CEO

<sup>1</sup>Mr. B. A. Prabhakar ceased to be PID and Chairman of the Company with effect from May 07, 2023.

<sup>2</sup>Mr. Parveen Kumar Gupta was appointed as PID of the Company with effect from September 06, 2022.

<sup>3</sup>Mr. B Sambamurthy ceased to be PID of the Company with effect from September 06, 2022.

<sup>4</sup>Mr. Rajeev Kumar ceased to be SHD of the Company with effect from January 11, 2023.

<sup>5</sup>Ms. Priya Subbaraman ceased to be SHD of the Company with effect from May 29, 2023.

<sup>6</sup>Mr. Shailendra Nadkarni was appointed as SHD of the Company with effect from January 11, 2023.

In the opinion of the Board, the Independent Directors fulfill the conditions specified in the aforementioned Regulations and are independent of the management. Further, none of the Directors of the Company are inter-se related with each other and no Director holds any shares and convertible instruments in the Company.

The Board Members including PIDs are provided with necessary documents/brochures, reports and internal policies to enable them to familiarise with the Company's procedures and practices. The web link providing the details of the familiarisation programme(s) imparted to PIDs is [https://nsdl.co.in/downloadables/pdf/Familiarisation\\_Programme.pdf](https://nsdl.co.in/downloadables/pdf/Familiarisation_Programme.pdf)

### iii. Meetings and attendance during the FY 2022-2023

The Board provides and evaluates the strategic direction of the Company, management policies and their effectiveness. A minimum of four Board meetings are held every year. In addition, the Board also meets as and when necessary to address specific issues relating to the business. However, in case of special and urgent business, the Board also approves important items of business which are permitted by the Companies Act by way of Circular Resolution(s). During the year under review, the Board met Eight (8) times i.e., on May 24, 2022, May 26, 2022, July 6, 2022, August 8, 2022, November 4, 2022, November 30, 2022, January 31, 2023 and February 27, 2023 respectively.

Details of attendance of the Directors at the Board meetings held during the financial year and the last Annual General Meeting are given hereunder:

Sr. No.	Name of the Director	Attendance Particulars		
		No. of Board meetings held	No. of Board meetings attended	Whether last AGM attended
1.	Mr. B. A. Prabhakar <sup>1</sup>	8	8	Yes
2.	Mr. Parveen Kumar Gupta <sup>2</sup>	4	4	Yes
3.	Prof. G. Sivakumar	8	8	Yes
4.	Dr. Rajani Gupte	8	7	Yes
5.	Mr. B. Sambamurthy <sup>3</sup>	4	4	NA
6.	Mr. Rajeev Kumar <sup>4</sup>	6	4	Yes
7.	Ms. Priya Subbaraman <sup>5</sup>	8	6	Yes
8.	Mr. Shailendra Nadkarni <sup>6</sup>	2	2	NA
9.	Ms. Padmaja Chunduru	8	8	Yes

<sup>1</sup>Mr. B. A. Prabhakar ceased to be PID and Chairman of the Company with effect from May 07, 2023.

<sup>2</sup>Mr. Parveen Kumar Gupta was appointed as PID of the Company with effect from September 06, 2022.

<sup>3</sup>Mr. B Sambamurthy ceased to be PID of the Company with effect from September 06, 2022.

<sup>4</sup>Mr. Rajeev Kumar ceased to be SHD of the Company with effect from January 11, 2023.

<sup>5</sup>Ms. Priya Subbaraman ceased to be SHD of the Company with effect from May 29, 2023.

<sup>6</sup> Mr. Shailendra Nadkarni was appointed as SHD of the Company with effect from January 11, 2023.

Details of the directorships, membership/chairmanship in other Committees are given hereunder:

Sr. No.	Name of the Director	Relationship with other Directors	Other Directorships	Number of membership/chairmanship in Audit/Stakeholders Relationship Committee(s) including NSDL (Refer Regulation 26(1) of SEBI Listing Regulations)	
				Member	Chairperson
1.	Mr. B. A. Prabhakar <sup>1</sup>	No	6	3	0
2.	Mr. Parveen Kumar Gupta <sup>2</sup>	No	6	1	1
3.	Prof. G. Sivakumar	No	3	1	0
4.	Dr. Rajani Gupte	No	3	4	1
5.	Ms. Priya Subbaraman <sup>3</sup>	No	1	2	0
6.	Mr. Shailendra Nadkarni <sup>4</sup>	No	0	0	0
7.	Ms. Padmaja Chunduru	No	2	2	0

<sup>1</sup>Mr. B. A. Prabhakar ceased to be PID and Chairman of the Company with effect from May 07, 2023.

<sup>2</sup>Mr. Parveen Kumar Gupta was appointed as PID of the Company with effect from September 06, 2022.

<sup>3</sup>Ms. Priya Subbaraman ceased to be SHD of the Company with effect from May 29, 2023.

<sup>4</sup>Mr. Shailendra Nadkarni was appointed as SHD of the Company with effect from January 11, 2023.

#### Note:

- The details of Memberships/Chairmanships of Committees held by Directors as mentioned above include Public Limited companies, whether listed or not and all other companies including Private Limited Companies, Directorships in Foreign Companies and Section 8 Companies are excluded.
- While considering Memberships/Chairmanships of Committees, only the Audit Committee and Stakeholders' Relationship Committee in all Public Limited Companies have been considered.
- NA - Not Applicable



## MEETINGS OF INDEPENDENT DIRECTORS

In terms of the provisions of the SEBI D&P Regulations separate meetings of the Public Interest Directors (PIDs) of the Company were held on May 25, 2022, November 04, 2022 and January 31, 2023 respectively to seek views of PIDs on critical issues. Also, a separate meeting of Independent Directors was held on May 07, 2022 for discussing matters as specified in the Schedule IV of the Companies Act, 2013.

### Name of other listed entities where Directors of the Company are Directors and category of Directorships:

Sr. No.	Name of Director	Name of listed entities in which the concerned Director is a Director	Category of Directorships
1.	Mr. B. A. Prabhakar <sup>1</sup>	Ujjivan Small Finance Bank Limited	Non-Executive Independent Director, Chairperson
2.	Mr. Parveen Kumar Gupta <sup>2</sup>	Nil	Nil
3.	Prof. G. Sivakumar	RBL Bank Limited	Non-Executive Independent Director
4.	Dr. Rajani Gupte	L&T Finance Holdings Limited	Non-Executive Independent Director
5.	Mr. B. Sambamurthy <sup>3</sup>	Nil	Nil
6.	Mr. Rajeev Kumar <sup>4</sup>	Nil	Nil
7.	Ms. Priya Subbaraman <sup>5</sup>	Nil	Nil
8.	Mr. Shailendra Nadkarni <sup>6</sup>	Nil	Nil
9.	Ms. Padmaja Chunduru	Nil	Nil

<sup>1</sup>Mr. B. A. Prabhakar ceased to be PID and Chairman of the Company with effect from May 07, 2023.

<sup>2</sup>Mr. Parveen Kumar Gupta was appointed as PID of the Company with effect from September 06, 2022.

<sup>3</sup>Mr. B Sambamurthy ceased to be PID of the Company with effect from September 06, 2022.

<sup>4</sup>Mr. Rajeev Kumar ceased to be SHD of the Company with effect from January 11, 2023.

<sup>5</sup>Ms. Priya Subbaraman ceased to be SHD of the Company with effect from May 29, 2023.

<sup>6</sup>Mr. Shailendra Nadkarni was appointed as SHD of the Company with effect from January 11, 2023.

#### iv. Remuneration of the Directors

The sitting fees paid to the Non-Executive Directors for attending the meetings of the Board and Committees, as per limits prescribed under the Act during the year is as follows:

Sr. No.	Name	Category	Sitting fees paid (in ₹)
1.	Mr. B. A. Prabhakar	Non-Executive Chairman & Public Interest Director	26,40,000
2.	Mr. B. Sambamurthy	Non-Executive/Public Interest Director	11,40,000
3.	Prof. G. Sivakumar	Non-Executive/Public Interest Director	27,00,000
4.	Dr. Rajani Gupte	Non-Executive/Public Interest Director	20,60,000
5.	Mr. Parveen Kumar Gupta	Non-Executive/Public Interest Director	10,80,000
6.	Mr. Rajeev Kumar	Non-Executive/Shareholder Director	5,20,000
7.	Ms. Priya Subbaraman	Non-Executive/Shareholder Director	10,80,000
8.	Mr. Shailendra Nadkarni	Non-Executive/Shareholder Director	2,60,000

Apart from receiving sitting fees, none of the Non-executive Directors had material pecuniary relationship with the Company during the year under review.

#### Remuneration of MD & CEO

##### Ms. Padmaja Chunduru

Sr. No.	Particulars of Remuneration	Amount (in ₹)
1.	Gross salary	
	a.) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	2,32,59,675
	b.) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	7,81,335
	<b>Total</b>	<b>2,40,41,010</b>

Terms of appointment of MD & CEO are as approved by the Shareholders and SEBI.

## Directors' appointment and remuneration

Directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Sub-Section (3) of Section 178 of the Companies Act, 2013, is adopted by the Board pursuant to the recommendation of the Nomination & Remuneration Committee. Further, the criteria for making payments to all the Directors are placed on the website of the Company under web link [https://nsdl.co.in/downloadables/pdf/Nomination\\_and\\_Remuneration\\_Policy.pdf](https://nsdl.co.in/downloadables/pdf/Nomination_and_Remuneration_Policy.pdf)

## Committees of Board

The Board functions either as a full Board or through various Committees constituted to oversee specific areas with a view to have a more focused attention on various facets of business and for better accountability, the Board has constituted various committees. Each of these Committees has been mandated to operate within a given framework as mandated under relevant Acts, Rules or Regulations thereof.

### I. Audit Committee

The Board has constituted the Audit Committee in accordance with provisions of Section 177 of the Companies Act, 2013 and Regulation 18 read with Part C of Schedule II of the SEBI Listing Regulations.

#### Brief descriptions of terms of reference are as follows:

The Audit Committee of NSDL assists the Board in oversight of the Company's financial reporting process and the disclosure of its financial information. It recommends the Board for the appointment, remuneration and terms of appointment of auditors of the Company; approval of payment to statutory auditors for any other services rendered by the statutory auditors of the Company. It also reviews, with the management, the quarterly and annual financial statements and auditor's report thereon before submission to the board for its approval. It also reviews

the utilisation/application of funds and making appropriate recommendations to the board to take up steps in this regard. The Committee reviews and monitors the auditor's independence and performance, and effectiveness of audit process. Laying down the criteria for granting omnibus approval in accordance with the Company's policy on related party transactions and such approval shall be applicable in respect of transactions which are repetitive in nature. The Committee performs scrutiny of inter-corporate loans and investments; valuation of undertakings or assets of the Company and evaluation of internal financial controls and risk management systems. Further, review of performance of statutory and internal auditors, reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit along with reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board is done by the Committee. Further, review of the functioning or overseeing of the whistle blower/vigil mechanism is a crucial part terms of the Committee.

Further, the Audit Committee mandatorily reviews the management discussion and analysis of financial condition and results of operations; letters issued by the statutory auditors of the Company; internal audit reports; the appointment, removal and terms of remuneration of the chief internal auditor and statement of deviations including quarterly statement of deviation(s) including report of monitoring agency and annual statement of funds utilised for purposes.

NSDL has suitably modified the Terms of Reference pursuant to amendments in the Companies Act, 2013 and SEBI Listing Regulations.

#### i. Composition of the Audit Committee:

Sr. No.	Name of Director	Designation	Category
1.	Mr. Parveen Kumar Gupta	Chairman	PID
2.	Mr. B. A. Prabhakar <sup>1</sup>	Member	PID
3.	Prof. G. Sivakumar	Member	PID
4.	Dr. Rajani Gupte	Member	PID
5.	Ms. Priya Subbaraman <sup>2</sup>	Member	SHD

<sup>1</sup>Mr. B. A. Prabhakar ceased to be PID and Chairman of the Company with effect from May 07, 2023.

<sup>2</sup>Ms. Priya Subbaraman ceased to be SHD of the Company with effect from May 29, 2023.



## ii. Meetings and attendance during the year:

The Committee met four (4) times during the year on May 26, 2022, August 08, 2022, November 04, 2022 and January 31, 2023 respectively. Details of attendance of each member at the Committee Meetings held during the year are as follows:

Sr. No.	Name of Director	No. of Meetings held	No. of Meetings attended
1.	Mr. Parveen Kumar Gupta	2	2
2.	Mr. B. A. Prabhakar	4	4
3.	Prof. G. Sivakumar	4	4
4.	Dr. Rajani Gupte	4	4
5.	Ms. Priya Subbaraman	4	3

## II. Nomination and Remuneration Committee

The Nomination and Remuneration Committee discharge such functions as defined under Section 178 of Companies Act, 2013, SEBI Circular dated January 10, 2019 on Committees of MII's under SEBI D&P Regulations and Regulation 19 read with Part D of Schedule II of SEBI Listing Regulations.

### Brief Descriptions of Terms of Reference are as follows:

The Nomination and Remuneration Committee of NSDL performs various functions which, inter alia, includes identifying and recommending the persons who are qualified to become Directors (including Managing Director & CEO) or who may be appointed in senior management/ key managerial personnel in accordance with the criteria laid down, recommend to the Board of Directors of the Company. The Committee also evaluates the balance of skills, knowledge and experience on the Board as per requirements prescribed under SEBI (Depositories and Participants) Regulations, 2018 for appointment of Public Interest Director (PID). Further, the Committee also facilitates determining of the tenure of a key management personnel, other than a Director, to be posted in a regulatory department and recommending their remuneration to the Board. The Committee also recommends remuneration to non-executive directors in the form of sitting fees for attending meetings of the Board and its committees, remuneration for other services, commission on profits.

Further, the Committee is responsible for formulating the criteria for determining qualifications, positive attributes and independence of a Director; evaluation of performance of independent directors and the board of directors and devise a Policy on Board Diversity. It also recommends to the Board a policy relating to the remuneration/compensation for the directors, key managerial personnel, key management personnel and other employees as per applicable norms.

The performance evaluation criteria of Independent Director are specified in accordance with Schedule IV of Companies Act, 2013 and SEBI D&P Regulations. The Committee, on the basis of the report of performance evaluation recommends on the extension or continuation of the term of the PID.

NSDL has suitably modified the Terms of Reference pursuant to amendments in the Companies Act, 2013 and SEBI Listing Regulations.

The Company has formulated a Nomination and Remuneration Policy as approved by the Board. The salient features of the said policy are as under:

1. Remuneration of Directors, Key Managerial Personnel and other Employees
2. Board Diversity in terms of composition of Board
3. Process of recommendation of Directors

The said Policy is disclosed on the website of the Company (<https://nsdl.co.in/investor-relation/code-and-policies.php>).

## i. Composition of the Committee:

Sr. No.	Name of Director	Designation	Category
1.	Prof. G. Sivakumar	Chairman	PID
2.	Dr. Rajani Gupte	Member	PID
3.	Mr. Parveen Kumar Gupta	Member	PID
4.	Mr. B. A. Prabhakar <sup>1</sup>	Member	PID

<sup>1</sup>Mr. B. A. Prabhakar ceased to be PID and Chairman of the Company with effect from May 07, 2023.

**ii. Meetings and attendance during the year:**

The Committee met three (3) times during the year on May 26, 2022, August 08, 2022 and November 04, 2022 respectively. Details of attendance of each member at the Committee Meetings held during the year are as follows:

Sr. No.	Name of Director	No. of Meetings held	No. of Meetings attended
1.	Prof. G. Sivakumar	3	3
2.	Mr. B. A. Prabhakar	3	3
3.	Dr. Rajani Gupte	3	3
4.	Mr. Parveen Kumar Gupta	1	1

**III. Corporate Social Responsibility Committee**

The Board has constituted the Corporate Social Responsibility Committee in accordance with provisions of Section 135 of the Companies Act, 2013 and rules made thereunder.

**Brief Descriptions of the terms of reference are as follows:**

The terms of reference of the Committee, inter alia, includes formulating and monitoring the implementation of the CSR Policy, evaluating the projects and amount of expenditure to be incurred on the permissible activities as prescribed under

Schedule VII of the Companies Act, 2013, in accordance with the CSR Policy. It also recommend to the Board, an annual action plan in pursuance of its CSR policy. The Committee overviews the costs incurred in CSR Projects, ensures proper utilisation of CSR funds and transfer of Unutilised funds in Unspent CSR Account.

The themes for the CSR activities are in the areas of education, health or employment generating skills, etc. including education, health and hygiene aspect. However, the Company may also foray into other areas as permitted under the Companies Act, 2013.

**i. Composition of the Committee:**

Sr. No.	Name of Director	Designation	Category
1.	Dr. Rajani Gupte	Chairperson	PID
2.	Prof. G. Sivakumar	Member	PID
3.	Ms. Padmaja Chunduru	Member	MD&CEO

**ii. Meetings and attendance during the year:**

The Committee met twice (2) during the year on May 25, 2022 and November 03, 2022 respectively and attendance details of each member for the same is as follows:

Sr. No.	Name of Director	No. of Meetings held	No. of Meetings attended
1.	Dr. Rajani Gupte	0	0
2.	Prof. G. Sivakumar	2	2
3.	Ms. Padmaja Chunduru	2	2

**IV. Stakeholders Relationship Committee**

The Board has constituted the Stakeholders Relationship Committee in accordance with Section 178 of the Companies Act, 2013 and Regulation 20 read with Part D of Schedule II of SEBI Listing Regulations.

**Brief Descriptions of the Terms of Reference are as follows:**

The terms of reference of Committee, inter alia, includes redressal of grievances received from the security holders

of the Company from time to time. The Committee also reviews the measures taken for effective exercise of voting rights by shareholders and various measures and initiatives taken by the Company regarding payment of dividend. Further, the Committee reviews the adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.

**i. Composition of Committee:**

Sr. No.	Name of Director	Designation	Category
1.	Dr. Rajani Gupte	Chairperson	PID
2.	Mr. B. A. Prabhakar <sup>1</sup>	Member	PID
3.	Ms. Priya Subbaraman <sup>2</sup>	Member	SHD
4.	Ms. Padmaja Chunduru	Member	MD&CEO

<sup>1</sup>Mr. B. A. Prabhakar ceased to be PID and Chairman of the Company with effect from May 07, 2023.

<sup>2</sup>Ms. Priya Subbaraman ceased to be SHD of the Company with effect from May 29, 2023.



## ii. Meetings and attendance during the year:

The Committee met once (1) during the year on January 31, 2023 and attendance details of each member for the same is as follows:

Sr. No.	Name of Director	No. of Meetings held	No. of Meetings attended
1.	Dr. Rajani Gupte	1	1
2.	Mr. B. A. Prabhakar	1	1
3.	Ms. Priya Subbaraman	1	1
4.	Ms. Padmaja Chunduru	1	1

Mr. Nikhil Arya, Company Secretary, is appointed as the Compliance Officer with effect from February 27, 2023 in accordance with Regulation 6 of the SEBI Listing Regulations. He is an Associate member of Institute of Company Secretaries of India.

During FY 2022-23, the Company had not received any complaint from its shareholders. Accordingly, as on March 31, 2023, there is no pending complaint against the Company.

## V. Risk Management Committee (RMC)

The Board has constituted the Risk Management Committee in accordance with Regulation 30 of SEBI D&P Regulations and Regulation 21 read with Part D of Schedule II of SEBI Listing Regulations.

### Brief Descriptions of the Terms of Reference are as follows:

The RMC is responsible for oversight on overall risk management processes of the Company and to ensure that key strategic and business risks are identified and addressed by the management.

The terms of reference of Committee, inter alia, includes formulation, monitor and implementation of Risk Management Policy including Risk Management Framework, Risk Mitigation measures and Internal Controls from time to time. The committee also monitors and reviews enterprise-wide risk management plan and lay down procedures to inform Board members about the risk assessment and minimisation. The Committee also deals with the appointment, removal and terms of remuneration of the Chief Risk Officer of the Company.

## i. Composition of Committee:

Sr. No.	Name of Director	Designation	Category
1.	Mr. Parveen Kumar Gupta	Chairman	PID
2.	Prof. G. Sivakumar	Member	PID
3.	Mr. Pazhamalai Jayaraman	Member	Independent External Person (IEP)

## ii. Meetings and attendance during the year:

The Committee met four (4) times during the year on May 25, 2022, August 05, 2022, November 03, 2022 and January 30, 2023 respectively and attendance details of each member for the same is as follows:

Sr. No.	Name of Director	No. of Meetings held	No. of Meetings attended
1.	Mr. Parveen Kumar Gupta	0	0
2.	Prof. G. Sivakumar	4	4
3.	Mr. Pazhamalai Jayaraman	4	4

In addition to the Committees covered specifically in detail above as per SEBI Listing Regulations, the Company also has following Committees as per SEBI D&P Regulations, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the Committees which are formed voluntarily, namely:

- Member Committee
- Grievance Redressal Committee
- Standing Committee on Technology
- Advisory Committee - 1
- Advisory Committee - 2
- Regulatory Oversight Committee
- IPO Committee
- Committee of PIDs for IPO<sup>1</sup>

<sup>1</sup>Committee of PIDs for IPO was constituted by the Governing Board at its meeting held on February 27, 2023.

## General Body Meetings

The details of the previous three Annual General Meetings (AGM) held are given below:

AGM	Date	Time	Venue*	Special Resolution (if any)
Eight	September 29, 2020	12:00 Noon		No
Ninth	September 29, 2021	11:30 A.M.	Board Room, National Securities Depository Limited, Trade World, 'A' wing, 5 <sup>th</sup> Floor, Kamala Mills Compound, Lower Parel, Mumbai- 400 013	No
Tenth	September 27, 2022	04:00 P.M.		Yes

\*The Eighth, Ninth and Tenth Annual General Meeting of the Members of National Securities Depository Limited was held through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") as per the applicable circulars issued by Ministry of Corporate Affairs ("MCA") and SEBI and the proceedings of the same was deemed to be conducted at the Registered Office of the Company.

## Management Structure

Management Structure for running the business of the Company as a whole is in place with appropriate delegation of powers and responsibilities. MD & CEO is in overall control and responsible for the day-to-day working/operations of the Company. She gives strategic directions, lays down policy guidelines and ensures implementation of the decisions of the Board of Directors and its various Committees. Your Company has a professional and experienced management team. The MD & CEO is assisted by two Executive Directors who in turn has business/functional heads reporting to them to look after the day-to-day affairs of the Company.

## Means of Communication

The Company maintains functional website which is an important means of communication. Further, the Annual Report of the Company is electronically sent to the Shareholders giving required information to the Shareholders on annual basis.

## General Shareholder Information

- The Eleventh Annual General Meeting of the Company scheduled to be held on Thursday, August 31, 2023 at 11:00 A.M. (IST) through Video Conferencing ("VC")/ Other audio visual means ("OAVM")
- Distribution of shareholding as on March 31, 2023:**

Category	Percentage of Shareholding
Foreign Shareholding	-
- FDI	-
- FPI	-
- Others	26.36
Domestic Shareholding	
- Banks	36.98
- Insurance Companies	2.97
- Domestic Financial Institutions (Other than banks and corporates) (including MFs, NBFCs, AIFs)	6.83
- Individuals	1.44
- Corporates	25.33
- Others	0.10
<b>Total (Foreign + Domestic)</b>	<b>100.00</b>

- Financial year:** April 01, 2022 to March 31, 2023
- Dividend Payment Date:** On or before thirty days from the date of approval in the AGM.
- Record date for dividend payment:** Thursday, August 24, 2023
- Listing on Stock Exchange, Stock Code, Market Price Data and Performance of Stock:** The equity shares of the Company are not listed on any Stock Exchange in India or abroad, hence, these are not applicable. However, the Draft Red Herring Prospectus dated July 07, 2023 has been submitted by the Company with Securities and Exchange Board of India and BSE Limited on July 08, 2023.
- Registrar and Transfer Agents:**  
Link Intime India Private Limited  
C-101, 247 Park, L.B.S. MARG,  
Vikhroli (West), Mumbai - 400 083
- Share Transfer System:** The equity shares of NSDL are in dematerialised form. To ensure compliance with the provisions of SEBI D&P Regulations, ISIN of equity shares is suspended to prevent transfer of shares without the approval of the Board of NSDL and SEBI, as applicable.



- **Dematerialisation of shares and liquidity:** Entire share capital of the Company is in dematerialised form.
- **Branch offices:**

AHMEDABAD	Unit 402, Heritage Horizon, Sardar Patel Nagar, Ellisbridge, Ahmedabad - 380 009
BENGALURU	Office No.201, DBS House No. 26, Cunningham Road, Bangalore - 560 052
CHENNAI	6A, 6 <sup>th</sup> Floor, Kences Tower, # 1 Ramkrishna Street, North Usman Road, T. Nagar, Chennai - 600 017
HYDERABAD	Workenstein Collaborative Spaces Pvt. Ltd., 6-3-252/2, Banjara Hills Main Rd, Erram Manzil, Mada Manzil, Banjara Hills, Hyderabad, Telangana - 500 004.
KOCHI	S 105, Monlash Business Centre, 4 <sup>th</sup> Floor, Crescens Tower, NH47 Changampuzha Nagar, South Kalamassery, Ernakulam, Kerala - 682 033
KOLKATA	3E, Crescent Tower, 3 <sup>rd</sup> Floor, 229 AJC Bose Road, Kolkata - 700 020
NEW DELHI	Unit No. 601, 603, 604, Tower A, 6 <sup>th</sup> Floor, Naurang House, Kasturba Gandhi Marg, Connaught Place, New Delhi - 110 001.
JAIPUR	Phoebus Business Center, 2 <sup>nd</sup> floor, unit 207, Arcade Tower, K-12, Malviya Marg, C- Scheme, Jaipur - 302 001
LUCKNOW	Unit No. 438, 4 <sup>th</sup> Floor, Regus Business Center, Halwasia Court, Hazratganj, Lucknow - 226 001.

- **Address for correspondence:** Shareholders' correspondence should be addressed to the Company Secretary at the registered office of the Company:

Tel.: (022) 2499 4200

E-mail id: [cs\\_nsdl@nsdl.com](mailto:cs_nsdl@nsdl.com) Website: [www.nsdl.co.in](http://www.nsdl.co.in)

- **Company Registration details:** The Company is registered with the Registrar of Companies, Mumbai, State of Maharashtra, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is U74120MH2012PLC230380.

### Disclosure with Mandatory Information

The Company has complied with all the mandatory corporate governance requirements under the SEBI Listing Regulations. Specifically, your Company confirms compliance with corporate governance requirements specified in Regulation 17 to 27 and Clauses (b) to (i) of Sub-Regulation (2) of Regulation 46 of the SEBI Listing Regulations.

### Other Disclosures

#### i. Related Party Transactions

During the period under review, the Company had not entered into any material transaction with any of its related parties. Disclosure of transactions with related parties is set out in Note No. 26 of Standalone Financial Statements, forming part of the Annual Report and Annexures thereto. All transactions were at arm's length basis and in the ordinary course of business. The Company has put in place framework for identifying, monitoring and reporting of Related Party Transactions.

The Policy is hosted on the Company's website at <https://nsdl.co.in/investor-relation/code-and-polices.php>

#### ii. Vigil mechanism/Whistle Blower Policy

The Company has established a vigil mechanism by framing a Whistle Blower Policy with a view to provide a mechanism for employees of the Company to raise concerns on any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, etc.

The Policy is hosted on the Company's website at <https://nsdl.co.in/investor-relation/code-and-polices.php>

#### iii. Compliance with non-mandatory requirements [Part E of Schedule II Regulation 27(1) of the SEBI Listing Regulations]

In addition to the above, the Company also complies with many non-mandatory requirements of Part E of Schedule II Regulation 27(1) of the SEBI Listing Regulations namely separate posts of Chairperson and Chief Executive Officer, Internal Auditors report to the Audit Committee, etc.

#### iv. Relevant Policies as applicable to the Company have been disclosed on the website of the Company at <https://nsdl.co.in/investor-relation/code-and-polices.php>

##### A. Code of Conduct and Code of Ethics

Your Company has adopted Code of Conduct and Code of Ethics for its Directors and Key Management Personnel as prescribed under the SEBI D & P Regulations. The Code of Conduct framed under the aforesaid Regulations is available on the website of the Company.

##### B. CEO and CFO Certification

The Chief Executive Officer (CEO) and the Chief Financial Officer (CFO) of the Company have furnished the compliance certificate on Company's financial reporting and internal controls to the Board in terms of Regulation 17(8) of SEBI Listing Regulations which has been appended as Annexure I to Corporate Governance Report.

**C. Compliance Certificate on Corporate Governance**

The requisite certificate from S. N. ANANTHASUBRAMANIAN & Co., Practicing Company Secretaries (Firm Registration No. P1991MH040400) confirming compliance with the conditions of Corporate Governance as stipulated under Schedule V (E) of the SEBI Listing Regulations is attached to the Directors' Report and forms part of the Annual Report which has been appended as Annexure II to Corporate Governance Report.

**D. Certificate from a Company Secretary in Practice on debarment or disqualification of Directors**

M/s. S. N. ANANTHASUBRAMANIAN & Co., Practicing Company Secretaries (Firm Registration No. P1991MH040400), has given a certificate that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as the directors of the Company by SEBI/MCA or any such statutory authority. The said certificate also forms part of this report which has been appended as Annexure III to Corporate Governance Report.

**E. Disclosure of non-acceptance of any recommendation of any committee of the board which is mandatorily required:**

There has been no instance where the Board had not accepted any recommendation of any Committee of the Board which is mandatorily required, in the FY 2022-23.

**F. Fees paid to Statutory Auditors**

The details of total fees for all services paid by the Company to the statutory auditor and all the entities in

the network firm/network entity of which the statutory auditor is a part, are as follows:

Types of Services	(₹ in lakhs)
	March 31, 2023
Audit Fees	21.00
Tax Audit Fees	2.00
Other Services	3.50

**G. Disclosure in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

Number of Complaints filed during the year	: Nil
Number of Complaints Disposed during the year	: Nil
Number of Complaints pending as on end of the Financial Year	: Nil

**H. Corporate Governance Requirement as specified in Regulation 17 to 27 and clause (b) to (i) of sub-regulation (2) of Regulation 46 has been complied mutatis mutandis applicable to the Depository.****I. Declaration regarding compliance by the Board Members and Key Management Personnel with the Company's Code of Conduct & Ethics.**

I, the undersigned, hereby confirm that all Directors and the Key Managerial Personnel of the Company have affirmed compliance to the Code of Conduct & Ethics as applicable to them for the FY ended March 31, 2023.

For and on behalf of the Board

Sd/-

**Padmaja Chundurur**

Managing Director & CEO

Place: Mumbai

Date: August 04, 2023

## COMPLIANCE CERTIFICATE

*[In terms of Regulation 17(8) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015]*

- A. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2023 and that to the best of our knowledge and belief:
- 1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - 2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee:
- 1) Significant changes in internal control over financial reporting during the year;
  - 2) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - 3) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Sd/-

**Padmaja Chunduru**  
Managing Director & CEO

Sd/-

**Chandresh Shah**  
Chief Financial Officer  
Date: August 04, 2023

## CORPORATE GOVERNANCE - COMPLIANCE CERTIFICATE

To the Members,

**National Securities Depository Limited**

CIN: U74120MH2012PLC230380

4<sup>th</sup> Floor, 'A' Wing, Trade World,

Kamala Mills Compound,

Senapati Bapat Marg, Lower Parel,

Mumbai - 400 013.

1. We have examined relevant records of **National Securities Depository Limited** (the Company) for the purpose of certifying compliance of the Corporate Governance norms as specified for the Listed Companies for the financial year ended **March 31, 2023**. In terms of Regulation 31 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, as amended, the disclosure requirements and corporate governance norms as specified for listed companies have become *mutatis mutandis* applicable to a depository.
2. We have obtained all the information and explanations to the best of our knowledge and belief, which were necessary for the purpose of this certification regarding compliance of conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Chapter IV and Part C, D, and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year ended **March 31, 2023**.
3. The compliance of the conditions of Corporate Governance as well as preparation of the Corporate Governance Report is the responsibility of the Management.
4. Our responsibility is to provide a reasonable assurance that Company has complied with the applicable conditions of Corporate Governance and our examination was limited to the procedures adopted and implementation thereof by the Company for complying with the conditions of Corporate Governance.
5. On the basis of our examination of the records produced, explanations and information furnished to us, we are of the opinion that the Company has complied with the Conditions of Corporate Governance as *mutatis mutandis* applicable to Depositories for the financial year ended **March 31, 2023**.
6. This Certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.
7. This Certificate is addressed to the Members of the Company solely for the purpose of enabling it to comply with its obligation under the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, as amended and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty or care or for any other purpose or to any other part to whom it is shown or into whose hands it may come without our prior written consent in writing. We have no responsibility to update this Certificate for events and circumstances occurring after the date of this Certificate.

For **S. N. ANANTHASUBRAMANIAN & Co.**

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019

Sd/-

**S. N. Ananthasubramanian**

Partner

FCS: 4206 | COP No.: 1774

ICSI UDIN: F004206E000351168

Date: May 22, 2023 | Thane

## Annexure III

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

[Pursuant to Regulation 34(3) and Schedule V Para C Clause (10) (i) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To the Members,  
**National Securities Depository Limited**  
 CIN: U74120MH2012PLC230380  
 4<sup>th</sup> Floor, 'A' Wing, Trade World,  
 Kamala Mills Compound,  
 Senapati Bapat Marg, Lower Parel,  
 Mumbai - 400 013.

**We have examined the following documents:**

- i) Declaration of non-disqualification as required under Section 164 of Companies Act, 2013 ('the Act');
- ii) Disclosure of concern or interests as required under Section 184 of the Act; (hereinafter referred to as 'relevant documents') as submitted by the Directors of National Securities Depository Limited ('the Company') having its registered office at Trade World, 'A' Wing, 4<sup>th</sup> Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai City - 400 013, to the Board of Directors of the Company ('the Board') for the Financial Year 2022-2023 and Financial Year 2023-2024 and relevant registers, records, forms and returns maintained by the Company and as made available to us for the purpose of issuing this Certificate in accordance with Regulation 34 (3) read with Schedule V Para C Clause 10 (i) of SEBI (LODR) Regulations, 2015. We have considered non-disqualification to include non-debarment by Regulatory/Statutory Authorities.

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

Based on our examination as aforesaid and such other verifications carried out by us as deemed necessary and adequate (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)), in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, we hereby certify that during the financial year ended March 31, 2023, none of the Directors on the Board of the Company, as listed hereunder have been debarred or disqualified from being appointed or continuing as Directors of Companies by Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority.

Sr. No.	Name of Director	Director Identification Number (DIN)	Date of Appointment	Date of Cessation
01	Mr. B. A. Prabhakar (PID)	02101808	08/05/2017	NA
02	Mr. G. Sivakumar (PID)	07537575	05/01/2018	NA
03	Dr. Rajani Rajiv Gupte (PID)	03172965	23/05/2018	NA
04	Mr. Sambamurthy Boggarapu (PID)	00246211	20/04/2019	06/09/2022
05	Mr. Rajeev Kumar (SD)	01879049	08/07/2020	11/01/2023
06	Ms. Priya Subbaraman (SD)	01620890	23/10/2020	NA
07	Ms. Padmaja Chunduru (MD)	08058663	22/09/2021	NA
08	Mr. Parveen Kumar Gupta (PID)	02895343	06/09/2022	NA
09	Mr. Shailendra Nadkarni (SHD)	03401830	11/01/2023	NA

\* Public Interest Director (PID), Shareholder Director (SD), managing Director (MD)

This Certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the Financial Year ended March 31, 2023.

For **S. N. ANANTHASUBRAMANIAN & Co.**  
 Company Secretaries  
 ICSI Unique Code: P1991MH040400  
 Peer Review Cert. No.: 606/2019

Sd/-  
**S. N. Ananthasubramanian**  
 Partner  
 FCS: 4206 | COP No.: 1774  
 ICSI UDIN: F004206E000351168  
 Date: April 14, 2023 | Thane

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023**

*[Pursuant to section 204 (1) of the Companies Act, 2013 and Regulation 31 of the SEBI Depositories and Participant Regulations, 2018 read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015]*

To,  
The Members,  
**National Securities Depository Limited**  
CIN: U74120MH2012PLC230380  
Trade World, 'A' Wing, 4<sup>th</sup> Floor,  
Kamala Mills Compound,  
Senapati Bapat Marg, Lower Parel (West)  
Mumbai 400013

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **National Securities Depository Limited** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the **Financial Year ended March 31, 2023**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2023** according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder - **Not applicable as the securities of the Company are not listed with any Stock Exchange;**
- iii. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings - **Provisions of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings are not applicable;**

- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') -
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - **Not Applicable to the Company, since the Company is not listed with any Stock Exchange;**
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 - **Applicable to the extent of Schedule C to the Regulations being a Market Intermediary;**
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not Applicable to the Company, since the Company is not listed with any Stock Exchange;**
  - d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - **Not Applicable to the Company, since the Company is not listed with any Stock Exchange;**
  - e. The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021 - **Not Applicable to the Company, since the Company is not listed with any Stock Exchange;**
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - **Not Applicable as the Company is not registered as Registrar and Transfer Agent during the financial year under review;**
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **Not Applicable to the Company, since the Company is not listed with any Stock Exchange;**



- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicable to the Company, since the Company is not listed with any Stock Exchange;**
- v. The Company has identified and confirmed the following laws as being specifically applicable to the Company:
- 1) The Depositories Act, 1996;
  - 2) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
  - 3) The SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 - **to the extent applicable as a recognised Depository pursuant to Regulation 31 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018** and;
  - 4) Rules, Regulations, Circulars, Orders, Notification and Directives issued under the above statutes to the extent applicable.

We have also examined compliance with the applicable Clauses/Regulations of the following:

- (i) Secretarial Standards with regard to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s) - **Not applicable as the Securities of the Company are not listed with any Stock Exchange.**

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**We further report that: -**

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors including Independent Directors and Women Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

**For S. N. ANANTHASUBRAMANIAN & Co**

**Company Secretaries**

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019

- Adequate notice is given to all Directors to schedule Board Meetings and Committee Meetings, agenda and detailed notes on agenda were sent atleast seven days in advance except where consent of directors was received for circulation of the notice, Agenda and notes on Agenda at a shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decisions of the Board and Committees thereof were carried with requisite majority.

**We further report that** based on the review of the compliance mechanism established by the Company and on the basis of Compliance Certificate(s) issued by the Compliance Officer and taken on record by the Board of Directors at their meeting(s), we are of the opinion that management has adequate systems and processes placed in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

**We further report that** during the audit period, following events/actions having a major bearing on the Company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc. have taken place: -

1. Pursuant to the approval of the Shareholders by way of Special Resolutions at the Annual General Meeting held on September 27, 2022 and Extra-ordinary General Meeting held on March 10, 2023 respectively, the Company has amended its Articles of Association of the Company.
2. Pursuant to the approval of the Shareholders by way of Ordinary resolution at the Extra-ordinary General Meeting held on March 10, 2023, the Company has sub-divided the Authorized Equity Share Capital of the Company from ₹100 crore comprising 10 crore equity shares of ₹10/- each to ₹100 Crore comprising 50 crores equity shares of ₹2/- each and consequential amendment to the Memorandum of Association of the Company.

This report is to be read with our letter of even date which is annexed as Annexure "A" and forms an integral part of this report.

Sd/-

**S. N. Ananthasubramanian**  
Partner

FCS: 4206 | COP No.: 1774

ICSI UDIN: F004206E000351069

May 22, 2023 | Thane

To,  
**National Securities Depository Limited**  
CIN: U74120MH2012PLC230380  
Trade World, 'A' Wing, 4<sup>th</sup> Floor,  
Kamala Mills Compound,  
Senapati Bapat Marg, Lower Parel (West)  
Mumbai 400013

Our Secretarial Audit Report for the Financial Year ended March 31, 2023 of even date is to be read along with this letter.

#### **Management's Responsibility**

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

#### **Auditor's Responsibility**

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We have conducted the Audit as per the applicable Auditing Standards issued by the Institute of Company Secretaries of India.
4. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
5. Wherever required, we have obtained reasonable assurance about whether the statements prepared, documents or Records, in relation to Secretarial Audit, maintained by the Auditee, are free from misstatement.
6. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

#### **Disclaimer**

7. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted affairs of the Company.
8. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

**For S. N. ANANTHASUBRAMANIAN & Co**  
Company Secretaries  
ICSI Unique Code: P1991MH040400  
Peer Review Cert. No.: 606/2019

Sd/-  
**S. N. Ananthasubramanian**  
Partner  
FCS: 4206 | COP No.: 1774  
ICSI UDIN: F004206E000351069  
May 22, 2023 | Thane

## Annexure D(i)

## Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

To,  
The Members,  
**NSDL Database Management Limited**  
(U72400MH2004PLC147094)  
4<sup>th</sup> Floor, Trade World, A Wing,  
Kamala Mills Compound, Lower Parel (W),  
Mumbai – 400 013

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **NSDL Database Management Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

- |   |   |
|---|---|
| <ul style="list-style-type: none"> <li>(i) The Companies Act, 2013 (the Act) and the rules made thereunder;</li> <li>(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; in so far as they are made applicable from time to time</li> <li>(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;</li> <li>(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; which is not applicable to the Company during the Audit Period.</li> </ul> | <ul style="list-style-type: none"> <li>(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):- <ul style="list-style-type: none"> <li>a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; which is not applicable to the Company during the Audit Period.</li> <li>b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; in so far as they are made applicable from time to time.</li> <li>c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; which is not applicable to the Company during the Audit Period.</li> <li>d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; which is not applicable to the Company during the Audit Period.</li> <li>e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; which is not applicable to the Company during the Audit Period.</li> <li>f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;</li> <li>g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; which is not applicable to the Company during the Audit Period and</li> <li>h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; which is not applicable to the Company during the Audit Period.</li> <li>i) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015; in so far as they are made applicable from time to time.</li> </ul> </li> </ul> |
|---|---|

- j) The Securities and Exchange Board of India (Intermediaries) Regulations, 2008; in so far as they are made applicable from time to time.
- (vi) I have further examined the compliance reporting system, maintained, to our satisfaction, by NSDL Database Management Limited for the financial year ended March 31, 2023 in the matters of compliances of applicable provisions of the following laws:
- a) Securities and Exchange Board of India {KYC (Know Your Client) Registration Agency (KRA)}, Regulations, 2011, as amended from time to time.
- b) Revised Guidelines on Insurance repositories and electronic issuance of insurance policies issued by IRDA.
- c) e-KYC User Agency - Unique Identification Authority of India Regulations (KUA- UIDAI Regulations)
- d) RBI guidelines on Regulation of Payment Aggregators and Payment Gateways and RBI Circular No. RBI/DPSS/2019-20/174 DPSS.CO.PD. No.1810/02.14.008/2019-20 on Regulation of Payment Aggregators and Payment Gateways.
- e) SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021 on "Common Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination." and its subsequent clarifications thereto vide SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021.
- f) SEBI Circular No. SEBI/HO/MIRSD/DoP/P/CIR/2022/74 dated May 30, 2022 on Modification in Cyber Security and Cyber resilience framework of KYC Registration Agencies (KRAs).
- (vii) Secretarial Standards relating to Board Meetings and General Meetings issued by The Institute of Company Secretaries of India.

I report that, during the year under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines and Standards mentioned above.

I further report that

The Board of Directors of the Company is duly constituted and the changes in the composition of Board of Directors that took place during the period under review were carried out in compliance with the provision of the Act.

Adequate notice is given to all the Directors to schedule the Board Meeting, Agenda and detailed Notes on Agenda were sent at least seven days in advance and in case of meeting at Shorter Notice, Consent for Shorter Notice was taken from the requisite majority of Shareholders and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decision at Board Meetings and Committee(s) Meetings are carried through unanimously as recorded in the meetings of the Board and Committee(s) of the Board, as the case may be.

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Place: Indore  
Date: April 26, 2023

Sd/-  
**Ashish Garg**  
Practicing Company Secretary  
FCS No: 5181, C P No: 4423  
PR: 568/2018  
UDIN:F005181E000196955

This report is to be read with Annexure A which forms an integral part of this report.

*Annexure A*

To,  
The Members  
**NSDL Database Management Limited**  
(U72400MH2004PLC147094)  
4<sup>th</sup> Floor, Trade World, A Wing, Kamala Mills Compound,  
Lower Parel (W), Mumbai - 400 013

Our report of even date is to be read along with this letter.

- a. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
- c. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- d. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
- e. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
- f. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Indore  
Date: April 26, 2023

Sd/-  
**Ashish Garg**  
Practicing Company Secretary  
FCS No: 5181, C P No: 4423  
PR: 568/2018  
UDIN:F005181E000196955

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,  
The Members  
**NSDL Payments Bank Limited**  
401, 4<sup>th</sup> Floor, Tower 3, One International Center,  
Senapati Bapat Marg, Prabhadevi Mumbai -400013

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **NSDL Payments Bank Limited** (hereinafter called '**the Company**'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

**Auditor's Responsibility:**

Our responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. We have conducted the audit in accordance with the applicable Auditing Standards issued by The Institute of Company Secretaries of India. The Auditing Standards requires that the Auditor shall comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2023 (hereinafter called the '**Audit Period**') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

(i) The Companies Act, 2013 (the Act), and the rules made there under;

- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the Company during the Audit Period)**;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not Applicable to the Company during the Audit Period)**
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **(Not Applicable to the Company during the Audit Period)**
  - c. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**
  - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**
  - e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable to the Company during the Audit Period)**
  - f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not Applicable to the Company during the Audit Period)**



- g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not Applicable to the Company during the Audit Period);**
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 **(Not Applicable to the Company during the Audit Period)**

During the Audit Period under review, the Bank has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. as mentioned above.

We further report that, having regard to the compliance system prevailing in the Bank and on test-check basis, the Bank has complied with the following applicable sector specific laws and circulars issued thereunder

- a. Banking Regulation Act, 1949 to the extent applicable to the Payment Bank
- b. Reserve Bank of India Act, 1934 read with applicable circulars/notifications/guidelines, etc. issued by RBI from time to time;
- c. The IRDA (Registration of Corporate Agents) Regulations, 2015.

#### **We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Director and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent with required compliances and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For MMJB & Associates LLP**  
Company Secretaries

**Saurabh Agarwal**

Partner

FCS: F9290

CP: 20907

PR: 2826/2022

UDIN: F009290E000186555

Date: April 25, 2023

Place: Mumbai

\*This report is to be read with our letter of event date which is annexed as Annexure A and forms an integral part of this report.

To,  
The Members  
**NSDL Payments Bank Limited**  
401, 4<sup>th</sup> Floor, Tower 3, One International Center,  
Senapati Bapat Marg, Prabhadevi Mumbai - 400013

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For MMJB & Associates LLP**  
Company Secretaries

**Saurabh Agarwal**  
Partner

FCS: F9290

CP: 20907

PR: 2826/2022

UDIN: F009290E000186555

Date: April 25, 2023

Place: Mumbai

## Annexure E

To,  
The Board of Directors,  
**National Securities Depository Limited**  
CIN: U74120MH2012PLC230380  
National Securities Depository Limited  
Trade World, 'A' Wing,  
4<sup>th</sup> Floor, Kamala Mills Compound,  
Senapati Bapat Marg, Lower Parel (West),  
Mumbai – 400 013

Sir/Madam,

### Annual Secretarial Compliance Report for the Financial Year 2022-23

We have been engaged by **National Securities Depository Limited** (hereinafter referred to as 'the Company') bearing **CIN: U74120MH2012PLC230380** who is Depository (MII) to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019 and SEBI letter dated June 15, 2022 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and circulars/guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.

Annual Secretarial Compliance Report is enclosed.

Sd/-

**S. N. Ananthasubramanian**

Partner

FCS: 4206 | COP No.: 1774

May 22, 2023 | Thane

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF NATIONAL SECURITIES DEPOSITORY LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023**

We have examined:

- (a) all the documents and records made available to us and explanations provided by **National Securities Depository Limited** ('the Depository');
- (b) website of the Depository;
- (c) any other document/filing, as may be relevant, which has been relied upon to make this certification;

**for the financial year ended March 31, 2023** ('review period'), in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the Regulations, circulars, guidelines issued there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ('SCRA'), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ('SEBI').

The specific Regulations, whose provisions and the circulars/guidelines issued there under, have been examined, include:

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **to the extent applicable as a recognised Depository pursuant to Regulation 31 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;**
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not Applicable as the securities are not listed on the stock exchange;**
- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - **Not Applicable as the securities are not listed on the stock exchange;**
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicable as the securities are not listed on the stock exchange;**

- (e) The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 - **Not Applicable as the securities are not listed on the stock exchange;**
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - **Not Applicable as the securities are not listed on the stock exchange;**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/guidelines issued there under - **Applicable to the extent of Schedule C to the Regulations being a Market Intermediary.**

and based on the above examination, we hereby report that, during the review period:

- (a) The Depository has complied with the provisions of the above Regulations and circulars/guidelines issued there under.
- (b) The Depository has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued there under insofar as it appears from my/our examination of those records.
- (c) The Depository has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder.
- (d) The Depository has taken the following actions to comply with the observations made in previous reports - **Not Applicable.**

Our affirmations, as required, in terms of the NSE Circular NSE Circular Ref No: Circular Ref No: NSE/CML/2023/30 dated April 10, 2023 and the BSE Circular No: 20230410-41 dated April 10, 2023, and SEBI letter dated June 15, 2022 are annexed as **Annexure - A** to the report.

For **S. N. ANANTHASUBRAMANIAN & Co.**

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019

Sd/-

**S. N. Ananthasubramanian**

Partner

FCS: 4206 | COP No.: 1774

ICSI UDIN: F004206E000351091

May 22, 2023 | Thane

## Annexure - A

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/Remarks by PCS
1)	<b>Secretarial Standard</b> The compliances of the Depository are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under Section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	-
2)	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the Depository.</li> <li>All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI.</li> </ul>	Yes	-
3)	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>The Depository is maintaining a functional website.</li> <li>Timely dissemination of the documents/information under a separate section on the website.</li> <li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/section of the website</li> </ul>	<ul style="list-style-type: none"> <li>Yes</li> <li>Yes</li> <li>NA subject to our comment</li> </ul>	The securities of the Company are not listed on the stock exchange.
4)	<b>Disqualification of Director:</b> None of the Directors of the Company is/are disqualified under Section 164 of Companies Act, 2013, as confirmed by the Depository.	Yes	-
5)	<b>Details related to Subsidiaries of the Depository have been examined w.r.t.</b> <ol style="list-style-type: none"> <li>Identification of material subsidiary companies</li> <li>Requirements with respect to disclosure of material as well as other subsidiaries</li> </ol>	Yes	
6)	<b>Preservation of Documents:</b> The Depository is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	-
7)	<b>Performance Evaluation:</b> The Depository has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	-
8)	<b>Related Party Transactions:</b> <ol style="list-style-type: none"> <li>The Depository has obtained prior approval of Audit Committee for all Related party transactions, or</li> <li>The Depository has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee, in case no prior approval has been obtained.</li> </ol>	Yes	-
9)	<b>Disclosure of events or information:</b> The Depository has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	NA subject to our comment	The securities of the Company are not listed on the stock exchange.
10)	<b>Prohibition of Insider Trading:</b> The Depository is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	NA subject to our comment	Applicable to the extent of Schedule C to the Regulations being a MII.
11)	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No Actions taken against the Depository/its promoters/directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/guidelines issued thereunder	Yes subject to our comment	There are no material adverse actions taken against the Depository/ subsidiaries by SEBI under SEBI Regulations and circulars/guidelines issued thereunder.

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/Remarks by PCS
12)	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Yes subject to our comment	No material non-compliance observed for all SEBI regulation/circular/guidance note.
13)	<b>Compliance of D&amp;P Regulations, 2018 and circulars and guidelines issued thereunder</b>	Yes	-
14)	<b>No Deviation observed from SEBI Circulars/guidelines while utilising IPF</b>	Yes	-
15)	<b>Compliance of Whistle Blower Policy</b>	Yes	-
16)	<b>Whistle blower complaints received against the Company or its Management</b>	NA subject to our comment	There was no complaints against the Company or its Management.

For **S. N. ANANTHASUBRAMANIAN & Co.**

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019

Sd/-

**S. N. Ananthasubramanian**

Partner

FCS: 4206 | COP No.: 1774

ICSI UDIN: F004206E00035109

May 22, 2023 | Thane

## Annexure F

**STATEMENT OF DISCLOSURE OF REMUNERATION**

[Pursuant to Section 197 of the Companies Act, 2013 ("the Act") read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 28 (5) and 28 (6) of the SEBI (Depositories & Participants) Regulations, 2018]

Code	Name	Designation	Remuneration Received (₹)	Nature of Employment (contractual or otherwise)	Qualifications	Experience (No. of Years)	Date of Commencement of Employment	Age	Last Employment and Designation	Equity Shareholding (%)	Employee is a Relative of any Director or Manager	Ratio of compensation paid to each Key Management vis-a-Viz media of compensation paid to other employees of the depository	Remarks
P196	Padmaja Chunduru	Managing Director & CEO	2,40,41,010	On Roll	M.Com (Banking & Finance), CAIIB	38 yrs	22-09-2021	61 Years	Managing Director & CEO, Indian Bank	Nil	No	23.40	
S011	Samar Banwat	Executive Director	1,62,56,949	On Roll	B. Com, CA, ICWA and CISA	27 yrs	01-10-1996	51 Years	Internal Auditor, Aneja Associates,	Nil	No	15.82	
S459	Gopalan Srinivasa Raghavan	Executive Director	18,83,981	On Roll	BA, CA, CS	23 yrs + 6 yrs as consultant/ advisory	30-01-2023	57 Years	NJM Associates, Senior Partner	Nil	No	1.83	
P003	Prashant Vagal	Executive Vice President	1,25,96,569	On Roll	BE (Mechanical) & MMS (Finance)	29 yrs	01-01-1997	52 Years	Back Office Operation & Settlement, CFCO Finance Limited (CFL Securities Limited).	Nil	No	12.26	
S298	Sunil Batra	Executive Vice President/ CTO	97,69,501	On Roll	BE (Electrical)	24 yrs	04-08-2016	46 Years	Delivery Head (Senior Consultant), Tata Consultancy Services Limited (TCS)	Nil	No	9.51	
M120	Manoj Sarangi	Senior Vice President	1,41,44,112	On Roll	BE (Electrical), M. Tech, CISA, CISSP & CIPT	27 yrs	13-12-2016	51 Years	Vice President & Group CISO, HCL Technologies Limited	Nil	No	13.76	
A227	Amit Jindal	Senior Vice President	69,48,063	On Roll	B. Com, CA, CS	23 yrs	09-05-2017	45 Years	Vice President, Head - Compliance, Kotak Securities Limited	Nil	No	6.76	
V105	Vishal Gupta	Vice President	62,10,131	On Roll	B. Tech (Mechanical)	23 yrs	09-11-2018	46 Years	Consulting Partner, Tata Consultancy Services Limited	Nil	No	6.04	
C028	Chandresh Mahendra Shah	Vice President/ CFO	76,14,464	On Roll	B. Com, CA	25 yrs	01-01-2019	49 Years	CFO (General Manager) - Credit Analysis and Research Limited	Nil	No	7.41	
R022	Rakesh Mehta	Vice President	50,07,478	On Roll	BE (Industrial) + MBA (Finance)	25 yrs	03-09-2001	48 Years	Executive trainee-SHCIL	Nil	No	4.87	

Code	Name	Designation	Remuneration Received (₹)	Nature of Employment (contractual or otherwise)	Qualifications	Experience (No. of Years)	Date of Commencement of Employment	Age	Last Employment and Designation	Equity Shareholding (%)	Employee is a Relative of any Director or Manager	Ratio of compensation paid to each Key Management, vis-a-Viz media of compensation paid to other employees of the depository	Remarks
R172	Rahul Pratap Singh	Vice President	62,59,741	On Roll	BBA (Systems) & MBE (Finance)	20 yrs	18-02-2020	42 Years	Senior VP - Centrum Wealth Management	Nil	No	6.09	
M163	Malav Shah	Vice President	65,79,307	On Roll	B. Com, M. Com, CS, LLB, MBL	17 yrs	28-12-2020	41 Years	Counsel - Securities & Capital Markets, Corporate & M&A practice Khaitan & Co., Advocates & Solicitors	Nil	No	6.40	
V047	Vishal Gajjar	Vice President	45,80,669	On Roll	B. Com, M. Com, MBA - Finance	18 yrs	06-08-2007	42 Years	Officer - Exclusive Broking Limited, Indore	Nil	No	4.46	
M175	Manoj Kumar Yadav	Vice President	14,90,645	On Roll	BSc (Maths), MCA	19 Years	17-01-2022	44 Years	Ujjivan Small Finance Bank-Head - IT Infrastructure and Security	Nil	No	1.45	LWD 01-07-2022
P213	Pramit Sen	Vice President	79,69,428	On Roll	MHRM	17 yrs	12-05-2022	42 Years	AXIS Bank Ltd. Vice President - Human Resources	Nil	No	7.76	
P043	Parag C. Joshi	Vice President	43,00,803	On Roll	BE	16 yrs	02-04-2007	42 Years	Faculty at Western College of Commerce & Business Management	Nil	No	4.19	
P147	Pradip Bhattacharya	Vice President	56,66,625	On Roll	BE - IT	17 yrs	23-04-2018	39 Years	TCS, Technical Lead	Nil	No	5.51	

**NOTES:**

#The remuneration is total income of employees paid/payable by the company.

#Total income includes gratuity, perquisites as applicable and excludes Leave encashment.

#None of the employees was in receipt of remuneration in excess of that drawn by the Managing Director.

# LWD – Last Working Day

#The remuneration of employees who have commenced or ceased employment during the F.Y. 2022-23 is for the relevant period.



## 1. Ratio of remuneration to each director to median remuneration of the employees of the company for the financial year

The ratio of remuneration of each Director along with remuneration of CFO and Company Secretary, to the median remuneration of employees of the Company for the 2022-23 is given below.

Sr. No.	Name	Designation	Remuneration (in ₹)	Ratio to median remuneration	Percentage increase/decrease in the remuneration
1	Mr. B. A. Prabhakar <sup>1</sup>	Non-Executive Chairman & Public Interest Director	26,40,000	2.57	-10.20
2	Mr. Parveen Kumar Gupta <sup>2</sup>	Non-Executive/Public Interest Director	10,80,000	1.05	-
3	Prof. G. Sivakumar	Non-Executive/Public Interest Director	27,00,000	2.63	-2.17
4	Dr. Rajani Gupte	Non-Executive/Public Interest Director	20,60,000	2.00	-14.17
5	Mr. B. Sambamurthy <sup>3</sup>	Non-Executive/Public Interest Director	11,40,000	1.11	-50.00
7	Mr. Rajeev Kumar <sup>4</sup>	Non-Executive/Shareholder Director	5,20,000	0.51	-27.78
8	Ms. Priya Subbaraman	Non-Executive/Shareholder Director	10,80,000	1.05	-11.48
9	Mr. Shailendra Nadkarni <sup>5</sup>	Non-Executive/Shareholder Director	2,60,000	0.25	-
10	Ms. Padmaja Chunduru	Managing Director & CEO	2,40,41,010	23.40	162.27
11	Mr. Chandresh Shah	CFO	76,14,464	7.41	1.92
12	Mr. Nikhil Arya	Company Secretary	20,21,219	1.97	29.82

<sup>1</sup>Mr. B. A. Prabhakar ceased to be Public Interest Director and Chairman of the Company with effect from May 07, 2023.

<sup>2</sup>Mr. Parveen Kumar Gupta was appointed as Public Interest Director of the Company with effect from September 06, 2022.

<sup>3</sup>Mr. B Sambamurthy ceased to be Public Interest Director of the Company with effect from September 06, 2022.

<sup>4</sup>Mr. Rajeev Kumar ceased to be Shareholder Director of the Company with effect from January 11, 2023.

<sup>5</sup>Mr. Shailendra Nadkarni was appointed as Shareholder Director of the Company with effect from January 11, 2023.

## 2. The percentage increase in the median remuneration of employees in the financial year

The percentage increase in the median remuneration of employees in the 2022-23 is around 27.5%.

## 3. The number of permanent employees on the rolls of the Company

As on March 31, 2023, there were **396** employees on the rolls of the Company.

## 4. Affirmation that the remuneration is as per the remuneration policy of the Company

The remuneration is as per the nomination and remuneration policy of the Company.

# Independent Auditors' Report

To the Members of  
**National Securities Depository Limited**

## Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the accompanying standalone financial statements of **National Securities Depository Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the standalone financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the standalone financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI"), together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

### Information Other than the Standalone Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the standalone financial statements and our auditors' report

thereon. The above-referred information is expected to be made available to us after the date of this audit report.

Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available, and in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions necessitated by the circumstances & the applicable laws and regulations.

### Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.



## Auditors' Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial

statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### Other Matter

The comparative financial information for the year ended March 31, 2022, included in these Standalone Financial Statements have been audited by the predecessor auditor who expressed unmodified opinion vide their audit report dated May 26, 2022.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in the paragraphs 3 and 4 of the said Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
  - e. On the basis of written representations received from the directors as on March 31, 2023 taken on records by the Board of directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating

effectiveness of such controls, refer to our separate report in "Annexure B".

- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended :

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements -Refer Note 23 to the standalone financial statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There has been no delay in transferring the amount required to be transferred to the Investor Education and Protection Fund by the Company;

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds

(which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable.

As stated in note 12(e) to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend proposed is in accordance with section 123 of the Act, as applicable.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company from Financial Year beginning April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year 2022-2023.

For **K C MEHTA & CO LLP**  
Chartered Accountants  
Firm Regn. No. 106237W/W100829

**(Vishal P. Doshi)**

Partner

M. No. 101533

UDIN:23101533BGSTCX8670

Place: Vadodara

Date: May 23, 2023



# Annexure A to the Independent Auditors' Report

Annexure referred to in Independent Auditors' Report to the members of National Securities Depository Limited on the standalone financial statements for the year ended March 31, 2023

- (i) In respect of the Company's Property, Plant and Equipment: reporting under clause (ii)(b) of the Order is not applicable to the Company.
- (a) (A) The Company has generally maintained proper records showing full particulars including, quantitative details and situation of Property, Plant and Equipment. (iii) The Company has made investments in companies, but has not provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year.
- (B) The Company has generally maintained proper records showing full particulars of intangible assets. (iv) The Company has not granted any loans or provided any guarantees or security to the parties covered under section 185 of the Act. In our opinion and according to the information and explanation given to us, the Company has complied with the provisions of section 186 of the Act in respect of the Investments made.
- (b) The Company has a regular program of physical verification of property, plant and equipment and Right of use assets which, in our opinion is reasonable. The assets which were to be covered as per the said program have been physically verified by the management during the year. In our opinion and according to the information and explanations given to us, no material discrepancies were noticed on such verification. (v) According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are considered to be deemed deposits during the year, hence directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules made thereunder are not applicable to the Company. According to information and explanations provided to us, no order has been passed by Company Law Board of National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal.
- (c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the title deeds of all the immovable properties (other than properties where the Company is the lessee, and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company. (vi) The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company and therefore, reporting under clause (vi) of the Order is not applicable to the Company.
- (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.
- (e) According to the information and explanations given to us, no proceeding has been initiated or is pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under. (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Service Tax, Cess and any other statutory dues applicable to it with the appropriate authorities. Further, no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Service Tax, Cess and any other statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
- (ii) (a) The Company, being a service provider does not have any tangible inventory and therefore, reporting under clause (ii) (a) of the Order is not applicable to the Company.
- (b) The Company has not availed any working capital limits at any points of time during the year, from banks or financial institutions and therefore,

- (b) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no disputed statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2023 on account of disputes except the following:

(₹ in Lakh)					
Name of Statute	Nature of Dues	Forum where dispute is pending	Period to which amount relates (A.Y.)	Amount Involved (Lakhs)	Amount Unpaid (Lakhs)
Finance Act, 1994	Service Tax	Supreme Court	2004-05 to 2008-09	5,236.21	4,843.49
Income-tax Act, 1961	Demand arising out of Regular Assessment / Reassessment	CIT (Appeals)	2015-16	30.11	30.11
Income-tax Act, 1961	Demand arising out of Regular Assessment / Reassessment	Assessing Officer (Ao)	2016-17	1,415.81	1,415.81
Income-tax Act, 1961	Demand arising out of Regular Assessment / Reassessment	CIT (Appeals)	2017-18	657.90	657.90
Income-tax Act, 1961	Demand arising out of Regular Assessment / Reassessment	CIT (Appeals)	2018-19	2,506.77	2,506.77
Income-tax Act, 1961	Demand arising out of Regular Assessment / Reassessment	CIT (Appeals)	2019-20	796.69	796.69
Income-tax Act, 1961	Demand arising out of Regular Assessment / Reassessment	CIT (Appeals)	2020-21	524.42	524.42
Income-tax Act, 1961	Demand arising out of Regular Assessment / Reassessment	CIT (Appeals)	2021-22	262.11	262.11

- (viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) The Company has not taken any loans or other borrowings from any lender and therefore, reporting under clause (ix)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of audit procedures, we report that the company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and therefore, reporting under clause (ix)(c) of the Order is not applicable to the Company.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.
- (e) According to the information and explanations given to us and on an overall examination of the records of the company, we report that the company has not taken any funds from any entity or person and therefore, reporting under clause (ix) (e) of the order is not applicable to the Company.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate company and therefore, reporting under clause (ix) (f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and based on our examination of the records, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and therefore, reporting under clause (x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge and according to information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year;



- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) We have taken into consideration the whistle blower complaints received by the company during the year while determining the nature, timing and extent of audit procedures.
- (xii) In our opinion, the Company is not a Nidhi company and therefore, reporting under clause (xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and the details have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.
- (xiv) (a) In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the company issued till date, for the period under audit.
- (xv) According to the information and explanations given to us, in our opinion during the year the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly this clause is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- (b) In respect of ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount as at the end of the previous financial year, to a Special account before the end of the said financial year in compliance with the provision of section 135(6) of the Act.
- (xxi) With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company, its subsidiaries and Associate company included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For **K C MEHTA & CO LLP**

Chartered Accountants

Firm Regn. No. 106237W/W100829

**(Vishal P. Doshi)**

Partner

Place: Vadodara

M. No. 101533

Date: May 23, 2023

UDIN:23101533BGSTCX8670

# Annexure B to the Independent Auditors' Report

## Annexure referred to in Independent Auditors' report of even date to the members of National Securities Depository Limited on the standalone financial statements for the year ended March 31, 2023

Report on the Internal Financial Controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone financial statements of National Securities Depository Limited ("the Company") as of March 31, 2023, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls with reference to standalone Financial Statement and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial

statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.

### Meaning of Internal Financial Controls with reference to standalone financial statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with the generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

### Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements in place and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023 based on the internal financial control with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

For **K C MEHTA & CO LLP**  
Chartered Accountants  
Firm Regn. No. 106237W/W100829

**(Vishal P. Doshi)**

Partner

M. No. 101533

UDIN:23101533BGSTCX8670

Place: Vadodara

Date: May 23, 2023

# Balance Sheet

as at 31 March, 2023

(₹ in Lakh)

Particulars	Notes	As at	
		31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
a) Property, plant and equipment	3	3,032.31	2,972.88
b) Capital work-in-progress	3(a)	24.38	-
c) Intangible assets	3	202.69	418.04
d) Intangible asset under development	3(a)	279.17	-
e) Right of use of assets	3	109.12	59.68
f) Financial assets			
i) Non-current investments	4	1,10,780.92	71,807.10
ii) Other financial assets	5	1,866.09	17,107.15
g) Deferred tax assets (net)	6	830.02	671.59
h) Income tax assets (net)		549.30	549.30
i) Other non-current assets	7	1,008.94	55.49
<b>Total Non-Current Assets</b>		<b>1,18,682.94</b>	<b>93,641.23</b>
<b>Current Assets</b>			
a) Financial assets			
i) Current investments	8	17,966.79	19,967.37
ii) Trade receivables	9	7,018.33	8,813.33
iii) Cash and cash equivalents	10	1,370.58	2,132.23
iv) Bank balances other than (iii) above	11	17,111.57	14,297.64
v) Other financial assets	5	316.40	180.69
b) Other current assets	7	1,065.73	1,542.97
<b>Total Current Assets</b>		<b>44,849.40</b>	<b>46,934.23</b>
<b>Total Assets</b>		<b>1,63,532.34</b>	<b>1,40,575.46</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
a) Equity share capital	12	4,000.00	4,000.00
b) Other equity	13	1,23,158.67	1,04,040.83
<b>Total Equity</b>		<b>1,27,158.67</b>	<b>1,08,040.83</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
a) Financial liabilities			
i) Lease liability	26	82.65	45.45
ii) Other financial liabilities	14	481.42	414.65
<b>Total Non-Current Liabilities</b>		<b>564.07</b>	<b>460.10</b>
<b>Current Liabilities</b>			
a) Financial liabilities			
i) Trade payables			
a) Total outstanding dues of micro enterprises and small enterprises	15	385.49	151.47
b) Total outstanding dues of creditors other than micro enterprises and small enterprises	15	2,309.53	1,516.65
ii) Lease liability	26	36.62	24.59
iii) Other financial liabilities	16	25,137.39	22,361.54
b) Provisions	17	2,575.12	2,676.30
c) Current tax liability (net)		653.09	1,124.15
d) Other current liabilities	18	4,712.36	4,219.83
<b>Total Current Liabilities</b>		<b>35,809.60</b>	<b>32,074.53</b>
<b>Total Liabilities</b>		<b>36,373.67</b>	<b>32,534.63</b>
<b>Total Equity and Liabilities</b>		<b>1,63,532.34</b>	<b>1,40,575.46</b>
See accompanying notes to the Financial Statements	1 to 41		

In terms of our report of even date attached

For **K C Mehta & Co LLP**

Chartered Accountants

Firm Registration No. 106237W / W100829

Sd/-

**Vishal P. Doshi**

Partner

Membership No. 101533

Place : Mumbai

Date : 23<sup>rd</sup> May, 2023

For and on behalf of the Board of Directors

Sd/-

**Parveen Kumar Gupta**

Chairman

DIN: 02895343

Sd/-

**Chandresh Shah**

Chief Financial Officer

Sd/-

**Padmaja Chunduru**

Managing Director and CEO

DIN:08058663

Sd/-

**Nikhil Arya**

Company Secretary

A42548



# Statement of Profit & Loss

for the year ended 31 March, 2023

(₹ in Lakh)

Particulars	Notes	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
<b>INCOMES</b>			
Revenue from operations	19	40,916.92	36,928.21
Other income	20	7,634.05	5,804.26
<b>Total Income</b>		<b>48,550.97</b>	<b>42,732.47</b>
<b>EXPENSES</b>			
Employee benefits expense	21	7,387.78	6,908.45
Depreciation and amortisation expense	3	1,033.56	998.48
Finance cost	26	9.95	160.70
Contribution to investor protection fund	30	988.55	895.53
Other expenses	22	11,963.60	10,190.93
<b>Total Expenses</b>		<b>21,383.44</b>	<b>19,154.09</b>
<b>Profit before Tax</b>		<b>27,167.53</b>	<b>23,578.38</b>
<b>Tax Expense</b>			
Current tax		6,243.98	5,406.90
Deferred tax	6	(158.44)	(187.18)
<b>Total Tax Expenses</b>		<b>6,085.54</b>	<b>5,219.72</b>
<b>Profit after Tax</b>		<b>21,081.99</b>	<b>18,358.66</b>
<b>Other Comprehensive Income</b>			
Items that will not be reclassified to profit or loss :			
i) Actuarial gain/(loss) on post retirement benefit plans		47.91	(121.60)
ii) Income tax relating to items that will not be reclassified to profit or loss		(12.06)	30.61
<b>Total Other Comprehensive Income</b>		<b>35.85</b>	<b>(90.99)</b>
<b>Total Comprehensive Income for the year</b>		<b>21,117.84</b>	<b>18,267.67</b>
Basic and Diluted earnings per equity share of ₹2 each	29	10.54	9.18
See accompanying notes to the Financial Statements	1 to 41		

In terms of our report of even date attached  
For **K C Mehta & Co LLP**  
Chartered Accountants  
Firm Registration No. 106237W / W100829

Sd/-  
**Vishal P. Doshi**  
Partner  
Membership No. 101533

Place : Mumbai  
Date : 23<sup>rd</sup> May, 2023

For and on behalf of the Board of Directors

Sd/-  
**Parveen Kumar Gupta**  
Chairman  
DIN: 02895343

Sd/-  
**Padmaja Chunduru**  
Managing Director and CEO  
DIN:08058663

Sd/-  
**Chandresh Shah**  
Chief Financial Officer

Sd/-  
**Nikhil Arya**  
Company Secretary  
A42548

# Statement of Cash Flow

for the Year ended 31<sup>st</sup> March, 2023

	(₹ in Lakh)	
	<b>Year ended 31<sup>st</sup> March, 2023</b>	<b>Year ended 31<sup>st</sup> March, 2022</b>
<b>A. Cash Flow from Operating Activities</b>		
Profit before tax	27,167.53	23,578.38
<b>Adjustments for :</b>		
Depreciation and amortisation expense	1,033.56	998.48
Provision for compensated absences	23.99	20.59
Provision for investor awareness	640.26	560.43
Provision for doubtful trade receivables	635.57	604.60
Bad debts written off	99.05	276.87
Provision for doubtful rent deposit	95.55	-
Contribution to investor protection fund	988.55	895.53
Fair value gain on investments in mutual funds	(556.47)	(703.29)
Dividend income from current investments	(69.79)	(44.52)
Dividend from subsidiary	(1,221.00)	(915.75)
Loss / (Profit) on sale of property, plant and equipment	3.22	219.27
Interest income	(5,235.18)	(3,645.34)
<b>Operating Profit before Working Capital Changes</b>	<b>23,604.84</b>	<b>21,845.25</b>
<b>Changes in Working Capital :</b>		
(Increase) / decrease other assets	515.12	52.81
(Increase) / decrease other financial assets	14,977.19	(1,505.01)
(Increase) / decrease trade receivables	1,060.38	434.93
Increase / (decrease) trade payables	1,026.90	(367.95)
Increase / (decrease) other financial liabilities	(904.05)	(867.22)
Increase / (decrease) provisions	(729.58)	(813.51)
Increase / (decrease) other liabilities	492.53	(727.73)
<b>Cash generated from Operations</b>	<b>40,043.33</b>	<b>18,051.57</b>
Net income tax paid	(6,715.04)	(6,223.15)
<b>Net Cash generated from / (used) in Operating Activities (A)</b>	<b>33,328.29</b>	<b>11,828.42</b>
<b>B. Cash Flow from Investing Activities</b>		
Capital expenditure on property, plant and equipment, intangible assets, capital advance	(2,232.01)	(591.03)
Proceeds from sale of property, plant and equipment	0.25	30.49
Investment in subsidiary / Associates	(1,000.00)	(2,000.00)
Purchase of non-current investments	(49,380.63)	(13,477.63)
Sale / Redemption of non-current investments	9,346.33	6,305.94
Proceeds / (Purchase) of current investments (Net)	4,687.32	(3,552.24)
Dividend received from subsidiary	1,221.00	915.75
Interest received	5,267.80	3,658.12
<b>Net Cash generated from / (used) in Investing Activities (B)</b>	<b>(32,089.94)</b>	<b>(8,710.60)</b>



# Statement of Cash Flow

for the Year ended 31<sup>st</sup> March, 2023

(₹ in Lakh)

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
<b>C. Cash Flow from Financing Activities</b>		
Dividend paid	(2,000.00)	(2,000.00)
<b>Net Cash used in Financing Activities (C)</b>	<b>(2,000.00)</b>	<b>(2,000.00)</b>
<b>Net increase / (decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>(761.65)</b>	<b>1,117.82</b>
Cash and Cash Equivalents at the beginning of the year	2,132.23	1,014.41
<b>Cash and Cash Equivalents at the end of the year (Refer Note 10)</b>	<b>1,370.58</b>	<b>2,132.23</b>
See accompanying notes to the Financial Statements 1 to 41		

In terms of our report of even date attached

For **K C Mehta & Co LLP**

Chartered Accountants

Firm Registration No. 106237W / W100829

**For and on behalf of the Board of Directors**

Sd/-

**Vishal P. Doshi**

Partner

Membership No. 101533

Sd/-

**Parveen Kumar Gupta**

Chairman

DIN: 02895343

Sd/-

**Padmaja Chundurur**

Managing Director and CEO

DIN:08058663

Place : Mumbai

Date : 23<sup>rd</sup> May, 2023

Sd/-

**Chandresh Shah**

Chief Financial Officer

Sd/-

**Nikhil Arya**

Company Secretary

A42548

# Statement of Changes in Shareholder's Equity

for the year ended 31<sup>st</sup> March, 2023

## A. Equity Share Capital

	(₹ in Lakh)
<b>As at 1st April, 2021</b>	4,000.00
Changes in equity share capital during the year (Note 12)	-
<b>As at 31st March, 2022</b>	<b>4,000.00</b>
Changes in equity share capital during the year (Note 12)	-
<b>As at 31st March, 2023</b>	<b>4,000.00</b>

## B. Other Equity

	Reserves and Surplus			(₹ in Lakh)
	General Reserve	Retained Earnings	OCI Actuarial Gains / (Losses)	Total
<b>Balance as at 1<sup>st</sup> April, 2021</b>	<b>36,312.82</b>	<b>51,471.01</b>	<b>(10.67)</b>	<b>87,773.16</b>
Profit After Tax	-	18,358.66	-	18,358.66
Dividends	-	(2,000.00)	-	(2,000.00)
Other Comprehensive Income	-	-	(90.99)	(90.99)
<b>Balance as at 31st March, 2022</b>	<b>36,312.82</b>	<b>67,829.67</b>	<b>(101.66)</b>	<b>1,04,040.83</b>
Profit after tax	-	21,081.99	-	21,081.99
Dividends	-	(2,000.00)	-	(2,000.00)
Other Comprehensive Income	-	-	35.85	35.85
<b>Balance as at 31st March, 2023</b>	<b>36,312.82</b>	<b>86,911.66</b>	<b>(65.81)</b>	<b>1,23,158.67</b>

See accompanying notes to the Financial Statements 1 to 41

In terms of our report of even date attached  
For **K C Mehta & Co LLP**  
Chartered Accountants  
Firm Registration No. 106237W / W100829

For and on behalf of the Board of Directors

Sd/-  
**Vishal P. Doshi**  
Partner  
Membership No. 101533

Sd/-  
**Parveen Kumar Gupta**  
Chairman  
DIN: 02895343

Sd/-  
**Padmaja Chundurur**  
Managing Director and CEO  
DIN:08058663

Place : Mumbai  
Date : 23<sup>rd</sup> May, 2023

Sd/-  
**Chandresh Shah**  
Chief Financial Officer

Sd/-  
**Nikhil Arya**  
Company Secretary  
A42548



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## 1. General Information

### 1.1. Corporate Information

National Securities Depository Limited ("the Company") was incorporated on 27<sup>th</sup> April 2012. The Company is a Depository registered with SEBI under the provisions of Depositories Act, 1996, and Rules and Regulations framed thereunder. The Company provides electronic infrastructure for dematerialisation of securities and facilitates electronic settlement of trades in Indian Securities Market.

## 2. Significant Accounting Policies

### 2.1. Statement of Compliance

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed in the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and the financial statement also complies with presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III) notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act.

The standalone financial statements are presented in Indian Rupee (₹), which is also the functional currency of the Company, in denomination of lakhs with rounding off to two decimals as permitted by Schedule III to the Act.

The financial statements are prepared on a going concern basis as the Management is satisfied that the Company shall be able to continue its business for the foreseeable future and no material uncertainty exists that may cast significant doubt on the going concern assumption. In making this assessment, the Management has considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources.

### 2.2. Basis of Preparation

These financial statements have been prepared on the historical cost basis, except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, Level 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety which are described as follows:

**Level 1** – inputs are quoted (unadjusted) prices in active markets for identical assets or liabilities that the entity can access at the measurement date;

**Level 2** – inputs are inputs, other than quoted prices included in level 1, that are observable for the asset or liability either directly or indirectly.

**Level 3** – inputs are unobservable inputs for the assets or liability.

### 2.3. Revenue Recognition

a) The Company has applied Ind AS 115 Revenue from Contracts with Customers which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Under Ind AS 115, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for rendering services to a customer. The standard requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances related to contracts with their customers.

b) The Company derive revenue primarily from services to corporates and capital market intermediary services. The Company recognise revenue when the significant terms of the arrangement are enforceable, services have been delivered and the collectability is reasonably assured. The Company recognise revenue based on two main models: services rendered at a point in time and services rendered over time:

**Services rendered at a point in time:** Revenues and costs relating to time and service contracts are recognised as the related services are rendered.

**Services rendered over time:** Revenue from annual fee contracts is recognised proportionately over the period of the contract. When services are performed through an indefinite number of repetitive acts over a specified period of time, revenue is recognised on a straight-line basis over the specified period or under some other method that better represents the stage of completion.

The Company accounts for pricing incentives to customers by reducing the amount of revenue.

c) Interest income is accounted on accrual basis. For financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

- d) Dividend income is accounted for when the right to receive it is established.

## 2.4. Leasing

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership to the lessee.

### As a Lessee -

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been adjusted towards rent expenses in the Statement of Profit and Loss.

## 2.5. Employee Benefits

Employee benefits include provident fund, superannuation fund, gratuity fund, and compensated absences.

### Defined Contribution Plan

The Company's contribution to provident fund and superannuation fund are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made and when services are rendered by the employees.

#### i. Superannuation

The Company contributes a sum equivalent to 15% of annual basic salary of the eligible employees to an insurance company which administers the fund. The Company recognises such contributions as an expense during the period they are incurred.

#### ii. Provident Fund

Employees are entitled to receive benefits in respect of provident fund, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary (currently 12% of employees' basic salary).

### Defined Benefit Plans

#### i. Gratuity

The Company accounts for the net present value of its obligations for gratuity benefits based on an independent external actuarial valuation determined on the basis of the projected unit credit method carried out at the Balance Sheet date. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in retained earnings and is not reclassified to profit and loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

Defined benefit cost are categorised as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- Net interest expense or income; and
- Remeasurement



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## ii. Other Employee Benefits

### Performance Incentive and Compensated Absences

The amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the period when the employees render the services. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The Company accounts for the net present value of its obligations for compensated absences based on an independent external actuarial valuation carried out at the Balance Sheet date. The cost of short-term compensated absences is accounted as under:

- (a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and
- (b) in case of non-accumulating compensated absences, when the absences occur.

## 2.6. Tax on Income

Income tax expense represents the sum of the tax currently payable and deferred tax.

### i. Current Tax

The tax currently payable is based on taxable profit for the period. Taxable profit differs from 'Profit Before Tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) prescribed therein. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### ii. Deferred Tax

Deferred tax is recognised on the temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable

profits will be available against which deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period when the liability is settled or the asset realised based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

### iii. Current and Deferred Tax for the period

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

## 2.7. Property, Plant and Equipment

Property, Plant & Equipment carried at cost less accumulated depreciation and amortisation and impairment losses, if any. The cost comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use.

### i. Capital Work-in-Progress

Projects under which tangible fixed assets that are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses, and interest attributable.

## 2.8. Intangible Assets

Intangible assets purchased are measured at cost as of the date of acquisition less accumulated amortisation and accumulated impairment, if any.

### i. Intangible Assets under Development

Projects under which Intangible assets that are not yet ready for their intended use are carried at cost, comprising Development expenses and software expenses.

## 2.9. Depreciation and Amortisation

Depreciation is charged so as to write off the cost of assets other than Capital work-in-progress less its estimated residual value over the useful lives as prescribed in Schedule II to the Companies Act, 2013, using the straight-line method.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

Intangible assets are amortised on a straight line basis. Computer software is amortised over 24 months or useful life, whichever is lower.

## 2.10. Provision and Contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made.

Provisions are discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

### Contingent Liabilities and Assets

Contingent liabilities are when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Contingent liabilities are not recognised but are disclosed in the notes.

Contingent asset is a possible asset that arises from past events the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise. Contingent assets are neither recognised nor disclosed in the financial statements.

## 2.11. Foreign Currency Transactions and Balances

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the exchange rates prevailing at reporting date of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Profit and Loss and reported within foreign exchange gains/ (losses).

## 2.12. Investments in Subsidiaries and Associates

Investments in subsidiaries and associates are measured at cost. Dividend income if any from subsidiaries and associates is recognised when its right to receive the dividend is established.

## 2.13. Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. All financial instruments are recognised initially at fair value.

## 2.14. Financial Assets

Financial assets are (Investment in Mutual Funds, Non-Convertible Debentures, Bonds, and Government Securities) classified into the following specified categories: financial assets "at amortised cost", "fair value through other comprehensive income", "fair value through Profit or Loss". The classification depends on the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset at the time of initial recognition.

Financial assets are recognised by the Company as per its business model. All Financial Assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction cost that are attributable to the acquisition of the Financial Asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Transaction costs directly attributable to the acquisition of financial assets measured at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

All equity instruments are measured at fair value other than investments in unquoted equity shares including investment in subsidiaries and associates. Equity instruments held for trading is classified as FVTPL. For all other equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in OCI. The Company makes such election on an instrument-by-instrument basis.

Income and expense is recognised on an effective interest basis for debt instrument. All other investments are classified as Fair Value Through Profit or Loss (FVTPL). The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

### Impairment of Financial Assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss. Financial assets are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

Objective evidence of impairment could include -

- Significant financial difficulty of the users or counterparty; or
- Default or delinquency in interest or principal payments; or



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

- It becoming probable that the borrower will enter bankruptcy or financial reorganisation.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade and other receivables. For financial assets measured at amortised cost, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

## Expected Credit Losses on Trade Receivables

For trade receivables the Company measures the loss allowance at an amount equal to life time expected credit losses. Further, for the purpose of measuring life time expected credit losses for trade receivables, the company follows simplified approach as permitted under IndAS 109.

## De-recognition of Financial Assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

## 2.15. Impairment of Non-Financial Assets

The Company assesses at each reporting date whether there is any observable evidence that a non-financial asset or a company of non-financial assets is impaired. If any such indication exists, the Company estimates the amount of impairment loss. An impairment loss is calculated as the difference between an asset's carrying amount and recoverable amount. Losses are recognised in Statement of profit and loss and reflected in an allowance account. When the Company considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised, then the previously recognised impairment loss is reversed through statement of profit and loss.

## 2.16. Financial Liabilities and Equity Instruments

### Classification as Debt or Equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

### Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deduction all of its liabilities.

### Financial Liabilities

#### i. Initial Recognition and Measurement:

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

#### ii. Subsequent Measurement

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the statement of profit and loss.

### Derecognition of Financial Liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

## 2.17. Cash and Cash Equivalents

Cash and cash equivalents comprise of cash on hand, balances in current account and demand deposits with banks having an original maturity of three months or less. These do not include bank balances earmarked/ restricted for specific purposes

Bank balances other than cash and cash equivalents comprises of demand deposits with banks having an original maturity of more than three months.

## 2.18. Use of Estimates and Judgement

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, incomes, expenses, disclosure of contingent assets and disclosure of contingent liabilities. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognised in the period in which the estimates are

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements :

## Useful lives of Property, Plant and Equipment/ Intangible Assets

Property, Plant and Equipment/ Intangible Assets are depreciated/amortised over their estimated useful lives, after taking into account estimated residual value. The useful lives and residual values are based on the Company's historical experience with similar assets and taking into account anticipated technological changes or commercial obsolescence. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The depreciation / amortisation for future periods is revised, if there are significant changes from previous estimates and accordingly, the unamortised/depreciable amount is charged over the remaining useful life of the assets.

## Contingent Liabilities and Assets

Contingent Liabilities are disclosed when there is a possible obligation arising from the past events, the existence of which will be confirmed only by the occurrence or non - occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

## Income Taxes

The Company's tax jurisdiction is in India. Significant judgements are involved in determining the provision for income taxes, deferred tax assets and liabilities including the amount expected to be paid or recovered in connection with uncertain tax positions.

## Expected Credit Losses on Trade Receivables

The Company estimates the probability of collection of trade receivable by analyzing historical payment patterns, customer status, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances are made.

## Employee Benefits

Defined employee benefit assets / liabilities determined based on the present value of future obligations using assumptions determined by the Company with advice from an independent qualified actuary.

## 2.19. Operating cycle

Based on the activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company

has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

## 2.20. New Standards / amendments and other changes effective April 1, 2022 or thereafter

Ministry of Corporate Affairs notifies new standard or amendments to the existing standards. During the year, no new standard or modifications in existing standards have been notified which will be applicable from April 1, 2022, or thereafter but prior to April 1, 2023.

## 2.21. New Standards/ amendments issued but not yet effective

Ministry of Corporate Affairs notifies new standard or amendments to the existing standards. On 31<sup>st</sup> March 2023, vide Notification G.S.R. 242(E) dated 31<sup>st</sup> March 2023, modifications in existing standards have been notified which will be applicable from April 1, 2023 as below:

### a. Ind AS 1 - Presentation of Financial Statements:

The amendment proposes the company to disclose material accounting policy information rather than significant accounting policy. An accounting policy information is material when it is considered together with other information included in an entity's financial statement, and it can reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements. The effective date for adoption of this amendment is reporting periods beginning on or after April 1, 2023. The effect of this amendment is expected to be insignificant.

### b. Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors:

The amendments propose new definition of "Accounting Estimates" which replaces the definition of "Change in Accounting Estimates". As per the new definition, "Accounting estimates are monetary amounts in financial statements that are subject to measurement uncertainty". The effective date of this amendment is reporting periods beginning on or after April 1, 2023. The effect of this amendment is expected to be insignificant.

### c. Ind AS 12 - Income Taxes:

The amendment narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences in context to leases and decommissioning liabilities. Subsequently, post this amendment, the company need to recognise deferred tax asset and liability on lease and decommissioning liability. The effective date of this amendment is reporting periods beginning on or after April 1, 2023. The effect of this amendment is expected to be insignificant.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## Note 3: Property, Plant and Equipment, Other Intangible Assets, and Right of Use of Assets

Gross Block	Property, Plant and Equipment							Other Intangible Assets	Right of Use of Assets	
	Buildings	Computers	Data and Tele-Communication Equipment	Electrical Installations	Office Equipment	Furniture and Fixtures	Leasehold Improvements			Vehicle
<b>Description of Asset</b>										
<b>As at 1<sup>st</sup> April, 2021</b>	3,517.82	6,763.87	1,399.77	208.86	384.38	269.02	21.19	46.30	10,169.30	246.22
Additions during the year	-	777.51	5.66	-	100.69	0.08	3.75	-	346.34	-
Deductions	-	(3,231.30)	(1,119.72)	(44.54)	(85.72)	(52.62)	-	(46.30)	(29.63)	-
<b>As at 31st March, 2022</b>	3,517.82	4,310.08	285.71	164.32	399.35	216.48	24.94	-	10,486.01	246.22
Additions during the year	-	590.55	87.44	1.58	25.51	2.29	-	-	140.15	105.07
Deductions	-	-	(4.19)	-	-	-	(3.75)	-	-	(22.04)
<b>As at 31st March, 2023</b>	3,517.82	4,900.63	368.96	165.90	424.86	218.77	21.19	-	10,626.16	329.25

Accumulated Depreciation and Amortisation	Property, Plant and Equipment							Other Intangible Assets	Right of Use of Assets	
	Buildings	Computers	Data and Tele-Communication Equipment	Electrical Installations	Office Equipment	Furniture and Fixtures	Leasehold Improvements			Vehicle
<b>Description of Asset</b>										
<b>As at 1<sup>st</sup> April, 2021</b>	3,060.46	4,650.75	1,192.89	190.18	348.16	236.29	3.60	20.42	9,718.54	140.42
Depreciation / amortisation for the year	8.92	501.88	33.46	1.76	16.52	5.25	2.44	3.07	379.06	46.12
Deductions	-	(3,059.92)	(1,073.22)	(42.32)	(81.28)	(50.00)	-	(23.49)	(29.63)	-
<b>As at 31st March, 2022</b>	3,069.38	2,092.71	153.13	149.62	283.40	191.54	6.04	-	10,067.97	186.54
Depreciation / amortisation for the year	8.92	569.45	32.69	0.94	26.68	3.26	2.53	-	355.50	33.59
Deductions	-	-	(3.98)	-	-	-	(0.49)	-	-	-
<b>As at 31st March, 2023</b>	3,078.30	2,662.16	181.84	150.56	310.08	194.80	8.08	-	10,423.47	220.13

Accumulated Depreciation and Amortisation	Property, Plant and Equipment							Other Intangible Assets	Right of Use of Assets	
	Buildings	Computers	Data and Tele-Communication Equipment	Electrical Installations	Office Equipment	Furniture and Fixtures	Leasehold Improvements			Vehicle
<b>Description of Asset</b>										
<b>As at 31<sup>st</sup> March, 2022</b>	448.44	2,217.37	132.58	14.70	115.95	24.94	18.90	-	418.04	59.68
<b>As at 31st March, 2023</b>	439.52	2,238.47	187.12	15.34	114.78	23.97	13.11	-	202.69	109.12

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## Note 3(a): Capital work-in-progress and Intangible Asset Under Development (IAUD)

Particulars	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
Capital work-in-progress	24.38	
Intangible Asset Under Development	279.17	-
<b>Total</b>	<b>303.55</b>	<b>-</b>

### 3 (a)(i) Capital work-in-progress and Intangible Asset Under Development Aging Schedule as on 31st March, 2023

	Amount in Capital work-in-progress and IAUD for a period of				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
<b>Capital work-in-progress</b>					
Projects in progress	24.38	-	-	-	24.38
<b>Intangible Asset Under Development</b>					
Projects in progress	279.17	-	-	-	279.17
<b>Total</b>	<b>303.55</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>303.55</b>

### 3 (a)(ii) Capital work-in-progress and Intangible Asset Under Development Aging Schedule as on 31st March, 2022

	Amount in Capital work-in-progress and IAUD for a period of				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
<b>Capital work-in-progress</b>					
Projects in progress	-	-	-	-	-
<b>Intangible Asset Under Development</b>					
Projects in progress	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

### 3 (a)(iii) For Capital work-in-progress and Intangible Asset Under Development whose completion is overdue or has exceeded its cost compared to its original plan

There is no time and cost overrun for any of the projects forming part of IAUD in view of readiness of an asset for intended management use.

## Note 4: Non-Current Investments

	Rate of Interest	Year of Maturity	Nos.	Face Value / NAV (₹)	(₹ in Lakh)	
					As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>(a) Investment in Equity Instruments of Subsidiaries (at cost)</b>						
1 NSDL Database Management Limited			6,10,50,000	10	6,105.00	6,105.00
2 NSDL Payments Bank Limited			16,00,00,000	10	16,000.00	16,000.00
<b>Sub-total</b>					<b>22,105.00</b>	<b>22,105.00</b>
<b>(b) Investment in Equity Instruments of Associate (at cost)</b>						
India International Bullion Holding IFSC Ltd.			30,00,00,000	1	3,000.00	2,000.00
<b>Sub-total</b>					<b>3,000.00</b>	<b>2,000.00</b>
<b>(c) Investment in Equity Instruments of Other Entity (at FVTPL)</b>						
Open Network For Digital Commerce			10,00,000	100	1,000.00	-
<b>Sub-total</b>					<b>1,000.00</b>	<b>-</b>



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

(₹ in Lakh)

	Rate of Interest	Year of Maturity	Nos.	Face Value / NAV (₹)	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>(d) Investment in Debentures or Bonds (at amortised cost)</b>						
1 India Infrastructure Finance Company Limited	9.41	2037	3	10,00,000	34.83	34.94
2 Power Finance Corporation of India Limited *	7.35	2035	50,000	1,000	526.31	526.88
3 National Housing Bank *	8.76	2034	8,000	5,000	428.47	429.67
4 Housing and Urban Development Corporation Limited*	8.76	2034	5,000	1,000	54.53	54.73
5 India Infrastructure Finance Company Limited*	8.66	2034	70,000	1,000	846.22	854.75
6 NTPC Limited*	8.66	2033	92,899	1,000	1,118.54	1,129.28
7 NHPC Ltd.*	8.67	2033	49,420	1,000	602.87	607.35
8 India Infrastructure Finance Company Limited*	7.40	2033	50,000	1,000	549.93	552.95
9 National Highway Authority of India Limited *	7.35	2031	1,89,883	1,000	2,131.33	2,143.78
10 Indian Renewable Energy Development Agency Limited*	7.49	2031	50,000	1,000	509.79	510.03
11 National Bank for Agriculture and Rural Development*	7.35	2031	4,40,010	1,000	4,724.51	4,754.66
12 Indian Railway Finance Corporation Limited *	7.35	2031	99,000	1,000	1,080.85	1,086.00
13 Housing and Urban Development Corporation Limited*	7.39	2031	1,00,000	1,000	1,116.40	1,125.77
14 Indian Railway Finance Corporation Limited *	7.28	2030	11,074	1,000	123.58	124.45
15 National Bank for Agriculture and Rural Development*	6.49	2030	50	1,000	478.22	-
16 National Housing Bank *	8.68	2029	30,000	5,000	1,593.17	1,605.04
17 Indian Railway Finance Corporation Limited *	8.40	2029	63,000	1,000	715.90	719.72
18 Rural Electrification Corporation Limited *	8.80	2029	100	1,000	1,134.14	-
19 Power Finance Corporation of India Limited *	8.85	2029	100	1,000	1,134.61	-
20 Indian Railway Finance Corporation Limited *	7.48	2029	100	1,000	1,068.08	-
21 NHPC Ltd.*	8.54	2028	81,428	1,000	942.06	948.65
22 Power Finance Corporation of India Limited *	8.46	2028	40	10,00,000	419.57	419.61
23 Rural Electrification Corporation Limited *	8.46	2028	60,000	1,000	681.51	691.34
24 Rural Electrification Corporation Limited *	8.46	2028	157	10,00,000	1,804.43	1,830.87
25 Indian Railway Finance Corporation Limited *	8.48	2028	100	10,00,000	1,134.69	1,142.32
26 Indian Railway Finance Corporation Limited *	7.34	2028	60,000	1,000	624.36	624.92
27 India Infrastructure Finance Company Limited*	8.26	2028	80	10,00,000	876.06	880.90
28 National Housing Bank *	8.46	2028	90	10,00,000	998.78	1,008.24
29 Housing and Urban Development Corporation Limited*	8.56	2028	20	10,00,000	229.97	233.00
30 PFC (SERIES 172)	7.74	2028	250	10,00,000	2,517.61	-
31 National Highway Authority of India Limited *	8.30	2027	1,40,000	1,000	1,495.22	1,505.67
32 Power Finance Corporation of India Limited *	8.30	2027	50,000	1,000	526.39	528.13
33 Indian Railway Finance Corporation Limited *	7.38	2027	100	10,00,000	1,103.28	1,116.22
34 Indian Railway Finance Corporation Limited *	8.10	2027	50,000	1,000	557.73	566.34
35 Rural Electrification Corporation Limited *	8.12	2027	1,00,000	1,000	1,136.32	1,152.65
36 Power Grid Corporation of India Limited	7.20	2027	150	10,00,000	1,631.91	1,644.50
37 Power Grid Corporation of India Limited	9.25	2027	50	10,00,000	553.59	-
38 IRFC	7.33	2027	200	10,00,000	2,129.76	-
39 Power Finance Corporation of India Limited	6.09	2026	100	10,00,000	1,027.22	1,030.35
40 NHPC Ltd.	7.13	2026	1,000	2,00,000	2,077.97	2,097.39
41 Power Grid Corporation of India Limited	7.36	2026	150	10,00,000	1,610.28	1,626.87
42 Rural Electrification Corporation Limited *	7.52	2026	50	5,00,000	530.47	-
43 NHPC Ltd.	7.52	2026	50	5,00,000	537.37	-

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

(₹ in Lakh)

	Rate of Interest	Year of Maturity	Nos.	Face Value / NAV (₹)	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
44 NABARD	7.40	2026	250	10,00,000	2,529.23	-
45 NTPC Limited*	7.15	2025	171	10,00,000	1,885.19	1,925.37
46 IDFC FIRST Bank Limited	9.03	2025	5	10,00,000	55.58	55.57
47 IDFC FIRST Bank Limited	8.80	2025	4	10,00,000	42.41	42.43
48 Indian Renewable Energy Development Agency Limited*	7.17	2025	60	10,00,000	621.38	623.11
49 Power Grid Corporation of India Limited	8.85	2025	50	12,50,000	554.95	567.90
50 Power Grid Corporation of India Limited	9.64	2025	21	12,50,000	302.81	310.91
51 National Bank for Agriculture and Rural Development	5.70	2025	150	10,00,000	1,546.08	1,520.86
52 Power Finance Corporation of India Limited	6.50	2025	50	10,00,000	510.33	-
53 Rural Electrification Corporation Limited *	5.85	2025	50	10,00,000	492.65	-
54 REC	5.85	2025	150	10,00,000	1,463.13	-
55 HDB Financial Services Limited					-	10.15
56 Housing and Urban Development Corporation Limited*					-	527.93
57 National Housing Bank*					-	1,429.00
58 Indian Railways Finance Corporation Limited*					-	578.37
59 National Bank for Agriculture and Rural Development	5.27	2024	50	10,00,000	523.12	523.40
60 India Infrastructure Finance Company Limited*					-	544.20
61 Power Finance Corporation of India Limited	9.25	2024	6	10,00,000	67.80	63.47
62 NTPC Limited*	8.41	2023	1,50,000	1,000	-	1,588.61
63 NHPC LIMITED*	8.18	2023	32,210	1,000	-	370.36
<b>Sub-total</b>					<b>55,713.49</b>	<b>45,989.61</b>
<b>(e) Investment in Government Securities (at amortised cost)</b>						
1 7.54% GOI 2036	7.54	2036	10,00,000	100	3,635.03	-
2 7.40% GOI 2035	7.40	2035	10,00,000	100	1,006.59	-
3 6.64% GOI 2035	6.64	2035	10,00,000	100	961.17	-
4 6.54% GOI 2032	6.54	2032	25,00,000	100	4,327.33	-
5 7.95% GOI 2032	7.95	2032	5,00,000	100	522.43	-
6 7.26% GOI 2032	7.26	2032	10,00,000	100	1,000.13	-
7 6.10% GOI 2031	6.10	2031	30,00,000	100	4,701.25	-
8 6.68% GOI 2031	6.68	2031	10,00,000	100	1,938.39	-
9 9.20% GOI 2030	9.20	2030	5,00,000	100	576.96	-
10 7.10% GOI 2029	7.10	2029	10,00,000	100	1,022.17	-
11 6.79% GOI 2029	6.79	2029	10,00,000	100	991.03	-
12 6.45% GOI 2029	6.45	2029	10,00,000	100	987.55	-
13 6.79% GOI 2027	6.79	2027	15,00,000	100	1,512.43	-
14 8.15% GOI 2026	8.15	2026	20,00,000	100	2,114.11	-
15 8.20% GOI 2025	8.20	2025	20,000	100	206.45	-
16 8.20% GOI 2025	8.20	2025	30,000	100	309.66	-
<b>Sub-total</b>					<b>25,812.68</b>	<b>-</b>
<b>(f) Investment in Mutual Funds (at FVTPL)</b>						
1 AXIS AAA Bond Plus SDL ETF 2026 (TMF)			75,00,000	10.89	816.75	-
2 ICICI Prudential PSU BOND Plus SDL 40:60 Index			19,67,050	10.44	205.29	-
3 SBI CPSE Bond PLUS SDL SEP 2026 50-50 Index Fund			1,01,66,743	10.40	1,057.27	-
4 Nippon India ETF Nifty CPSE Bond Plus SDL 2024			4,60,000	111.76	514.10	-
<b>Sub-total</b>					<b>2,593.41</b>	<b>-</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

(₹ in Lakh)

	Rate of Interest	Year of Maturity	Nos.	Face Value / NAV (₹)	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>(g) Investment in ETF Bonds (at FVTPL)</b>						
1 Edelweiss Bharat Bond ETF		2025	49,997	1,000	556.34	542.05
2 Edelweiss Bharat Bond ETF					-	1,170.44
<b>Sub-total</b>					<b>556.34</b>	<b>1,712.49</b>
<b>Total</b>					<b>1,10,780.92</b>	<b>71,807.10</b>
* Investment in tax free bonds						
Aggregate amount of quoted investment					84,675.92	47,702.10
Aggregate market value of quoted investment					84,436.42	49,799.15
Aggregate amount of unquoted investments					26,105.00	24,105.00

## Note 5: Other Financial Assets

(₹ in Lakh)

	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Non-Current	Current	Non-Current	Current
Security deposits	447.04	64.07	548.04	18.20
Interest accrued on fixed deposits	-	4.80	-	37.41
Deposits with original maturity of more than twelve months*	1,419.05	-	16,559.11	-
Others**	-	247.53	-	125.08
<b>Total</b>	<b>1,866.09</b>	<b>316.40</b>	<b>17,107.15</b>	<b>180.69</b>

\* Includes FD earmarked for future payments.

\*\* Includes balances with related parties - Refer Note 25

## Note 6: Deferred Tax Asset (net)

(₹ in Lakh)

	As at 31 March, 2023	As at 31 March, 2022
<b>Deferred Tax Asset :</b>		
Lease Liability (Refer Note 26)	2.55	2.61
Employee benefits	273.78	275.21
Expected credit loss	613.37	453.40
	<b>889.70</b>	<b>731.22</b>
<b>Less: Deferred Tax Liability :</b>		
Property, plant and equipment	59.68	59.63
	<b>59.68</b>	<b>59.63</b>
<b>Net Deferred Tax Asset</b>	<b>830.02</b>	<b>671.59</b>

## The movement in Deferred Tax Asset and Liabilities:

(₹ in Lakh)

	As at 31 March, 2022	Credited / (Charge) to Profit and Loss	Credited / (Charge) to Other Comprehensive Income	As at 31 March, 2023
<b>Deferred Tax Asset :</b>				
Lease Liability (Refer Note 26)	2.61	(0.06)	-	2.55
Employee benefits	275.21	10.63	(12.06)	273.78
Expected credit loss	453.40	159.97	-	613.37
	<b>731.22</b>	<b>170.54</b>	<b>(12.06)</b>	<b>889.70</b>
<b>Less: Deferred Tax Liability :</b>				
Property, plant and equipment	59.63	0.05	-	59.68
	<b>59.63</b>	<b>0.05</b>	<b>-</b>	<b>59.68</b>
<b>Net Deferred Tax Asset</b>	<b>671.59</b>	<b>170.50</b>	<b>(12.06)</b>	<b>830.02</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## The movement in Deferred Tax Asset and Liabilities:

	(₹ in Lakh)			
	As at 1 <sup>st</sup> April, 2021	Credited / (Charge) to Profit and Loss	Credited / (Charge) to Other Comprehensive Income	As at 31 <sup>st</sup> March, 2022
<b>Deferred Tax Asset :</b>				
Lease Liability (Refer Note 26)	2.31	0.30	-	2.61
Employee Benefit	273.11	(28.51)	30.61	275.21
Expected credit loss	301.22	152.18	-	453.40
	<b>576.64</b>	<b>123.97</b>	<b>30.61</b>	<b>731.22</b>
<b>Less: Deferred Tax Liability :</b>				
Property, plant and equipment	92.24	(32.61)	-	59.63
	<b>92.24</b>	<b>(32.61)</b>	<b>-</b>	<b>59.63</b>
<b>Net Deferred Tax Asset</b>	<b>484.40</b>	<b>156.57</b>	<b>30.61</b>	<b>671.59</b>

## Note 7: Other Assets

	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Non-Current	Current	Non-Current	Current
Capital advances	991.33	-	-	-
Prepaid expenses	17.61	332.14	55.49	240.83
Advance to employees for expenses	-	15.87	-	15.53
GST credit receivable	-	717.72	-	1,286.61
<b>Total</b>	<b>1,008.94</b>	<b>1,065.73</b>	<b>55.49</b>	<b>1,542.97</b>

## Note 8: Current Investments

	Rate of Interest	Nos.	Face Value / NAV (₹)	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>(a) Current portion of Long-Term Investments :</b>					
<b>Investment in Debentures or Bonds (at amortised cost)</b>					
1 Rural Electrification Corporation Limited *				-	102.70
2 Power Finance Corporation of India Limited *				-	517.48
3 Indian Railway Finance Corporation Limited *				-	778.28
4 Power Finance Corporation of India Limited *				-	1,028.24
5 NTPC Limited*	8.41	1,50,000	1,000	1,554.65	-
6 NHPC LIMITED*	8.18	32,210	1,000	356.69	-
7 HDB Financial Services Limited	10.19	1	10,00,000	10.10	-
8 Housing and Urban Development Corporation Limited*	8.51	50,000	1,000	517.61	-
9 National Housing Bank*	8.25	26,384	5,000	1,375.78	-
10 Indian Railways Finance Corporation Limited*	8.23	50,000	1,000	558.04	-
11 India Infrastructure Finance Company Limited*	8.41	50,000	1,000	524.50	-
<b>Sub-total</b>				<b>4,897.37</b>	<b>2,426.70</b>
<b>(b) Other Current Investments :</b>					
<b>Investment in Mutual Funds (at FVTPL)</b>					
1 Units of Axis Liquid Fund - Direct Growth		-	-	-	804.58
2 Units of UTI Treasury Advantage Fund - Daily Dividend Reinvestment		70,122	1,162.96	815.49	774.32
3 Units of Axis Liquid Fund -Direct Plan- Daily Dividend		157	1,000.96	1.57	1.49
4 Units of IDFC Liquid Fund - Direct Plan - Daily Dividend		97	1,001.67	0.97	0.92
5 Units of HDFC Liquid Fund- Daily Dividend Reinvestment		72,858	1,019.82	743.02	706.87



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

(₹ in Lakh)

	Rate of Interest	Nos.	Face Value / NAV (₹)	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
6 Units of ICICI Prudential Liquid Fund Dir Growth		-	-	-	727.82
7 Units of IDBI Ultra Short Term Fund- Daily Dividend Reinvestment		96	1,031.19	0.99	0.95
8 Units of Principal Debt Opportunity Conservative Fund- Daily Dividend Reinvestment		65,932	1,008.26	664.77	630.90
9 Units of UTI Liquid Fund - Daily Dividend Reinvestment		69,710	1,065.07	742.46	708.99
10 Units of L&T Banking & PSU debt fund		29,88,465	21.51	642.95	628.07
11 Units of Sundaram Corporate bond fund		37,67,812	34.97	1,317.45	1,261.09
12 Franklin India FMP SR 4 PL F (1286 Days)			-	-	1,326.84
13 Nippon India Fixed Horizon Fund - XXXIX - Series 09			-	-	1,328.87
14 Kotak FMP Series 248			-	-	1,334.21
15 Sundaram Fixed Term Plan - IS 1120 Days			-	-	628.02
16 SBI Debt fund series C 49			-	-	1,252.88
17 SBI Debt fund series C 50			-	-	1,247.75
18 Kotak FMP Series 267			-	-	623.86
19 ICICI Prudential Mutual Fund Corporate Bond		1,02,81,414	26.00	2,673.08	1,013.34
20 AXIS MUTUAL FUND CORP DBT FD DIR GROWTH		1,07,10,331	14.94	1,601.60	-
21 Kotak Mahindra Mutual Fund Corporate Bond		32,390	3,272.56	1,059.97	1,014.73
22 UTI Corporate Bond Fund - Direct Growth Plan Growth		37,88,751	13.99	529.87	507.80
23 IDFC Prudential Mutual Fund Corporate Bond		63,36,417	16.59	1,050.89	1,016.37
24 Edelweiss Bharat Bond ETF		1,00,000	1,224.34	1,224.34	-
<b>Sub-total</b>				<b>13,069.42</b>	<b>17,540.67</b>
<b>Total</b>				<b>17,966.79</b>	<b>19,967.37</b>
* Investment in tax free bonds					
Note - The Repurchase Price / NAV has been considered as the Quoted Market Price					
Aggregate amount of quoted investment				17,966.79	19,967.37
Aggregate market value of quoted investment				17,833.26	19,947.14
Aggregate amount of unquoted investments				-	-

## Note 9: Trade Receivables

(₹ in Lakh)

	As at 31 March, 2023	As at 31 March, 2022
Trade receivables considered good - Secured,	194.79	290.50
Trade receivables considered good - Unsecured,	6,823.54	8,522.83
<b>Trade receivables credit impaired - Unsecured</b>		
Which have significant increase in credit risk	23.92	-
Credit Impaired	2,412.99	1,801.34
	<b>9,455.24</b>	<b>10,614.67</b>
<b>Less: Expected credit loss / Allowance for doubtful debts (Refer Note 2.14)</b>		
Trade receivables -Unsecured / Allowance for doubtful debts	2,436.91	1,801.34
	<b>2,436.91</b>	<b>1,801.34</b>
<b>Total</b>	<b>7,018.33</b>	<b>8,813.33</b>

Footnote: .

- 1) The average credit period on sale of services is 30 days. No interest is charged on trade receivables for the first 30 days from the date of invoice. Thereafter, interest is charged at the range of 12% to 24% p.a. on certain categories of receivables.
- 2) The Company has appropriate levels of control procedures for new customers which ensures the potential customer's credit quality. Credit limits attributed to customers are reviewed periodically by the Management.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## 9 (a) Movement in Expected Credit Loss

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
Balance at the beginning of the year	1,801.34	1,196.74
Provision during the period	635.57	604.60
Reversal during the period	-	-
<b>Balance at the end of the year</b>	<b>2,436.91</b>	<b>1,801.34</b>

## 9 (b) Trade Receivables Ageing Schedule as on 31st March, 2023

	Outstanding for following periods from due date of payment							Total
	Unbilled	Current but not due	Less than 6 Months	6 Months -1 Year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed, trade receivables - considered good	801.73	571.39	548.82	3,018.27	1,660.70	417.42	-	7,018.33
Which have significant increase in credit risk	-	-	-	-	23.92	-	-	23.92
Credit Impaired	-	-	-	-	362.13	973.94	1,076.92	2,412.99
Less: Expected credit loss / Allowance for doubtful debts	-	-	-	-	386.05	973.94	1,076.92	2,436.91
<b>Total</b>	<b>801.73</b>	<b>571.39</b>	<b>548.82</b>	<b>3,018.27</b>	<b>1,660.70</b>	<b>417.42</b>	<b>-</b>	<b>7,018.33</b>

## 9 (c) Trade Receivables Ageing Schedule as on 31st March, 2022

	Outstanding for following periods from due date of payment							Total
	Unbilled	Current but not due	Less than 6 Months	6 Months -1 Year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed, trade receivables - considered good	887.57	640.78	1,011.56	4,963.14	1,213.78	96.50	-	8,813.33
Undisputed, trade receivables - credit impaired - Unsecured	-	-	-	-	401.58	623.21	776.55	1,801.34
Less: Expected credit loss	-	-	-	-	401.58	623.21	776.55	1,801.34
<b>Total</b>	<b>887.57</b>	<b>640.78</b>	<b>1,011.56</b>	<b>4,963.14</b>	<b>1,213.78</b>	<b>96.50</b>	<b>-</b>	<b>8,813.33</b>

## Note 10: Cash and Cash Equivalents

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
Cash on hand	0.55	0.55
Balances with banks:		
i) in current accounts	304.28	196.43
ii) in sweep fixed deposit	1,065.75	1,935.25
<b>Total</b>	<b>1,370.58</b>	<b>2,132.23</b>

## Note 11: Bank Balances other than Cash and Cash Equivalents

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
Other bank balances:		
i) in current accounts*	17,111.57	14,297.64
<b>Total</b>	<b>17,111.57</b>	<b>14,297.64</b>

\* These balances have restriction on repatriation.



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## Note 12: Equity Share Capital

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
<b>Authorised</b>		
500,000,000 equity shares of ₹2 each with voting rights*	10,000.00	10,000.00
<b>Issued, Subscribed and Fully Paid - up :</b>		
200,000,000 equity shares of ₹2 each fully paid up with voting rights*	4,000.00	4,000.00
<b>Total</b>	<b>4,000.00</b>	<b>4,000.00</b>

\*Refer Note No.29.1 for details regarding sub-division of shares during the year.

**12 (a)** There are no promoters as on 31<sup>st</sup> March, 2023 and 31<sup>st</sup> March, 2022.

### 12 (b) Details of Shares held by each Shareholder holding more than 5% :

	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Number of Shares held*	% Holding	Number of Shares held*	% Holding
IDBI Bank Ltd.	5,22,00,000	26.10	5,22,00,000	26.10
National Stock Exchange of India Ltd.	4,80,00,000	24.00	4,80,00,000	24.00
HDFC Bank Limited	1,78,99,500	8.95	1,98,99,500	9.95
Administrator of the Specified Undertaking of the Unit Trust of India- Unit Scheme 1964	1,36,60,000	6.83	1,36,60,000	6.83

\*Refer Note No.29.1 for details regarding sub-division of shares during the year.

**12 (c)** The Company has one class of equity shares having a par value of ₹2 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors, (except in case of interim dividend), is subject to the approval of the share holders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all dues, proportionate to their shareholding.

### 12 (d) Reconciliation of the Shares outstanding at the beginning and end of the year :

	No of shares*	(₹ in lakhs)
<b>Balance as at 1st April, 2021</b>	20,00,00,000	4,000
Add: Issue of Shares	-	-
<b>Balance as at 31st March, 2022</b>	<b>20,00,00,000</b>	<b>4,000</b>
Add: Issue of Shares	-	-
<b>Balance as at 31st March, 2023</b>	<b>20,00,00,000</b>	<b>4,000</b>

\*Refer Note No.29.1 for details regarding sub-division of shares during the year.

**12 (e)** On 23<sup>rd</sup> May, 2023, the Board of Directors of the Company have recommended a final dividend of ₹ 1 per equity share of the face value of ₹ 2 per share (PY ₹5.00 per equity share of the face value of ₹ 10 per share) in respect of the year ended 31<sup>st</sup> March, 2023, subject to approval of shareholders at the Annual General Meeting. If approved, the dividend would result in a cash outflow of ₹ 2000.00 lakhs (PY ₹2000.00 lakhs).

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## Note 13: Other Equity

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
<b>General Reserve</b>		
Balance at the beginning of the year	36,312.82	36,312.82
Add: Transferred from retained earning	-	-
<b>Balance as at the end of the year</b>	<b>36,312.82</b>	<b>36,312.82</b>
<b>Retained Earnings</b>		
Balance at the beginning of the year	67,829.67	51,471.01
Profit for the year	21,081.99	18,358.66
Less: Dividend (Refer Note 12(e))	(2,000.00)	(2,000.00)
<b>Balance as at the end of the year</b>	<b>86,911.66</b>	<b>67,829.67</b>
<b>Other Comprehensive Income</b>		
Balance at the beginning of the year	(101.66)	(10.67)
Other comprehensive income for the year	35.85	(90.99)
Balance as at the end of the year	<b>(65.81)</b>	<b>(101.66)</b>
<b>Total</b>	<b>1,23,158.67</b>	<b>1,04,040.83</b>

## Note 14: Other Financial Liabilities (Non-Current)

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
<b>Others:</b>		
Incentive payable to employees	481.42	414.65
<b>Total</b>	<b>481.42</b>	<b>414.65</b>

## Note 15: Trade Payables

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
Amounts due to micro enterprise and small enterprises*	385.49	151.47
Others	2,309.53	1,516.65
<b>Total</b>	<b>2,695.02</b>	<b>1,668.12</b>

\* Dues to micro enterprise and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

## 15 (a) Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
Principal amount remaining unpaid to any supplier as at the end of the accounting period.	385.49	151.47
Interest due thereon remaining unpaid to any supplier as at the end of the accounting period.	-	-
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day.	-	-
The amount of interest due and payable for the period.	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting period.	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid.	-	-
<b>Total</b>	<b>385.49</b>	<b>151.47</b>



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## 15 (b) Trade Payables Ageing Schedule as on 31st March, 2023

	Outstanding for following periods from due date of payment						(₹ in Lakh)
	Unbilled dues	Current but not due	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Amounts due to MSME	355.27	-	30.22	-	-	-	385.49
Others	2,094.12	-	96.54	116.12	2.75	-	2,309.53
<b>Total</b>	<b>2,449.39</b>	<b>-</b>	<b>126.76</b>	<b>116.12</b>	<b>2.75</b>	<b>-</b>	<b>2,695.02</b>

## 15 (c) Trade Payables Ageing Schedule as on 31st March, 2022

	Outstanding for following periods from due date of payment						(₹ in Lakh)
	Unbilled dues	Current but not due	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Amounts due to MSME	90.49	-	60.98	-	-	-	151.47
Others	890.05	-	606.53	20.07	-	-	1,516.65
<b>Total</b>	<b>980.54</b>	<b>-</b>	<b>667.51</b>	<b>20.07</b>	<b>-</b>	<b>-</b>	<b>1,668.12</b>

## Note 16: Other Financial Liabilities (Current)

	(₹ in Lakh)	(₹ in Lakh)
	As at 31 March, 2023	As at 31 March, 2022
Security deposit received from customers / depository participants	6,471.30	6,134.58
Payable on purchase of property, plant and equipment, intangible assets	0.16	6.74
Payable to Investor Protection Fund Trust (Refer Note 30)	294.05	231.01
Payable on redemption of NSC/KVP and government securities	4,117.34	1,365.94
Payables to staff	991.98	1,148.57
Gratuity payable to Fund (Refer Note 28)	220.72	361.58
Annual custody charges payable	88.38	85.12
Payable for stamp duty collection	4,876.09	5,106.98
Advance received for auction of DP demat accounts*	7,810.13	7,810.13
Corporate Social Responsibility Liability	230.15	110.89
Advance from Selling Shareholders for IPO	37.09	-
<b>Total</b>	<b>25,137.39</b>	<b>22,361.54</b>

\* Advance received for Auction of Demat Accounts for DP Karvy Stock Broking Limited. The matter is sub judice with Bombay High Court.

## Note 17: Provisions

	(₹ in Lakh)	(₹ in Lakh)
	As at 31 March, 2023	As at 31 March, 2022
<b>Provision for Employee Benefit</b>		
Provision for compensated absences	1,031.97	1,007.98
<b>Other Provision</b>		
Provision for investor awareness (Refer Note 31)	1,543.15	1,668.32
<b>Total</b>	<b>2,575.12</b>	<b>2,676.30</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## Note 18: Other Current Liabilities

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
Advances from customers	3,600.60	3,446.74
Income received in advance	531.90	364.28
Statutory remittances	559.18	407.13
Others*	20.68	1.68
<b>Total</b>	<b>4,712.36</b>	<b>4,219.83</b>

\* Includes balances with related parties - Refer Note 25

## Note 19: Revenue from Operations

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Annual fees	1,538.67	1,229.13
Custody fees	18,752.74	17,006.50
Transaction fees	20,115.56	18,184.10
Software license fees	19.28	25.42
Communication fees	434.09	422.48
Other operating income	56.58	60.58
<b>Total</b>	<b>40,916.92</b>	<b>36,928.21</b>

### 19 (a) Timing of revenue recognition as per Ind AS 115

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Services transferred at a point in time	19,739.15	17,973.66
Services transferred over time	21,177.77	18,954.55
<b>Total revenue from contracts with customers</b>	<b>40,916.92</b>	<b>36,928.21</b>

## Note 20: Other Income

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
<b>Interest income :</b>		
i) On non-current investments	4,699.29	2,718.00
ii) On fixed deposits with banks	535.89	927.34
iii) On overdue trade receivables	175.64	230.49
<b>Sub-total</b>	<b>5,410.82</b>	<b>3,875.83</b>
Dividend income from current Investments	69.79	44.52
Fair value gain on investments in mutual funds	556.47	703.29
Dividend from Subsidiary	1,221.00	915.75
Bad debts recovered	8.27	-
Miscellaneous income	367.70	264.87
<b>Total</b>	<b>7,634.05</b>	<b>5,804.26</b>



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## Note 21: Employee Benefits Expenses

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Salaries and wages	6,392.91	6,030.20
Contribution to provident and other funds (Refer Note 28)	730.85	663.88
Staff welfare expenses	217.12	180.89
Deputation Cost	46.90	33.48
<b>Total</b>	<b>7,387.78</b>	<b>6,908.45</b>

## Note 22: Other Expenses

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Annual fees	426.43	416.83
Repairs and maintenance - system	4,570.20	3,734.53
Repairs and maintenance - premises	238.92	214.42
Repairs and maintenance - others	64.52	44.23
Insurance (Refer Note 27)	160.92	112.15
Power and fuel	167.69	167.48
Rent (net of recovery)	174.26	142.58
Communication expenses	1,880.41	1,580.04
Travelling and conveyance expenses	204.87	119.99
Professional and consultancy fees	1,041.17	616.14
Legal charges	148.74	169.21
Printing and stationery expenses	265.11	309.99
Rates and taxes	64.29	79.67
Corporate social responsibility expense (Refer Note 32)	382.33	301.41
Seminar and business promotion expenses	194.45	43.24
Payment to auditors (net of GST set-off) :		
a) Audit fees	21.00	22.20
b) Tax audit fees	2.00	2.40
c) Other services	3.50	8.40
	<b>26.50</b>	<b>33.00</b>
Directors sitting fees	110.60	123.20
Incentive scheme for DP's (Refer Note 31)	640.26	560.43
Provision for doubtful trade receivables	635.57	604.60
Bad debts written off	99.05	276.87
Provision for doubtful rent deposit	95.55	-
Loss on sale of Assets / written off	3.22	219.27
Miscellaneous expenses	368.54	321.65
<b>Total</b>	<b>11,963.60</b>	<b>10,190.93</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## 23. Contingent Liabilities and Other Commitments (to the extent not provided for)

### Contingent Liabilities

a) Demand from the service tax authorities of ₹5,236.21 lakhs (Previous year ₹5,236.21 lakhs) in respect of FY 2004-05 to FY 2008-09 relate to service tax demanded in respect of depository participant services during that period. The Company has received order from the Central Excise and Service Tax Appellate Tribunal (CESTAT) on 12<sup>th</sup> June, 2020, and it subsequently filed a civil appeal in the Supreme Court and the Service Tax Department has filed a counter affidavit with the Supreme Court. The Company has paid ₹392.72 under protest. The Company is hopeful of succeeding in appeals and does not expect any significant liability to materialise.

### b) Demand from income tax authorities is given below :

(₹ in Lakh)

Particulars	Demand from income tax authorities as at	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
2015-16	30.11	30.11
2016-17	1,415.81	-
2017-18	657.90	657.90
2018-19	2,506.77	2,769.38
2019-20	796.69	796.69
2020-21	524.42	-
2021-22	262.11	-
<b>Total</b>	<b>6,193.81</b>	<b>4,254.08</b>

The Company has been legally advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

c) The Company is a party in certain legal proceedings filed by beneficial owners / third parties in the normal course of business. In view of the management the chances of these legal proceedings being decided against the Company are very remote and it may not have any material adverse impact on its financial conditions, results of operations and cash flow.

## Commitments

(₹ in Lakh)

Particulars	Estimated amount of commitments as at	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Capital contracts not provided for (net of advances)	18,871.29	-

## 24. Segment Reporting

The Managing Director of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind-AS 108, Operating Segments. The Company's business is to provide depository services to its clients in India which includes providing various services to the investors like, dematerialisation, re-materialisation, holding, transfer and pledge of securities in electronic form through close user group network of business partners (viz. Issuers / Registrars & Transfers Agents and Depository Participants) and providing facility to market intermediaries for "straight through processing", providing e-voting services to companies. All other activities of the Company revolve around the main business. Further, all activities are carried in India. As such, there are no reportable segments as per the Ind AS 108-'Operating Segments'.



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## 25. Related Party Disclosures

### a) Names of Related Parties and Relationship

i)	IDBI Bank Limited	Company having substantial Interest
ii)	National Stock Exchange of India Limited	Company having substantial Interest
iii)	NSDL Database Management Limited	Wholly-owned subsidiary (control exists)
iv)	NSDL Payments Bank Limited	Wholly-owned subsidiary (control exists)
v)	India International Bullion Holding IFSC Limited	Associate Company (w.e.f. August 13, 2021)
vi)	Mr. B. A. Prabhakar (till 7 <sup>th</sup> May, 2023)	
	Prof. G. Sivakumar	Public Interest Director
	Dr. Rajani Gupte	
	Mr. Parveen Kumar Gupta	
	Ms. Priya Subbaraman	
	Mr. Shailendra Nadkarni	Shareholder Director
	Ms. Padmaja Chundururu	Managing Director and CEO

### b) Nature and Volume of Transactions during the year with the above Related Parties

Sr. No.	Particulars	(₹ in Lakh)	
		Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
<b>(i)</b>	<b>Transactions during the year :</b>		
	<b>I. Companies having Substantial Interest</b>		
	<b>a) IDBI Bank Limited</b>		
	Transaction fees	59.02	52.44
	Annual fees	10.31	9.86
	Annual custody fees	26.71	24.24
	Reimbursement of expenses	0.23	3.71
	Interest Income on fixed deposit with bank	255.09	307.00
	Interest (waiver)/ income - other	0.36	0.90
	Miscellaneous expenses	(0.43)	0.92
	Investor awareness expense	5.11	6.57
	Dividend paid	522.00	522.00
	<b>b) National Stock Exchange of India Limited</b>		
	Transaction fees	63.45	221.94
	Dividend paid	480.00	480.00
	<b>II. Subsidiary Companies</b>		
	<b>a) NSDL Database Management Limited</b>		
	Income	132.45	136.08
	Expense	78.52	38.71
	Reimbursement of expense	25.26	-
	Dividend received	1,221.00	915.75
	<b>b) NSDL Payments Bank</b>		
	Income	3.03	6.19
	Expense	35.26	37.26
	Reimbursement of expense	15.00	14.11
	<b>III. Associate Company</b>		
	<b>a) India International Bullion Holding IFSC Limited</b>		
	Investment In Associate	1,000.00	2,000.00
	Income	0.80	0.55

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

			(₹ in Lakh)	
Sr. No.	Particulars	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022	
	<b>IV. Key Managerial Personnel</b>			
a)	Sitting Fees to directors	110.60	123.20	
b)	Remuneration to KMPs (Refer note ii):			
	Short-term employee benefit	336.77	512.15	
	Long-term employee benefit	-	-	

			(₹ in Lakh)	
Sr. No.	Particulars	As at 31 March, 2023	As at 31 March, 2022	
(ii)	<b>(Payable)/Receivable at the end of the year :</b>			
	<b>I. Companies having Substantial Interest</b>			
	<b>a) IDBI Bank Limited</b>			
	Security deposit payable	(30.00)	(30.00)	
	Balance in current account	47.35	0.51	
	Fixed Deposits	1,178.46	7,124.13	
	Trade receivables	3.32	-	
	Trade Payables	-	0.05	
	<b>b) National Stock Exchange of India Limited</b>			
	Trade receivables	47.21	52.85	
	<b>II. Subsidiary Companies</b>			
	<b>a) NSDL Database Management Limited</b>			
	Trade receivables (net)	-	16.46	
	Trade Payables	24.18	-	
	<b>b) NSDL Payments Bank</b>			
	Security deposit payable	1.50	1.50	
	Balance in current account	1.72	1.63	
	Payables (net)	20.68	1.62	
	<b>III. Associate Company</b>			
	<b>a) India International Bullion Holding IFSC Limited</b>			
	Trade receivables (net)	-	0.36	
	<b>IV. Key Managerial Personnel</b>			
	<b>a) Payable to key managerial person</b>	215.25	209.83	

## Notes

- i There are no provisions for doubtful debts or amounts written off/written back in respect of dues from/to related parties.
- ii Managerial Remuneration does not include provision made for compensated absence and gratuity since the same is provided for the company as a whole based on independent actuarial valuation except to the extent of amount paid.



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## 26. Lease Liability

### (i) Statement showing movement in Lease Liabilities

	As at 31 March, 2023	As at 31 March, 2022
		(₹ in Lakh)
<b>Balance as at beginning</b>	70.04	114.98
Add/(less): Agreements reassessed as lease contracts	-	-
Additions	105.07	-
Deductions/Adjustments	26.34	-
Finance cost accrued during the period	9.95	8.75
Payment of lease liabilities	39.45	53.69
<b>Balance as at end</b>	<b>119.27</b>	<b>70.04</b>

### (ii) Statement showing carrying value of Right of Use Assets

	As at 31 March, 2023	As at 31 March, 2022
		(₹ in Lakh)
<b>Balance as at beginning</b>	59.68	105.80
Additions	105.07	-
Deductions/Adjustments	22.04	-
Depreciation	33.59	46.12
<b>Balance as at end</b>	<b>109.12</b>	<b>59.68</b>

### (iii) Statement showing break up value of the Current and Non - Current Lease Liabilities

	As at 31 March, 2023	As at 31 March, 2022
		(₹ in Lakh)
Current lease liabilities	36.62	24.59
Non- Current lease liabilities	82.65	45.45
<b>Total</b>	<b>119.27</b>	<b>70.04</b>

### (iv) Statement showing agreement maturities of Lease Liabilities on an undiscounted basis

	As at 31 March, 2023	As at 31 March, 2022
		(₹ in Lakh)
Due for		
Up to One year	122.63	18.89
One year to Five years	55.49	65.37
More than Five years	-	12.64
<b>Total</b>	<b>178.12</b>	<b>96.90</b>

### (v) Statement showing amount recognised in Statement of Profit and Loss

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
		(₹ in Lakh)
Interest on lease liabilities	9.95	8.75
Depreciation on right of use assets	33.59	46.12
Variable lease payments not included in the measurement of lease liabilities	-	-
Income from sub-leasing right-of-use assets	-	-
Expenses relating to short-term leases	-	-
Expenses relating to leases of low-value assets, excluding short-term leases of low value assets	-	-
<b>Total</b>	<b>43.54</b>	<b>54.87</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## (vi) Statement showing total cash outflow for leases

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
Total cash outflow for leases	39.45	53.69

## 27. Expenses in Note 22 has been disclosed net of recoveries as under

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Insurance	52.74	48.97

## 28. Employee Benefits

### a) The Company has recognised the following amounts in the statement of profit and loss under the head company's contribution to provident fund and other funds.

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
a. Provident fund	293.70	245.95
b. ESIC	0.52	1.18
c. Superannuation fund	147.75	156.39
<b>Balance as at end</b>	<b>441.97</b>	<b>403.52</b>

### b) Gratuity

#### (i) Summary of Actuarial Assumptions

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Discount rate	7.47%	7.15%
Rate of return on plan assets	7.47%	7.15%
Salary escalation	7.00%	7.00%
Attrition rate	Slab (18% < 5, 4% >= 5)	Slab (18% < 5, 4% >= 5)
Mortality table	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2012-14) Urban

#### (ii) Reconciliation of defined benefit obligation

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
Liability at the beginning of the year	2,716.76	2,618.90
Interest cost	194.25	179.66
Current service cost	249.27	220.08
Benefits paid	(316.06)	(415.54)
Actuarial loss /(gain) on obligations	(41.93)	113.66
<b>Liability at the end of the year</b>	<b>2,802.29</b>	<b>2,716.76</b>



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## (iii) Reconciliation of fair value of plan assets

	As at 31 March, 2023	As at 31 March, 2022
Fair value of plan assets at the beginning of the year	2,355.18	2,328.86
Interest Income	168.39	159.76
Contributions by the Employer	368.08	290.04
Benefits paid	(316.06)	(415.54)
Actuarial gain / (loss) on Plan Assets	5.98	(7.94)
<b>Fair value of plan assets at the end of the year</b>	<b>2,581.57</b>	<b>2,355.18</b>

(₹ in Lakh)

## (iv) Amount recognised in Balance Sheet

	As at 31 March, 2023	As at 31 March, 2022
Present value of funded obligation	(2,802.29)	(2,716.76)
Fair value of plan assets at the end of the year	2,581.57	2,355.18
<b>Amount recognised in balance sheet</b>	<b>(220.72)</b>	<b>(361.58)</b>

(₹ in Lakh)

## (v) Expenses recognised in Statement of Profit and Loss

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Current service cost	249.27	220.08
Interest cost	25.85	19.90
<b>Expenses recognised in the Statement of Profit and Loss</b>	<b>275.12</b>	<b>239.98</b>

(₹ in Lakh)

## (vi) Expenses recognised in other Comprehensive Income

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Actuarial gain loss on obligation	(41.93)	113.66
Actuarial (Gain) or Loss	(5.98)	7.94
<b>Net (Income)/Expense for the Period Recognised in OCI</b>	<b>(47.91)</b>	<b>121.60</b>

(₹ in Lakh)

## (vii) Balance Sheet reconciliation

	As at 31 March, 2023	As at 31 March, 2022
Opening net liability	361.58	290.04
Expenses Recognised in Statement of Profit and Loss	275.13	239.98
Expenses Recognised in OCI	(47.91)	121.60
Employers Contribution	(368.08)	(290.04)
<b>Amount recognised in balance sheet</b>	<b>220.72</b>	<b>361.58</b>

(₹ in Lakh)

## (viii) Description of Plan Assets (managed by an Insurance Company)

Information of major categories of plan assets of gratuity fund is not available with the Company and hence not disclosed as per the requirements of Ind AS 19 "Employee Benefits".

## (ix) Expected contribution in the next year

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Expected contribution in the next year	322.67	303.54

(₹ in Lakh)

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## (x) Sensitivity Analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

(₹ in Lakh)

	Defined Benefit Obligation	
	Increase in Assumption	Decrease in Assumption
Discount rate (1% movement)	(235.58)	269.62
Future salary appreciation (1% movement)	268.21	(238.64)
Attrition rate (1% movement)	4.21	(5.08)

The above details are as certified by the actuary and relied upon by the auditors.

The actuarial calculation used to estimate defined benefit commitment and expenses are based on above assumptions which if changed would affect the defined benefit commitments and expenses.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

## 29. Earnings Per Share

(₹ in Lakh)

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Profit for the year attributable to the equity shareholders	21,081.99	18,358.66
Number of equity shares at the beginning of the year (absolute)	4,00,00,000	4,00,00,000
Number of shares outstanding post stock split in the ratio of 5:1 (absolute) (Refer Note No.29.1 for details regarding sub-division of shares during the year)	20,00,00,000	20,00,00,000
Weighted average number of equity shares during the year	20,00,00,000	20,00,00,000
Basic and diluted Earnings Per Share (₹)*	10.54	9.18
Face value of each share (₹)	10.00	10.00
Face value of each share post Stock split (₹) (Refer Note No.29.1 for details regarding sub-division of shares during the year)	2.00	2.00

\*Diluted Earnings Per Share is equal to the Basic Earnings Per Share in view of absence of any dilutive potential equity shares.

**29.1** Pursuant to resolutions passed in extra-ordinary general meeting held on 10<sup>th</sup> March, 2023, shareholders of the Company have approved sub-division of each equity share of face value of ₹10 each into five equity shares of face value of ₹2 each. As required under Ind AS 33 "Earnings Per Share" the effect of such sub-division has been adjusted retrospectively for the purpose of computing Earnings Per Share for all the periods presented retrospectively.

Basic and Diluted earning per share are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year."

## 30. Investor Protection Fund (IPF)

**30.1** On January 21, 2016, The Securities Exchange Board of India (SEBI) has issued SEBI (Depositories and Participants) (Amendment) Regulations, 2016 ("the Amended Regulations"). According to these Amended Regulations, depositories are required to establish and maintain an Investor Protection Fund (IPF) for the protection of interest of beneficial owners and every depository shall credit five per cent of its profits from depository operations every year to the Investor Protection Fund.



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

The contribution to IPF is given below in the table, being 5% of the profits from depository operations of the Company before tax for the year available after making such contribution.

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Contribution to Investor Protection Fund (IPF)	988.55	895.53

**30.2** Further, SEBI vide its Circular dated June 7, 2016 issued guidelines for utilisation of IPF. The guidelines require administration of IPF by creation of a trust administered by Depository. As required by the Guidelines, the Company created irrevocable Trust 'National Securities Depository Limited Investor Protection Fund Trust' (NSDL IPF Trust)'.

The amount transferred by the Company to NSDL IPF Trust is given below in the table. The amount includes contribution to IPF, and it includes other amounts recovered from depository participants and SEBI Clearing members as required by the guidelines.

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Amount transferred to NSDL IPF Trust	1,079.47	1,557.68

### 31. Other Provisions: Provision for Investor Awareness

SEBI vide its circular no. CIR/MRD/DP/18/2015, dated December 9, 2015 (the "Circular") has revised the annual custody / issuer charges to be collected by the depositories from the issuers with effect from financial year 2015-16. The Circular has also directed the Depositories to set aside 20% of the incremental revenue received from the issuers listed with SEBI.

Pursuant to the Circular, the amount set aside by the Company, being 20% of incremental revenue on issuer income, and balance, if any, to be utilised is given below in the table.

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Amount set aside by the Company	640.26	560.43

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
<b>Opening Balance</b>	<b>1,668.32</b>	<b>1,830.41</b>
Addition	640.26	560.43
Payment / Utilisation	(765.43)	(722.52)
<b>Closing Balance</b>	<b>1,543.15</b>	<b>1,668.32</b>

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## 32. Expenses towards Corporate Social Responsibility

(₹ in Lakh)

Sr. No.	Particulars	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
1	Amount required to be spent by the company during the year	381.42	309.96
2	Amount of expenditure spent during the year	253.42	190.51
3	(Excess) of earlier years adjusted	-	(8.82)
4	(Excess) / Shortfall at the end of the year #	128.00	110.63
5	Total of previous years shortfall	-	-
6	Reason for shortfall	-	-
7	Nature of CSR activities	a) Project Sanjeevani - Clinic on Wheels (Mobile Medical Unit) b) Project Yogdaan (support to Thalassaemia Patients) c) Chalo School Chale Campaign (school kit distribution drive) d) Blood Donation Camp e) Comprehensive Eye Care Project (Sankara Nethralaya) f) Project SAMEIP - Skill Development Project (Artha SAMARTH) g) Mid-Day Meal Program h) Mini Science Centre Project in School i) Capacity Building, Project Monitoring, Reporting & Project Administration	a) Project Yogdaan (support to Thalassaemia Patients) b) Support to Sankara Nethralaya c) Artha SAMARTH - Skill Development in BFSI d) NSDL Shiksha Sahyog (educational scholarship program) e) Night School Transformation Program f) Mid-Day Meal Program g) Admin and Program Monitoring
8	Details of related party transactions	NA	NA
9	Provision made in financial year due to any contractual obligation	NA	NA

# As at March 31, 2023, ₹128.00 lakhs towards ongoing projects remained unspent, which were transferred to a special account opened by the company in that behalf for the financial year 2022-23 in scheduled bank to be called Unspent Corporate Social Responsibility Account, and such amount shall be spent by the company in pursuance of its obligation towards Corporate Social responsibility policy within a period of three financial years from the date of such transfer.

As at March 31, 2022, ₹110.63 lakhs towards ongoing projects remained unspent, which were transferred to a special account opened by the company in that behalf for the financial year 2021-22 in scheduled bank to be called Unspent Corporate Social Responsibility Account, and such amount shall be spent by the company in pursuance of its obligation towards Corporate Social responsibility policy within a period of three financial years from the date of such transfer. As of March 31, 2023, ₹102.15 lakhs is remained unspent in respect of financial year 2021-22.

## 33. Fair value measurement

(₹ in Lakh)

	As at 31 March, 2023	As at 31 March, 2022
<b>Financial Assets</b>		
<b>a) Amortised cost*</b>		
Investments in debt instrument	86,423.54	48,416.31
Trade receivables	7,018.33	8,813.33
Cash and cash equivalents	1,370.58	2,132.23
Other bank balances	17,111.57	14,297.64
Other financial assets	2,182.49	17,287.84
	<b>1,14,106.51</b>	<b>90,947.35</b>



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

	As at 31 March, 2023	As at 31 March, 2022
(₹ in Lakh)		
<b>b) FVTPL</b>		
Investment in mutual funds	15,662.83	17,540.67
Investment in Exchange traded Fund	556.34	1,712.49
Investment in Other entities	1,000.00	-
	<b>17,219.17</b>	<b>19,253.16</b>
<b>c) At Cost</b>		
Investment in subsidiaries	22,105.00	22,105.00
Investment in Associate	3,000.00	2,000.00
	25,105.00	24,105.00
<b>Total</b>	<b>1,56,430.68</b>	<b>1,34,305.51</b>
<b>Financial Liabilities</b>		
<b>a) Amortised cost*</b>		
Trade payables	2,695.02	1,668.12
Lease liability	119.27	70.04
Other financial liabilities	25,618.81	22,776.19
<b>Total</b>	<b>28,433.10</b>	<b>24,514.35</b>

\*The fair values of the above financial assets and liabilities approximate their carrying amounts except in case of investment in bonds and debentures.

## Fair value hierarchy of financial assets and financial liabilities measured at amortised cost:

	Fair value	Carrying value	Fair value hierarchy
(₹ in Lakh)			
<b>Assets and liabilities which are measured at amortised cost for which fair values are disclosed as at 31st March, 2023</b>			
<b>Financial Assets</b>			
Investments in debt instrument	86,050.51	86,423.54	Level 2
Trade receivables	7,018.33	7,018.33	Level 3
Cash and cash equivalents	1,370.58	1,370.58	Level 3
Other bank balances	17,111.57	17,111.57	Level 3
Other financial assets	2,182.49	2,182.49	Level 3
<b>Total</b>	<b>1,13,733.48</b>	<b>1,14,106.51</b>	
<b>Financial Liabilities</b>			
Trade payables	2,695.02	2,695.02	Level 3
Lease liability	119.27	119.27	Level 3
Other financial liabilities	25,618.81	25,618.81	Level 3
<b>Total</b>	<b>28,433.10</b>	<b>28,433.10</b>	

	Fair value	Carrying value	Fair value hierarchy
(₹ in Lakh)			
<b>Assets and liabilities which are measured at amortised cost for which fair values are disclosed as at March 31, 2022</b>			
<b>Financial Assets</b>			
Investments in debt instrument	50,493.13	48,416.31	Level 2
Trade receivables	8,813.33	8,813.33	Level 3
Cash and cash equivalents	2,132.23	2,132.23	Level 3
Other bank balances	14,297.64	14,297.64	Level 3
Other financial assets	17,287.84	17,287.84	Level 3
<b>Total</b>	<b>93,024.17</b>	<b>90,947.35</b>	
<b>Financial Liabilities</b>			
Trade payables	1,668.12	1,668.12	Level 3
Lease liability	70.04	70.04	Level 3
Other financial liabilities	22,776.19	22,776.19	Level 3
<b>Total</b>	<b>24,514.35</b>	<b>24,514.35</b>	

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## 34. Financial Instruments

### Capital Risk Management

The Company's objectives when managing capital is to safeguard continuity as a going concern and provide adequate return to shareholders through continuing growth and maintain an optimal capital structure to reduce the cost of capital. The Company sets the amount of capital required on the basis of annual business plan and long-term operating plans which include capital investments.

### Financial Risk Management

A wide range of risks may affect the Company's business and financial results. Amongst other risks that could have significant influence on the Company are market risk, credit risk and liquidity risk.

The Board of Directors of the Company manage and review the affairs of the Company by setting up short term and long term budgets by monitoring the same and taking suitable actions to minimise potential adverse effects on its operational and financial performance.

### The Company is exposed to the following market risks:

#### (a) Credit Risk

Credit risk refers to the risk that the counter party will default on its contractual obligation resulting in financial loss to the Company. The Company has adopted a policy of dealing with only credit worthy counter parties. This risk principally arises from credit exposures to customers, deposits with banks and financial institutions and other receivables.

**Trade and Other Receivables:** The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. Receivables mainly consist of receivables from Depository Participants (DP), Issuers of Securities, Registrar and Transfer Agents (RTA), Asset Management Companies (AMC) and Stock Exchanges. Trade receivables consist of a large

number of customers, representing diverse industries and geographical areas; hence the Company is not exposed to concentration risks. With respect to DPs, the Company performs credit evaluation while on boarding the customer and security deposits are taken. Ongoing credit evaluation is performed on the financial conditions of the accounts receivable.

The Company has a dedicated Credit and Control team primarily responsible for monitoring credit risk and receivables. They monitor outstanding receivables along with ageing on periodic basis. For receivables pertaining to other streams of revenues, the credit and collection team regularly follows up for the collection. The credit risk on liquid funds, banks and financial institutions is limited because the counterparties are with high credit-ratings.

#### (b) Liquidity Risk

Liquidity risk refers to the risk that the Company may not be in a position to meet its financial obligations timely. Management monitors rolling forecasts of the Company's liquidity position (comprising of undrawn bank facilities and cash and cash equivalents) on the basis of expected cash flows. This monitoring includes financial ratios and takes into account the accessibility of cash and cash equivalents.

#### (c) Market Risk

Market Risk is the risk that the value of on and off-balance sheet positions of a Company will be adversely affected by movements in market rates or prices such as interest rates, prices resulting in a loss to earnings and capital.

The Company may be exposed to Market Risk in different ways. The market risk is potential for loss resulting from adverse movement in market risk factors such as interest rates and prices. The Company's exposure to market risk is primarily on account of interest rate risk, price risk. All investment in Debentures and Bonds are at fixed rate of Interest and does not have material interest rate risks.

### The Company's exposure to assets having price risk is as under:

(₹ in Lakh)

Particulars	As at	As at
	31 March, 2023	31 March, 2022
Mutual Fund	15,662.83	17,540.67
Exchange traded Fund	556.34	1,712.49
<b>Total</b>	<b>16,219.17</b>	<b>19,253.16</b>

### Sensitivity

The table below summarises the impact of increases/ decreases of the Price on profit for the period. The analysis is based on the assumption that the instrument index has increased/ decreased by 5% with all other variables held constant.

(₹ in Lakh)

	Impact on profit after tax		Impact on other components of equity	
	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22
Increase by 5%	810.96	962.66	-	-
Decrease by 5%	(810.96)	(962.66)	-	-



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

## 35. Analytical Ratios

(₹ in Lakh)							
Sr. No.	Ratios	Numerator	Denominator	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	Variance %	Reason for variance
1	Current Ratio	Current Assets	Current Liabilities	1.25	1.46	(14.4%)	
2	Debt-Equity Ratio			N.A.	N.A.		
3	Debt Service Coverage Ratio			N.A.	N.A.		
4	Return on Equity Ratio	Net Profits after taxes	Average Shareholder's Equity	17.9%	18.4%	(2.4%)	
5	Inventory Turnover Ratio			N.A.	N.A.		
6	Trade Receivables Turnover Ratio	Revenue from Operations	Average Trade Receivable	5.17	3.90	32.6%	On account of higher recoveries made during the year
7	Trade Payables Turnover Ratio	Other Expenses	Average Trade Payables	5.48	5.50	(0.3%)	
8	Net Working Capital Turnover Ratio	Revenue from Operations	Working Capital	4.53	2.49	82.1%	Due to maturity of Short-term securities and investment in long-term securities
9	Net Profit Ratio	Net Profit	Revenue from Operations	51.5%	49.7%	3.6%	
10	Return on Capital Employed Ratio	Earnings before interest and taxes	Shareholder's Equity	21.4%	22.0%	(2.7%)	
11	Return on Investment Ratio	Finance Income	Average Investment	5.9%	5.2%	15.2%	

## 36. Additional Regulatory Disclosures

The Company's objectives when managing capital is to safeguard continuity as a going concern and provide adequate return to shareholders through continuing growth and maintain an optimal capital structure to reduce the cost of capital. The Company sets the amount of capital required on the basis of annual business plan and long-term operating plans which include capital investments.

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (iii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
  - (b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (iv) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - (b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

- (v) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.
- (vi) There is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee) whose title deeds are not held in the name of the Company.
- (vii) There are no loans or advances in the nature of loans that are granted to promoters, directors, key managerial personnel (KMPs) and the related parties either severally or jointly with any other person, that are: a) Repayable on demand or b) Without specifying any terms or period of repayment.
- (viii) The Company is not a declared willful defaulter by any bank or financial Institution or other lender.

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 in respect of investments in subsidiaries.

## 37. Following are the details of balances outstanding on account of any transaction with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956

(₹ in Lakh)

Sr. No.	Name of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
1	Rajyog Enterprises	Office Expenses	0.33	-	Vendors
2	Sivananda Electronics	Maintenance	0.15	0.24	Vendors
3	Six Sigma Alchemy (P) Ltd.	Call centre charges	37.13	35.75	Vendors
4	Asian Traders	Office Expenses	0.62	0.37	Vendors
5	Ravi Milk Products (India) Private Limited	Issuers Fees	0.06	-	Customer
6	Gangakaveri Infrastructure (India) Private Limited	Issuers Fees	0.06	-	Customer
7	Acme Hanumangarh Solar Energy Private Limited	Issuers Fees	0.01	-	Customer
8	Acme Jaigarh Solar Energy Private Limited	Issuers Fees	0.01	-	Customer
9	Turbo Investment Private Limited	Issuers Fees	0.06	-	Customer
10	Knr Chidambaram Infra Private Limited	Issuers Fees	0.27	-	Customer
11	Jamadoba Steel Limited	Issuers Fees	0.06	-	Customer
12	Vans Strategic Management Private Limited	Issuers Fees	0.02	-	Customer
13	Rajasthan Tilters Limited	Issuers Fees	0.06	-	Customer
14	Gagangiri Containers Limited	Issuers Fees	0.06	-	Customer
15	Deluxe Vyapaar Private Limited	Issuers Fees	0.06	-	Customer
16	Neara Khandwa Energy Private Limited	Issuers Fees	0.06	-	Customer
17	Shravani Agri Farms Private Limited	Issuers Fees	0.06	-	Customer
18	Spirit Financial Advisory Private Limited	Issuers Fees	0.07	-	Customer
19	Neara Madhya Energy Private Limited	Issuers Fees	0.06	-	Customer
20	Holland Shielding Systems (India) Private Limited	Issuers Fees	0.07	-	Customer
21	Altico Housing Finance India Limited	Issuers Fees	0.06	-	Customer
22	Neara Energy Private Limited	Issuers Fees	0.06	-	Customer
23	Tapir Land Development Limited	Issuers Fees	0.01	-	Customer
24	Neara Pavagada Private Limited	Issuers Fees	0.06	-	Customer
25	Brahi Hydro-Electric Power Projects Limited	Issuers Fees	(0.04)	-	Customer
26	Nebb Engineering India Limited	Issuers Fees	0.06	-	Customer
27	Avaada Green Project Private Limited	Issuers Fees	0.06	-	Customer
28	Nets Energy And Infratech Private Limited	Issuers Fees	0.06	-	Customer
29	Ginni Capital Limited	Issuers Fees	0.06	-	Customer
30	Fluence Advisory Services Limited	Issuers Fees	0.06	-	Customer
31	CLP Wind Farms (Theni - Project Iv) Private Limited	Issuers Fees	0.06	-	Customer
32	Sez Adityapur Limited	Issuers Fees	0.06	-	Customer
33	Thapar Spinning Mills Limited	Issuers Fees	0.11	-	Customer



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

(₹ in Lakh)

Sr. No.	Name of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
34	Blueshift Information Systems Private Limited	Issuers Fees	0.11	-	Customer
35	Aryasthan Corporation Limited	Issuers Fees	0.06	-	Customer
36	Ideaspace Solutions Limited	Issuers Fees	0.01	-	Customer
37	S2 Capital Services Private Limited	Issuers Fees	0.11	-	Customer
38	Rutherford Solarfarms Private Limited	Issuers Fees	(0.01)	-	Customer
39	Ramky Esco Limited	Issuers Fees	0.06	-	Customer
40	Eden Renewable Simplon Private Limited	Issuers Fees	0.06	-	Customer
41	Eden Renewable Iena Private Limited	Issuers Fees	0.06	-	Customer
42	Eden Renewable Lourmel Private Limited	Issuers Fees	0.06	-	Customer
43	Eden Renewable Varenne Private Limited	Issuers Fees	0.06	-	Customer
44	Eden Renewable Villiers Private Limited	Issuers Fees	0.06	-	Customer
45	Ramky Food Park Karnataka Limited	Issuers Fees	0.06	-	Customer
46	Jeevandhara Multitrade Limited	Issuers Fees	0.11	-	Customer
47	Bonny Tours And Resorts Limited	Issuers Fees	0.27	-	Customer
48	Shibir India Limited	Issuers Fees	0.12	-	Customer
49	Eastern Advisory Services Limited	Issuers Fees	0.06	-	Customer
50	Bliss Home Private Limited	Issuers Fees	0.06	-	Customer
51	East West Hotels Limited	Issuers Fees	0.07	-	Customer
52	Peoples Investments Limited	Issuers Fees	(0.01)	-	Customer
53	Ramky Food Park Chattisgarh Limited	Issuers Fees	0.06	-	Customer
54	Ramky Herbal & Medicinal Park Chattisgarh Ltd.	Issuers Fees	0.06	-	Customer
55	Ravi Farmtech (India) Private Limited	Issuers Fees	0.06	-	Customer
56	Manbhawani Investment Limited	Issuers Fees	0.06	-	Customer
57	Regency Convention Centre And Hotels Limited	Issuers Fees	0.06	0.00	Customer
58	Nightstay Travels Private Limited	Issuers Fees	0.17	0.11	Customer
59	Bnv Gujarat Rail Private Limited	Issuers Fees	0.02	-	Customer
60	Alacrity Electronics Limited	Issuers Fees	0.17	-	Customer
61	First Blue Financial Consultants Limited	Issuers Fees	0.06	0.10	Customer
62	Gspc Offshore Limited	Issuers Fees	0.06	0.06	Customer
63	Phoenix Arc Private Limited	Issuers Fees	(0.02)	(0.01)	Customer
64	Smartcooky Internet Limited	Issuers Fees	0.07	0.17	Customer
65	Divya Mining Corp Limited	Issuers Fees	(0.14)	-	Customer
66	Akshara Agri Farms Private Limited	Issuers Fees	0.12	0.06	Customer
67	Nagesh Buildtech Private Limited	Issuers Fees	0.69	0.67	Customer
68	Ak Skill Developers Limited	Issuers Fees	0.00	(0.06)	Customer
69	Cybermedia Digitix Limited	Issuers Fees	0.06	0.06	Customer
70	Apollo Investments Limited	Issuers Fees	0.06	-	Customer
71	Netmeds Health And Wellness Marketplace Pvt. Ltd.	Issuers Fees	0.05	(0.01)	Customer
72	Abcap Trustee Company Private Limited	Issuers Fees	0.03	(0.01)	Customer
73	India Interactive Technologies Limited	Issuers Fees	(0.18)	-	Customer
74	Dotom Ambit Developers Private Limited	Issuers Fees	0.17	0.11	Customer
75	SPML Infra Developers Limited	Issuers Fees	0.10	0.17	Customer
76	Mafatlal Vk Intex Limited	Issuers Fees	(0.03)	(0.09)	Customer
77	Kaldar Energy Projects Limited	Issuers Fees	0.05	(0.01)	Customer
78	Hitech Metalplast Limited	Issuers Fees	0.04	0.14	Customer
79	Jambhora Energy Projects Limited	Issuers Fees	0.00	0.06	Customer
80	Dabripada Energy Limited	Issuers Fees	(0.00)	0.05	Customer
81	Kondaibari Energy Limited	Issuers Fees	0.03	(0.01)	Customer
82	Electrosteel Thermal Power Limited	Issuers Fees	0.06	0.06	Customer

# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

(₹ in Lakh)

Sr. No.	Name of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
83	Kkr Arc India Private Limited	Issuers Fees	0.21	0.11	Customer
84	Dcm Finance And Leasing Limited	Issuers Fees	0.06	(0.00)	Customer
85	Cs Agrico Private Limited	Issuers Fees	(0.04)	(0.04)	Customer
86	Hathway Palampur Cable Network Private Limited	Issuers Fees	0.14	0.08	Customer
87	Gold Nest Trading Company Limited	Issuers Fees	0.06	-	Customer
88	Ciel Transmission Private Limited	Issuers Fees	(0.03)	(0.08)	Customer
89	Viridi Clean Alternatives Private Limited	Issuers Fees	(0.03)	(0.08)	Customer
90	Kamdhenu Ispat Limited	Issuers Fees	0.06	-	Customer
91	Kamdhenu Paints India Limited	Issuers Fees	0.06	-	Customer
92	White Lake Advisors Private Limited	Issuers Fees	0.12	0.06	Customer
93	Auto One Commercial Vehicles Private Limited	Issuers Fees	0.12	0.06	Customer
94	Universal Cabletel And Datacom Private Limited	Issuers Fees	(0.01)	0.02	Customer
95	Quippo Drilling International Private Limited	Issuers Fees	0.11	0.05	Customer
96	Dadha Healthcare Private Limited	Issuers Fees	0.06	-	Customer
97	Akb Electronics & Telecom Limited	Issuers Fees	0.06	0.06	Customer
98	Sil Govindam Energy Private Limited	Issuers Fees	(0.06)	(0.10)	Customer
99	Sil Govindam Power Private Limited	Issuers Fees	(0.06)	(0.10)	Customer
100	Riche Laboratories Limited	Issuers Fees	0.11	0.11	Customer
101	Bilvani School Limited	Issuers Fees	0.06	0.05	Customer
102	Devona Power Limited	Issuers Fees	0.89	-	Customer
103	Diana Energy Limited	Issuers Fees	0.06	-	Customer
104	Iee International Limited	Issuers Fees	0.06	-	Customer
105	CM Lubes India Limited	Issuers Fees	0.06	0.06	Customer
106	Riche Hospitality Limited	Issuers Fees	0.06	0.06	Customer
107	Asterpetal Trade & Services Private Limited	Issuers Fees	0.00	(0.06)	Customer
108	Vickitash Media Venture Limited	Issuers Fees	0.06	(0.00)	Customer
109	Bengal Central Building Society Ltd.	Issuers Fees	0.04	-	Customer
110	Renee Industries Limited	Issuers Fees	0.27	-	Customer
111	Hitechji Jewellery Industries Limited	Issuers Fees	0.89	-	Customer
112	Apple Credit Corporation Limited	Issuers Fees	7.29	(1.07)	Customer
113	Igarashi Motors Sales Private Limited	Issuers Fees	(0.05)	(0.07)	Customer
114	Rattan Vanaspati Limited	Issuers Fees	0.27	-	Customer
115	Lowe Infra And Wellness Private Limited	Issuers Fees	0.11	-	Customer
116	GIC Asset Management Company Limited	Issuers Fees	0.06	0.06	Customer
117	Aeonian Investments Company Limited	Issuers Fees	0.14	0.12	Customer
118	Global Rural Netco Limited	Issuers Fees	1.77	1.77	Customer
119	Sunflex Finance & Investments Limited	Issuers Fees	0.06	-	Customer
120	Greenwillow Homes Private Limited	Issuers Fees	0.24	0.18	Customer
121	Pioneer ITI AMC Limited	Issuers Fees	0.27	0.27	Customer
122	Max Planck Solarfarms Private Limited	Issuers Fees	(0.04)	1.61	Customer
123	Iqu Power Company Private Limited	Issuers Fees	0.01	-	Customer
124	Duet India Hotels (Bengaluru Cybercity) Pvt. Ltd.	Issuers Fees	0.06	-	Customer
125	Suratgarh-Sriganganagar Toll Road Pvt. Ltd.	Issuers Fees	0.12	0.06	Customer
126	Proximit Media India Private Limited	Issuers Fees	(0.01)	-	Customer
127	Amrutanjan Finance Ltd.	Issuers Fees	0.06	0.06	Customer
128	Naya Raipur Gems And Jewellery Sez Limited	Issuers Fees	0.18	0.12	Customer
129	Linear Industries Limited	Issuers Fees	(0.09)	(0.10)	Customer
130	Vatsa Educations Limited	Issuers Fees	0.06	-	Customer
131	Sidh Industries Limited	Issuers Fees	0.11	-	Customer
132	Ashoka Cuttack Angul Tollway Limited	Issuers Fees	0.02	0.02	Customer



# Notes to the Standalone Financial Statements

for the year ended 31<sup>st</sup> March, 2023

(₹ in Lakh)

Sr. No.	Name of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
133	Systel Infotech Limited	Issuers Fees	0.37	-	Customer
134	Lalit Polymers And Electronics Ltd.	Issuers Fees	0.33	0.33	Customer
135	Padm	Issuers Fees	0.35	0.35	Customer
136	P S J Securities Pvt. Ltd.	Issuers Fees	0.39	-	Customer
137	S K Computers	Issuers Fees	0.65	-	Customer
138	Home Trade Ltd.	Deposit	8.19	-	Customer
139	GSB Securities Private Limited	Deposit	0.20	-	Customer
140	Mangal Bhawan Holdings Limited	Deposit	0.10	-	Customer
141	Ganpati Design And Decors Limited (0Ae3)	Deposit	0.10	-	Customer
142	Maharani Hotels Limited	Deposit	0.10	-	Customer
143	Spml-Ueel Jv Company Limited	Deposit	0.10	-	Customer

## 38. Income Tax Expenses recognised in Statement of Profit and Loss

(₹ in Lakh)

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
<b>Profit Before Tax from Continuing Operations</b>	27,167.53	23,578.38
Corporate tax expense rate	25.17%	25.17%
Tax on accounting profit	6,838.07	5,934.68
Effect of tax on income exempt from taxation	(982.09)	(975.42)
Effect of expenses not deductible in determining taxable income	216.92	389.82
Effect of different tax rates for capital gain on investments	152.70	47.66
Effect of tax on unrealised gains on investment	(140.06)	(177.02)
<b>Income Tax Expense recognised in Statement of Profit and Loss</b>	<b>6,085.54</b>	<b>5,219.72</b>

**39.** The Code on wages 2019 and Code on Social Security, 2020 ("the Codes") relating to employee compensation and post-employment benefits that received Presidential assent have not been notified further the related rules for quantifying the financial impact have not been notified. The Company will assess the impact of the Codes when the rules are notified and will record any related impact in the period the Code becomes effective.

**40.** Previous year's figures have been regrouped / reclassified wherever necessary.

**41.** These financial statements were approved for issue by the board of directors of the company at their meeting held on 23<sup>rd</sup> May, 2023.

In terms of our report of even date attached

For **K C Mehta & Co LLP**

Chartered Accountants

Firm Registration No. 106237W / W100829

Sd/-

**Vishal P. Doshi**

Partner

Membership No. 101533

Sd/-

**Parveen Kumar Gupta**

Chairman

DIN: 02895343

Sd/-

**Padmaja Chundurur**

Managing Director and CEO

DIN:08058663

Place : Mumbai

Date : 23<sup>rd</sup> May, 2023

Sd/-

**Chandresh Shah**

Chief Financial Officer

Sd/-

**Nikhil Arya**

Company Secretary

A42548

# Independent Auditors' Report

To the Members of

**National Securities Depository Limited**

## **Report on the Audit of the Consolidated Financial Statements**

### **Opinion**

We have audited the accompanying Consolidated Financial Statements of **National Securities Depository Limited** ("the Holding Company" or "Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") and its Associate company, which comprise the Consolidated Balance Sheet as at 31 March 2023, and the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries and its Associate company as referred to in the "Other Matters" Paragraphs 2 and 3, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group and Associate company as at 31 March 2023, and its consolidated profit including other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

### **Basis for Opinion**

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its Associate company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraphs 2 and 3 of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

### **Information Other than the Financial Statements and Auditors' Report Thereon**

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Director's report, but does not include the consolidated financial statements, and our auditor's report thereon. The above-referred information is expected to be made available to us after the date of this audit report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements, or our knowledge obtained in audit or otherwise appears to be materially misstated.

When we read the information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions necessitated by the circumstances & the applicable laws and regulations.

### **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance, total comprehensive income, consolidated Statement of Changes in Equity and consolidated Statement of Cash Flows of the Group and its Associate company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act.

The respective Board of Directors of the companies included in the Group and of its Associate company are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its Associate

company for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group and its Associate company are responsible for assessing the ability of Group and its Associate company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its Associate company are responsible for overseeing the financial reporting process of the Group and of its Associate company.

### **Auditors' Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for

one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group and its Associate company have adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its Associate company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its Associate company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group and its Associate company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the Consolidated Financial Statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding company and such other entities included in the Consolidated Financial Statements of which we are the independent auditor regarding, among other matters, the planned scope and timing of the audit and significant audit

findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### Other Matters

1. The comparative financial information for the year ended March 31, 2022, included in these Consolidated Financial Statements have been audited by the predecessor auditor who expressed unmodified opinion vide their report dated May 26, 2022.
2. We did not audit the financial statements of two subsidiaries, whose financial statements reflect total assets of ₹ 70,552.14 Lakhs as at March 31, 2023, total revenues of ₹ 62,910.16 Lakhs, profit, and other comprehensive income of ₹ 4,104.49 Lakhs and ₹ 19.98 Lakhs for the year ended March 31, 2023 and net cash inflows amounting to ₹ 4,885.86 Lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the audit reports of the other auditors.
3. The Consolidated Financial Statements also include the Group's share of net loss of ₹ 483.70 Lakhs and share in Other Comprehensive Income of ₹ 174.44 Lakhs for the year ended 31 March 2023, as considered in the consolidated financial statements, in respect of one Associate company, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of this Associate company, is based solely on the audit report of the other auditors.

Our opinion on the Consolidated Financial Statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the subsidiaries and Associate company referred to in

the "Other Matters" section above we report, to the extent applicable that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books;
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
- d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the Directors of the Holding Company as on March 31, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and Associate company incorporated in India, none of the Directors of the Group companies and its Associate company incorporated in India is disqualified as on March 31, 2023 from being appointed as a Director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls with reference to Consolidated Financial Statements of the Group and Associate company and operating effectiveness of such controls, refer to our separate Report in "Annexure A";
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us and based on the report of other auditors, the remuneration paid by the Company and its subsidiaries and Associate company incorporated in India to whom section 197 is applicable, to its Directors during the year is in accordance with the provisions of section 197 of the Act; and



- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Consolidated Financial Statements disclosed the impact of pending litigations on the consolidated financial position in its Consolidated Financial Statements – refer note 24 to the Consolidated Financial Statements;
  - ii. The Group and its Associate company did not have long-term contracts including derivative contracts for which there were material foreseeable losses as at March 31, 2023;
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiary companies and Associate company incorporated in India, during the year ended March 31, 2023.
  - iv. (a) The respective Managements of the Company, its subsidiaries and its Associate company, have represented that, no funds have been advanced or loaned or invested by the Company or any of such subsidiaries or Associate company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding, that the Intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Company or any of its subsidiaries or Associate company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The respective Managements of the Company, its subsidiaries and Associate company which are companies incorporated in India, have represented that, no funds have been received by the Company or any of such subsidiaries and Associate company from any person(s) or entities, including foreign entities ("Funding Parties"), with the understanding, that such Company or any of its subsidiaries or Associate company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The final dividend proposed in the previous year, declared and paid by the Parent and its subsidiary which are companies incorporated in India, whose financial statements have been audited under the Act, where applicable, during the year is in accordance with section 123 of the Act, as applicable.
- As stated in note 12(e) to the financial statements, the Board of Directors of the Holding Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend proposed is in accordance with section 123 of the Act, as applicable.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Holding Company, its subsidiary companies and Associate company incorporated in India from Financial Year beginning April 1, 2023 and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year 2022-23.
2. With respect to the matters specified in paragraphs 3(xxii) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company, and respective auditors of its subsidiaries and Associate company included in the Consolidated Financial Statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For **K C MEHTA & CO LLP**

Chartered Accountants

Firm Regn. No. 106237W/W100829

**(Vishal P. Doshi)**

Partner

Place: Vadodara

M. No. 101533

Date: May 23, 2023

UDIN:23101533BGSTCY4227

# Annexure A to the Independent Auditors' Report

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

## Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to financial statements of National Securities Depository Limited (hereinafter referred to as "Holding Company") and its subsidiary companies (collectively referred to as "the Group") and Associate company, which are companies incorporated in India, as of that date.

### Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its subsidiary companies, and its Associate company which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Holding Company, its subsidiaries, and its Associate company which are companies incorporated in India, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("the ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies, and its Associate company which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial

controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, and audit evidence obtained by other auditors in term of their reports is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company, its subsidiaries, and its Associate company, which are companies incorporated in India.

### Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statement includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and Directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.



### Opinion

In our opinion the Holding Company, its subsidiary companies and its Associate company which are companies incorporated in India, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

### Other Matters

Our aforesaid report under section 143(3) of the Act on the adequacy and operating effectiveness of the internal

financial control with reference to financial statements insofar as it relates to 2 subsidiaries, and 1 Associate company which are companies incorporated in India, is based on the corresponding standalone/consolidated reports of the auditors, as applicable, of such companies incorporated in India.

Our opinion is not modified in respect of the above matter.

For **K C MEHTA & CO LLP**  
Chartered Accountants  
Firm Regn. No. 106237W/W100829

**(Vishal P. Doshi)**

Partner

M. No. 101533

UDIN:23101533BGSTCY4227

Place: Vadodara

Date: May 23, 2023

# Consolidated Balance Sheet

as at 31 March, 2023

(₹ in Lakh)

Particulars	Notes	As at	
		31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
a) Property, plant and equipment	3	3,381.67	3,278.81
b) Capital work-in-progress	3(a)	24.38	-
c) Intangible assets	3	1,880.87	1,794.92
d) Intangible asset under development	3(a)	485.64	330.48
e) Right of use of assets	3	1,567.69	253.76
f) Financial assets			
i) Non-current investments	4	1,11,901.06	62,985.50
ii) Other financial assets	5	3,895.67	19,093.62
g) Deferred tax assets (net)	6(a)	830.02	671.59
h) Income tax assets (net)		710.93	715.81
i) Other non-current assets	7	1,120.37	115.08
<b>Total Non-Current Assets</b>		<b>1,25,798.30</b>	<b>89,239.57</b>
<b>Current Assets</b>			
a) Financial assets			
i) Current investments	8	33,770.51	29,978.44
ii) Trade receivables	9	8,562.76	10,224.02
iii) Cash and cash equivalents	10	18,569.72	14,445.97
iv) Bank balances other than (iii) above	11	19,629.15	22,438.63
v) Other financial assets	5	709.82	530.01
b) Other current assets	7	2,307.22	2,418.08
<b>Total Current Assets</b>		<b>83,549.18</b>	<b>80,035.15</b>
<b>Total Assets</b>		<b>2,09,347.48</b>	<b>1,69,274.72</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
a) Equity share capital	12	4,000.00	4,000.00
b) Other equity	13	1,38,886.18	1,17,161.96
<b>Total Equity</b>		<b>1,42,886.18</b>	<b>1,21,161.96</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
a) Financial liabilities			
i) Lease liability	27	1,353.19	136.63
ii) Other financial liabilities	14	485.32	419.40
b) Deferred tax liability (Net)	6(b)	1.21	21.95
c) Other non-current liabilities	15	583.67	442.43
d) Provisions	18	64.32	168.76
<b>Total Non-Current Liabilities</b>		<b>2,487.71</b>	<b>1,189.17</b>
<b>Current Liabilities</b>			
a) Financial liabilities			
i) Trade payables			
a) Total outstanding dues of micro enterprises and small enterprises	16	557.87	244.05
b) Total outstanding dues of creditors other than micro enterprises and small enterprises	16	5,560.63	2,280.93
ii) Lease liability	27	328.49	155.87
iii) Other financial liabilities	17	47,022.42	33,211.69
b) Provisions	18	2,803.81	2,912.21
c) Current tax liability (net)		810.60	1,306.49
d) Other current liabilities	19	6,889.77	6,812.35
<b>Total Current Liabilities</b>		<b>63,973.59</b>	<b>46,923.59</b>
<b>Total Liabilities</b>		<b>66,461.30</b>	<b>48,112.76</b>
<b>Total Equity and Liabilities</b>		<b>2,09,347.48</b>	<b>1,69,274.72</b>
See accompanying notes to the Financial Statements	1 to 42		

In terms of our report of even date attached

For **K C Mehta & Co LLP**

Chartered Accountants

Firm Registration No. 106237W / W100829

Sd/-

**Vishal P. Doshi**

Partner

Membership No. 101533

Place : Mumbai

Date : 23<sup>rd</sup> May, 2023

For and on behalf of the Board of Directors

Sd/-

**Parveen Kumar Gupta**

Chairman

DIN: 02895343

Sd/-

**Padmaja Chunduru**

Managing Director and CEO

DIN:08058663

Sd/-

**Chandresh Shah**

Chief Financial Officer

Sd/-

**Nikhil Arya**

Company Secretary

A42548



# Consolidated Statement of Profit & Loss

for the year ended 31 March, 2023

(₹ in Lakh)

Particulars	Notes	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
<b>INCOMES</b>			
Revenue from operations	20	1,02,198.76	76,110.92
Other income	21	7,782.71	6,018.34
<b>Total Income</b>		<b>1,09,981.47</b>	<b>82,129.26</b>
<b>EXPENSES</b>			
Employee benefits expense	22	10,980.74	10,378.72
Depreciation and amortisation expense	3	2,168.93	1,893.20
Finance cost	27	151.94	217.71
Contribution to investor protection fund	31	988.55	895.53
Other expenses	23	64,703.38	40,783.52
<b>Total Expenses</b>		<b>78,993.54</b>	<b>54,168.68</b>
<b>Profit before Share of Profit / (Loss) of investment accounted for using equity method and Tax</b>		<b>30,987.93</b>	<b>27,960.58</b>
Share of Loss of Associate		(483.70)	(140.65)
<b>Profit before Tax</b>		<b>30,504.23</b>	<b>27,819.93</b>
<b>Tax Expense</b>			
Current tax		7,202.43	6,769.62
Deferred tax	6	(179.18)	(209.08)
<b>Total Tax Expenses</b>		<b>7,023.25</b>	<b>6,560.54</b>
<b>Profit after Tax</b>		<b>23,480.98</b>	<b>21,259.39</b>
<b>Other Comprehensive Income</b>			
<b>Items that will not be reclassified to profit or loss :</b>			
i) Actuarial gain/(loss) on post retirement benefit plans		73.48	(101.50)
ii) Income tax relating to items that will not be reclassified to profit or loss		(17.65)	24.33
<b>Items that will be reclassified to profit or loss :</b>			
i) Share of Profit of Associate		174.44	50.21
<b>Total Other Comprehensive Income</b>		<b>230.27</b>	<b>(26.96)</b>
<b>Total Comprehensive Income for the year</b>		<b>23,711.25</b>	<b>21,232.43</b>
Basic and Diluted earnings per equity share of ₹2 each	30	11.74	10.63
See accompanying notes to the Financial Statements	1 to 42		

In terms of our report of even date attached

For **K C Mehta & Co LLP**

Chartered Accountants

Firm Registration No. 106237W / W100829

Sd/-

**Vishal P. Doshi**

Partner

Membership No. 101533

Place : Mumbai

Date : 23<sup>rd</sup> May, 2023

For and on behalf of the Board of Directors

Sd/-

**Parveen Kumar Gupta**

Chairman

DIN: 02895343

Sd/-

**Chandresh Shah**

Chief Financial Officer

Sd/-

**Padmaja Chundur**

Managing Director and CEO

DIN:08058663

Sd/-

**Nikhil Arya**

Company Secretary

A42548

# Consolidated Statement of Cash Flow

for the Year ended 31<sup>st</sup> March, 2023

(₹ in Lakh)

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
<b>A. Cash Flow from Operating Activities</b>		
Profit before tax	30,504.23	27,819.93
<b>Adjustments for :</b>		
Depreciation and amortisation expense	2,168.93	1,893.20
Provision for compensated absences	(87.67)	72.36
Provision for investor awareness	640.26	560.43
Provision for doubtful trade receivables	704.72	624.86
Bad debts written off	99.59	303.21
Provision for doubtful rent deposit	95.55	-
Contribution to investor protection fund	988.55	895.53
Fair value gain on investments in mutual funds	(651.98)	(788.86)
Dividend income from current investments	(69.79)	(44.52)
Loss / (Profit) on sale of property, plant and equipment	60.85	1,687.35
Profit on sale of investments	(20.57)	(16.71)
Interest income	(6,566.93)	(4,750.97)
<b>Operating Profit before Working Capital Changes</b>	<b>27,865.74</b>	<b>28,255.81</b>
<b>Changes in Working Capital :</b>		
(Increase) / decrease other assets	96.90	385.01
(Increase) / decrease other financial assets	14,901.69	(4,337.09)
(Increase) / decrease trade receivables	856.95	(272.38)
Increase / (decrease) trade payables	3,593.52	(896.36)
Increase / (decrease) other financial liabilities	11,476.02	28.79
Increase / (decrease) provisions	(522.19)	(749.48)
Increase / (decrease) other liabilities	218.66	93.78
<b>Cash generated from Operations</b>	<b>58,487.29</b>	<b>22,508.08</b>
Net income tax paid	(7,693.43)	(7,742.85)
<b>Net Cash generated from Operating Activities (A)</b>	<b>50,793.86</b>	<b>14,765.23</b>
<b>B. Cash Flow from Investing Activities</b>		
Capital expenditure on property, plant and equipment, intangible assets, capital advance	(4,884.55)	(921.16)
Proceeds from sale of property, plant and equipment	0.91	30.49
Bank balances not considered as cash and cash equivalents		
i) Placed	(2,500.00)	(8,090.99)
ii) Matured	8,090.99	17,024.05
Purchase of non-current investments	(60,725.89)	(17,035.21)
Sale / Redemption of non-current investments	9,346.33	6,305.94
Proceeds / (Purchase) of current investments (Net)	(585.73)	(8,543.90)
Interest received	6,587.83	4,798.96
<b>Net Cash used in Investing Activities (B)</b>	<b>(44,670.11)</b>	<b>(6,431.82)</b>



# Consolidated Statement of Cash Flow

for the Year ended 31<sup>st</sup> March, 2023

(₹ in Lakh)

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
<b>C. Cash Flow from Financing Activities</b>		
Dividend paid	(2,000.00)	(2,000.00)
<b>Net Cash used in Financing Activities (C)</b>	<b>(2,000.00)</b>	<b>(2,000.00)</b>
<b>Net increase / (decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>4,123.75</b>	<b>6,333.41</b>
Cash and Cash Equivalents at the beginning of the year	14,445.97	8,112.56
<b>Cash and Cash Equivalents at the end of the year (Refer Note 10)</b>	<b>18,569.72</b>	<b>14,445.97</b>
See accompanying notes to the Financial Statements 1 to 42		

In terms of our report of even date attached

For **K C Mehta & Co LLP**

Chartered Accountants

Firm Registration No. 106237W / W100829

For and on behalf of the Board of Directors

Sd/-

**Vishal P. Doshi**

Partner

Membership No. 101533

Sd/-

**Parveen Kumar Gupta**

Chairman

DIN: 02895343

Sd/-

**Padmaja Chunduru**

Managing Director and CEO

DIN:08058663

Place : Mumbai

Date : 23<sup>rd</sup> May, 2023

Sd/-

**Chandresh Shah**

Chief Financial Officer

Sd/-

**Nikhil Arya**

Company Secretary

A42548

# Consolidated Statement of Changes in Shareholder's Equity

for the year ended 31<sup>st</sup> March, 2023

## A. Equity Share Capital

	(₹ in Lakh)
<b>As at 1st April, 2021</b>	4,000.00
Changes in equity share capital during the year (Note 12)	-
<b>As at 31st March, 2022</b>	<b>4,000.00</b>
Changes in equity share capital during the year (Note 12)	-
<b>As at 31st March, 2023</b>	<b>4,000.00</b>

## B. Other Equity

Particulars	Reserves and Surplus					Total
	General Reserve	Retained Earnings	OCI Actuarial Gains / (Losses)	Share Based Payment Reserve	Statutory Reserves	
<b>Balance as at 1<sup>st</sup> April, 2021</b>	<b>36,312.82</b>	<b>61,631.76</b>	<b>(15.05)</b>	-	-	<b>97,929.53</b>
Profit after tax	-	21,259.39	-	-	-	21,259.39
Dividends	-	(2,000.00)	-	-	-	(2,000.00)
Other Comprehensive Income	-	-	(26.96)	-	-	(26.96)
<b>Balance as at 31st March, 2022</b>	<b>36,312.82</b>	<b>80,891.15</b>	<b>(42.01)</b>	-	-	<b>1,17,161.96</b>
Profit after tax	-	23,480.98	-	-	-	23,480.98
Dividends	-	(2,000.00)	-	-	-	(2,000.00)
Other Comprehensive Income	-	-	230.27	-	-	230.27
Addition to Share based payment reserve	-	-	-	12.97	-	12.97
Transferred from retained earning to statutory reserves	-	(202.37)	-	-	202.37	-
<b>Balance as at 31st March, 2023</b>	<b>36,312.82</b>	<b>1,02,169.76</b>	<b>188.26</b>	<b>12.97</b>	<b>202.37</b>	<b>1,38,886.18</b>

See accompanying notes to the Financial Statements 1 to 42

In terms of our report of even date attached

For **K C Mehta & Co LLP**

Chartered Accountants

Firm Registration No. 106237W / W100829

Sd/-

**Vishal P. Doshi**

Partner

Membership No. 101533

Place : Mumbai

Date : 23<sup>rd</sup> May, 2023

For and on behalf of the Board of Directors

Sd/-

**Parveen Kumar Gupta**

Chairman

DIN: 02895343

Sd/-

**Chandresh Shah**

Chief Financial Officer

Sd/-

**Padmaja Chundurur**

Managing Director and CEO

DIN:08058663

Sd/-

**Nikhil Arya**

Company Secretary

A42548



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## 1. General Information:

### Corporate Information

National Securities Depository Limited ("the Holding Company") was incorporated on 27<sup>th</sup> April 2012. The Holding Company is a Depository registered with Securities Exchange Board of India under the provisions of Depositories Act, 1996, and Rules and Regulations framed thereunder. The Holding Company and its wholly owned subsidiaries constitute the Group. The Group provide electronic infrastructure for dematerialisation of securities, facilitates electronic settlement of trades in Indian Securities Market, offers services as a managed service provider, sets-up system infrastructure, connectivity, software application, database management systems, and banking services.

## 2. Significant Accounting Policies:

### 2.1. Statement of Compliance

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed in the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and the consolidated financial statement also complies with presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III) notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act.

The consolidated financial statements are presented in Indian Rupee (₹), which is also the functional currency of the Holding Company, in denomination of Lakh with rounding off to two decimals as permitted by Schedule III to the Act.

The financial statements are prepared on a going concern basis as the Management is satisfied that the Group shall be able to continue its business for the foreseeable future and no material uncertainty exists that may cast significant doubt on the going concern assumption. In making this assessment, the Management has considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources.

### 2.2. Basis of Preparation

These Consolidated Financial statements of the National Securities Depository Limited ("the Holding Company") and its subsidiaries (together the 'Group') have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified under the Companies (Indian Accounting Standards) Rules, 2015, prescribed under Section 133 of the Companies Act,

2013, read with relevant rules issued thereunder and other accounting principles generally accepted in India and transition date is considered as April 1, 2015.

These Consolidated Financial statements have been prepared on accrual basis under the historical cost convention except for certain financial instruments which are measured at fair values at the end of each of the reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, Level 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety which are described as follows:

**Level 1** – inputs are quoted (unadjusted) prices in active markets for identical assets or liabilities that the entity can access at the measurement date;

**Level 2** – inputs are inputs, other than quoted prices included in level 1, that are observable for the asset or liability either directly or indirectly.

**Level 3** – inputs are unobservable inputs for the assets or liability.

### 2.3. Basis of Consolidation

The consolidated financial statements incorporate the financial statements of the Holding Company, its subsidiaries, and associate company. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the company obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Profit or loss and each component of other comprehensive

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

income are attributed to the owners of the Group. Total comprehensive income of subsidiaries is attributed to the owners of the Group.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

## Principles of Consolidation

The Consolidated Financial statements relate to National Securities Depository Limited (the 'Holding Company') and its subsidiaries. The Consolidated Financial statements have been prepared on the following basis:

- a. The financial statements of the subsidiary companies are drawn upto the same reporting date as that of the Group for each of the reporting period covered by these Consolidated Financial statements.
- b. The financial statements of the Holding Company and its subsidiary companies have been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and resulting unrealised profits or losses, unless cost cannot be recovered.
- c. **Investment in Associates** - Investments in entities where the Group has significant influence (associate) is accounted under the equity method as prescribed by Indian Accounting Standard 28 Investments in Associates and Joint Ventures ("Ind AS 28"). Under the equity method, on initial recognition the investment in an associate has been recognised at cost, and the carrying amount has been increased or decreased to recognise the Group's share of the profit or loss of the investee after the date of acquisition. The Group's share of the investee's profit or loss has been recognised in the statement of profit or loss.
- d. Following companies have been considered in the preparation of the Consolidated Financial Statements:

Name of the Entity	Relationship	Country of Incorporation	Ownership held by	% of Holding and voting power either directly or indirectly at each reporting period covered under these Consolidated Financial Statements.
NSDL Database Management Limited	Subsidiary	India	National Securities Depository Limited	100%
NSDL Payments Bank Ltd.	Subsidiary	India	National Securities Depository Limited	100%
India International Bullion Holding IFSC Ltd	Associate	India	National Securities Depository Limited	20%

- e. The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Group's separate financial statements.
- b) The Group derive revenue primarily from services to corporates and capital market intermediary services. The Group recognise revenue when the significant terms of the arrangement are enforceable, services have been delivered and the collectability is reasonably assured. The Group recognise revenue based on two main models: services rendered at a point in time and services rendered over time:

**Services rendered at a point in time:** Revenues and costs relating to time and service contracts are recognised as the related services are rendered.

**Services rendered over time:** Revenue from annual fee contracts is recognised proportionately over the period of the contract. When services are performed through an indefinite number of repetitive acts over a specified period of time, revenue is recognised on a straight-line basis over the specified period or under

## 2.4. Revenue Recognition

- a) The Group has applied Ind AS 115 Revenue from Contracts with Customers which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Under Ind AS 115, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for rendering services to a customer. The standard requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances related to contracts with their customers.



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

some other method that better represents the stage of completion.

The Group accounts for pricing incentives to customers by reducing the amount of revenue.

- c) Interest income is accounted on accrual basis. For financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.
- d) Dividend income is accounted for when the right to receive it is established.

## 2.5. Leasing

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership to the lessee.

### As a Lessee -

At the date of commencement of the lease, the Group recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment

testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been adjusted towards rent expenses in the Statement of Profit and Loss.

## 2.6. Employee Benefits

Employee benefits include provident fund, superannuation fund, gratuity fund, and compensated absences.

### Defined Contribution Plan:

The Group's contribution to provident fund and superannuation fund are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made and when services are rendered by the employees.

#### i. Superannuation:

The Group contributes a sum equivalent to 15% of annual basic salary of the eligible employees to an insurance company which administers the fund. The Group recognises such contributions as an expense during the period they are incurred.

#### ii. Provident Fund:

Employees are entitled to receive benefits in respect of provident fund, in which both employees and the Group make monthly contributions at a specified percentage of the covered employees' salary (currently 12% of employees' basic salary).

### Defined Benefit Plans

#### i. Gratuity:

The Group accounts for the net present value of its obligations for gratuity benefits based on an independent external actuarial valuation

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

determined on the basis of the projected unit credit method carried out at the Balance Sheet date. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in retained earnings and is not reclassified to profit and loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit cost are categorised as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- Net interest expense or income; and
- Remeasurement.

## ii. Other Employee Benefits:

### Performance Incentive and Compensated Absences:

The amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the period when the employees render the services. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The Group accounts for the net present value of its obligations for compensated absences based on an independent external actuarial valuation carried out at the Balance Sheet date. The cost of short-term compensated absences is accounted as under:

- (a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and
- (b) in case of non-accumulating compensated absences, when the absences occur.

## iii. Other Employee Benefits:

### Share Based Payment Reserve:

Our Subsidiary NSDL Payments Bank Limited has Employee stock option schemes under which the eligible employees and key management personnel are granted stock options. Stock options granted are measured at fair value on

the grant date using Black-Scholes model and amortised over the vesting period as share based payment with corresponding credit in share-based payment reserve. On exercise of the stock options, balance in share-based payment reserve is transferred to securities premium account.

### Method used for Accounting for Share Based Payment Plan:

The stock options granted to employees pursuant to the Bank Stock options Schemes, are measured at the fair value of the options at the grant date using Black-Scholes model. The fair value of the options determined at grant date is recognised as employee compensation cost over the vesting period on straight line basis over the period of option, based on the number of grants expected to vest, with corresponding increase in equity

## 2.7. Tax on Income

Income tax expense represents the sum of the tax currently payable and deferred tax.

### i. Current Tax

The tax currently payable is based on taxable profit for the period. Taxable profit differs from 'Profit Before Tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) prescribed therein. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### ii. Deferred Tax

Deferred tax is recognised on the temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period when the liability is settled or the asset realised based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

### iii. Current and Deferred Tax for the period

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

## 2.8. Property, Plant & Equipment

Property, Plant & Equipment carried at cost less accumulated depreciation and amortisation and impairment losses, if any. The cost comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use.

### i. Capital Work-in-Progress:

Projects under which tangible fixed assets that are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses, and interest attributable.

## 2.9. Intangible Assets

Intangible assets purchased are measured at cost as of the date of acquisition less accumulated amortisation and accumulated impairment, if any.

### i. Intangible Assets under Development

Projects under which Intangible assets that are not yet ready for their intended use are carried at cost, comprising Development expenses and software expenses.

## 2.10. Depreciation and Amortisation

Depreciation is charged so as to write off the cost of assets other than Capital work-in-progress less its estimated residual value over the useful lives as

prescribed in Schedule II to the Companies Act, 2013, using the straight-line method.

Intangible assets are amortised on a straight line basis. Computer software is amortised over 24 months or useful life, whichever is lower. However, In case of its subsidiary NSDL Database Management Limited, Computer software is amortised over 48 months or useful life, whichever is lower.

## 2.11. Provision and Contingencies

A provision is recognised when the Group has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made.

Provisions are discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent assets are not recognised /disclosed in the financial statements.

### Contingent Liabilities and Assets

Contingent liabilities are when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Contingent liabilities are not recognised but are disclosed in the notes.

Contingent asset is a possible asset that arises from past events the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise. Contingent assets are neither recognised nor disclosed in the financial statements.

## 2.12. Foreign Currency Transactions and Balances

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the exchange rates prevailing at reporting date of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Profit and Loss and reported within foreign exchange gains/ (losses).

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## 2.13. Financial Instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments. All financial instruments are recognised initially at fair value.

## 2.14. Financial Assets

Financial assets are (Investment in Mutual Funds, Non-Convertible Debentures, Bonds and Government Securities) classified into the following specified categories: financial assets "at amortised cost", "fair value through other comprehensive income", "fair value through Profit or Loss". The classification depends on the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset at the time of initial recognition.

Financial assets are recognised by the Group as per its business model. All Financial Assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction cost that are attributable to the acquisition of the Financial Asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Transaction costs directly attributable to the acquisition of financial assets measured at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

All equity instruments are measured at fair value other than investments in unquoted equity shares including investment in subsidiaries and associates. Equity instruments held for trading is classified as FVTPL. For all other equity instruments, the Group may make an irrevocable election to present subsequent changes in the fair value in OCI. The Group makes such election on an instrument-by-instrument basis.

Income and expense is recognised on an effective interest basis for debt instrument. All other investments are classified as Fair Value Through Profit or Loss (FVTPL). The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

### Impairment of Financial Assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss. Financial assets are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial

recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

Objective evidence of impairment could include -

- Significant financial difficulty of the users or counterparty; or
- Default or delinquency in interest or principal payments; or
- It becoming probable that the borrower will enter bankruptcy or financial reorganisation.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade and other receivables. For financial assets measured at amortised cost, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

### Expected Credit Losses on Trade Receivables

For trade receivables the Group measures the loss allowance at an amount equal to life time expected credit losses. Further, for the purpose of measuring life time expected credit losses for trade receivables, the company follows simplified approach as permitted under Ind AS 109.

### De-recognition of Financial Assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

## 2.15. Impairment of Non-Financial Assets

The Group assesses at each reporting date whether there is any observable evidence that a non-financial asset or a company of non-financial assets is impaired. If any such indication exists, the Group estimates



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

the amount of impairment loss. An impairment loss is calculated as the difference between an asset's carrying amount and recoverable amount. Losses are recognised in Statement of profit and loss and reflected in an allowance account. When the Group considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised, then the previously recognised impairment loss is reversed through statement of profit and loss.

## 2.16. Financial Liabilities and Equity Instruments

### Classification as Debt or Equity

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

### Equity Instruments:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deduction all of its liabilities.

### Financial Liabilities:

#### i. Initial Recognition and Measurement:

Financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss.

#### ii. Subsequent Measurement

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the statement of profit and loss.

### Derecognition of Financial Liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire.

## 2.17. Cash and Cash Equivalents

Cash and cash equivalents comprise of cash on hand, balances in current account and demand deposits with banks having an original maturity of three months or less. These do not include bank balances earmarked/ restricted for specific purposes

Bank balances other than cash and cash equivalents comprises of demand deposits with banks having an original maturity of more than three months.

## 2.18. Use of Estimates and Judgement

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, incomes, expenses, disclosure of contingent assets and disclosure of contingent liabilities. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following note:

### Useful lives of Property, Plant and Equipment/ Intangible Assets

Property, Plant and Equipment/ Intangible Assets are depreciated/amortised over their estimated useful lives, after taking into account estimated residual value. The useful lives and residual values are based on the Group's historical experience with similar assets and taking into account anticipated technological changes or commercial obsolescence. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The depreciation / amortisation for future periods is revised, if there are significant changes from previous estimates and accordingly, the unamortised/depreciable amount is charged over the remaining useful life of the assets.

### Contingent Liabilities and Assets

Contingent Liabilities are disclosed when there is a possible obligation arising from the past events, the existence of which will be confirmed only by the occurrence or non - occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## Income Taxes

The Group's tax jurisdiction is in India. Significant judgements are involved in determining the provision for income taxes, deferred tax assets and liabilities including the amount expected to be paid or recovered in connection with uncertain tax positions.

## Expected Credit Losses on Trade Receivables

The Group estimates the probability of collection of trade receivable by analyzing historical payment patterns, customer status, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances are made.

## Employee Benefits

Defined employee benefit assets / liabilities determined based on the present value of future obligations using assumptions determined by the Company with advice from an independent qualified actuary.

## 2.19. Operating Cycle

Based on the activities of the Group and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Group has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

## 2.20. New Standards / amendments and other changes effective April 1, 2022 or thereafter

Ministry of Corporate Affairs notifies new standard or amendments to the existing standards. During the year, no new standard or modifications in existing standards have been notified which will be applicable from April 1, 2022, or thereafter but prior to April 1, 2023.

## 2.21. New Standards/ amendments issued but not yet effective

Ministry of Corporate Affairs notifies new standard or amendments to the existing standards. On 31<sup>st</sup> March

2023, vide Notification G.S.R. 242(E) dated 31<sup>st</sup> March 2023, modifications in existing standards have been notified which will be applicable from April 1, 2023 as below:

### a. Ind AS 1 - Presentation of Financial Statements:

The amendment proposes the company to disclose material accounting policy information rather than significant accounting policy. An accounting policy information is material when it is considered together with other information included in an entity's financial statement, and it can reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements. The effective date for adoption of this amendment is reporting periods beginning on or after April 1, 2023. The effect of this amendment is expected to be insignificant.

### b. Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors:

The amendments propose new definition of "Accounting Estimates" which replaces the definition of "Change in Accounting Estimates". As per the new definition, "Accounting estimates are monetary amounts in financial statements that are subject to measurement uncertainty". The effective date of this amendment is reporting periods beginning on or after April 1, 2023. The effect of this amendment is expected to be insignificant.

### c. Ind AS 12 - Income Taxes:

The amendment narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences in context to leases and decommissioning liabilities. Subsequently, post this amendment, the company need to recognise deferred tax asset and liability on lease and decommissioning liability. The effective date of this amendment is reporting periods beginning on or after April 1, 2023. The effect of this amendment is expected to be insignificant.

# Notes

Forming part of the Consolidated Financial Statements for the year ended March 31, 2023

## Note 3: Property, Plant and Equipment, Other Intangible Assets, and Right of Use of Assets

Gross Block	Property, Plant and Equipment										Other Intangible Assets		Right of Use of Assets
	Buildings	Computers	Data and Tele-Communication Equipment	Electrical Installations	Office Equipment	Furniture and Fixtures	Leasehold Improvements	Vehicle	Total	Computer Software (acquired)	Computer Software (acquired)		
<b>As at 31st March, 2021</b>	<b>3,517.82</b>	<b>8,125.31</b>	<b>1,545.37</b>	<b>216.98</b>	<b>418.97</b>	<b>280.27</b>	<b>45.24</b>	<b>46.30</b>	<b>14,196.26</b>	<b>13,933.11</b>	<b>1,583.47</b>		
Additions during the year	-	836.18	6.58	-	101.37	0.08	3.75	-	947.96	925.10	-		
Deductions	-	(3,330.79)	(1,122.62)	(44.54)	(85.72)	(52.62)	-	(46.30)	(4,682.59)	(1,264.71)	(264.68)		
<b>As at 31st March, 2022</b>	<b>3,517.82</b>	<b>5,630.70</b>	<b>429.33</b>	<b>172.44</b>	<b>434.62</b>	<b>227.73</b>	<b>48.99</b>	<b>-</b>	<b>10,461.63</b>	<b>13,593.50</b>	<b>1,318.79</b>		
Additions during the year	-	735.38	105.13	15.47	47.83	4.34	-	-	908.15	1,076.90	1,927.45		
Deductions	-	(70.12)	(20.42)	(8.14)	(9.42)	(9.47)	(27.80)	-	(145.37)	(52.21)	(1,094.61)		
<b>As at 31st March, 2023</b>	<b>3,517.82</b>	<b>6,295.96</b>	<b>514.04</b>	<b>179.77</b>	<b>473.03</b>	<b>222.60</b>	<b>21.19</b>	<b>-</b>	<b>11,224.41</b>	<b>14,618.19</b>	<b>2,151.63</b>		

Accumulated Depreciation and Amortisation	Property, Plant and Equipment										Other Intangible Assets		Right of Use of Assets
	Buildings	Computers	Data and Tele-Communication Equipment	Electrical Installations	Office Equipment	Furniture and Fixtures	Leasehold Improvements	Vehicle	Total	Computer Software (acquired)	Computer Software (acquired)		
<b>As at 31st March, 2021</b>	<b>3,060.46</b>	<b>5,693.71</b>	<b>1,320.01</b>	<b>191.78</b>	<b>371.48</b>	<b>238.62</b>	<b>10.65</b>	<b>20.42</b>	<b>10,907.13</b>	<b>11,429.61</b>	<b>726.35</b>		
Depreciation / amortisation for the year	8.92	609.82	35.70	2.52	21.37	7.00	7.34	3.07	695.74	858.78	338.68		
Deductions	-	(3,149.74)	(1,073.22)	(42.32)	(81.28)	(50.00)	-	(23.49)	(4,420.05)	(489.81)	-		
<b>As at 31st March, 2022</b>	<b>3,069.38</b>	<b>3,153.79</b>	<b>282.49</b>	<b>151.98</b>	<b>311.57</b>	<b>195.62</b>	<b>17.99</b>	<b>-</b>	<b>7,182.82</b>	<b>11,798.58</b>	<b>1,065.03</b>		
Depreciation / amortisation for the year	8.92	681.46	36.41	1.97	31.24	3.85	3.32	-	767.17	967.29	434.47		
Deductions	-	(62.30)	(17.73)	(2.49)	(7.66)	(3.84)	(13.23)	-	(107.25)	(28.55)	(915.56)		
<b>As at 31st March, 2023</b>	<b>3,078.30</b>	<b>3,772.95</b>	<b>301.17</b>	<b>151.46</b>	<b>335.15</b>	<b>195.63</b>	<b>8.08</b>	<b>-</b>	<b>7,842.74</b>	<b>12,737.32</b>	<b>583.94</b>		

Net Block	Property, Plant and Equipment										Other Intangible Assets		Right of Use of Assets
	Buildings	Computers	Data and Tele-Communication Equipment	Electrical Installations	Office Equipment	Furniture and Fixtures	Leasehold Improvements	Vehicle	Total	Computer Software (acquired)	Computer Software (acquired)		
<b>As at 31st March, 2022</b>	<b>448.44</b>	<b>2,476.91</b>	<b>146.84</b>	<b>20.46</b>	<b>123.05</b>	<b>32.11</b>	<b>31.00</b>	<b>-</b>	<b>3,278.81</b>	<b>1,794.92</b>	<b>253.76</b>		
<b>As at 31st March, 2023</b>	<b>439.52</b>	<b>2,523.01</b>	<b>212.87</b>	<b>28.31</b>	<b>137.88</b>	<b>26.97</b>	<b>13.11</b>	<b>-</b>	<b>3,381.67</b>	<b>1,880.87</b>	<b>1,567.69</b>		

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## Note 3(a): Capital work-in-progress and Intangible Asset Under Development (IAUD)

Particulars	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Capital work-in-progress	24.38	-
Intangible Asset Under Development	485.64	330.48
<b>Total</b>	<b>510.02</b>	<b>330.48</b>

### 3 (a)(i) Capital work-in-progress and Intangible Asset Under Development Aging Schedule as on 31st March, 2023

	Amount in Capital work-in-progress and IAUD for a period of				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
<b>Capital work-in-progress</b>					
Projects in progress	24.38	-	-	-	24.38
<b>Intangible Asset Under Development</b>					
Projects in progress	382.30	29.64	27.78	45.92	485.64
<b>Total</b>	<b>406.68</b>	<b>29.64</b>	<b>27.78</b>	<b>45.92</b>	<b>510.02</b>

### 3 (a)(ii) Capital work-in-progress and Intangible Asset Under Development Aging Schedule as on 31st March, 2022

	Amount in Capital work-in-progress and IAUD for a period of				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
<b>Capital work-in-progress</b>					
Projects in progress	-	-	-	-	-
<b>Intangible Asset Under Development</b>					
Projects in progress	63.84	123.04	51.03	92.57	330.48
<b>Total</b>	<b>63.84</b>	<b>123.04</b>	<b>51.03</b>	<b>92.57</b>	<b>330.48</b>

### 3 (a)(iii) For Capital work-in-progress and Intangible Asset Under Development whose completion is overdue or has exceeded its cost compared to its original plan

There is no time and cost overrun for any of the projects forming part of IAUD in view of readiness of an asset for intended management use.

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## Note 4: Non-Current Investments

Particulars	Rate of Interest (%)	Year of Maturity	Nos.	Face Value / NAV (₹)	₹ in Lakh	
					As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>(a) Investment in Equity Instruments of Associate (Accounted using Equity Method)</b>						
India International Bullion Holding IFSC Ltd.			30,00,00,000	1	2,598.95	1,909.01
<b>Sub-total</b>					<b>2,598.95</b>	<b>1,909.01</b>
<b>(b) Investment in Equity Instruments of Other Entity (at FVTPL)</b>						
Open Network For Digital Commerce			10,00,000	100	1,000.00	-
<b>Sub-total</b>					<b>1,000.00</b>	<b>-</b>
<b>(c) Investment in Debentures or Bonds (at amortised cost)</b>						
1 India Infrastructure Finance Company Limited	9.41	2037	3	10,00,000	34.83	34.94
2 Power Finance Corporation of India Limited *	7.35	2035	50,000	1,000	526.31	526.88
3 National Housing Bank *	8.76	2034	8,000	5,000	428.47	429.67
4 Housing and Urban Development Corporation Limited*	8.76	2034	5,000	1,000	54.53	54.73
5 India Infrastructure Finance Company Limited*	8.66	2034	70,000	1,000	846.22	854.75
6 NTPC Limited*	8.66	2033	92,899	1,000	1,118.54	1,129.28
7 NHPC Ltd.*	8.67	2033	49,420	1,000	602.87	607.35
8 India Infrastructure Finance Company Limited*	7.40	2033	50,000	1,000	549.93	552.95
9 National Highway Authority of India Limited *	7.35	2031	1,89,883	1,000	2,131.33	2,143.78
10 Indian Renewable Energy Development Agency Limited*	7.49	2031	50,000	1,000	509.79	510.03
11 National Bank for Agriculture and Rural Development*	7.35	2031	4,40,010	1,000	4,724.51	4,754.66
12 Indian Railway Finance Corporation Limited *	7.35	2031	99,000	1,000	1,080.85	1,086.00
13 Housing and Urban Development Corporation Limited*	7.39	2031	1,00,000	1,000	1,116.40	1,125.77
14 Indian Railway Finance Corporation Limited *	7.28	2030	11,074	1,000	123.58	124.45
15 National Bank for Agriculture and Rural Development*	6.49	2030	50	1,000	478.22	-
16 National Housing Bank *	8.68	2029	30,000	5,000	1,593.17	1,605.04
17 Indian Railway Finance Corporation Limited *	8.40	2029	63,000	1,000	715.90	719.72
18 Rural Electrification Corporation Limited *	8.80	2029	100	1,000	1,134.14	-
19 Power Finance Corporation of India Limited *	8.85	2029	100	1,000	1,134.61	-
20 Indian Railway Finance Corporation Limited *	7.48	2029	100	1,000	1,068.08	-
21 NHPC Ltd.*	8.54	2028	81,428	1,000	942.06	948.65
22 Power Finance Corporation of India Limited *	8.46	2028	40	10,00,000	419.57	419.61
23 Rural Electrification Corporation Limited *	8.46	2028	60,000	1,000	681.51	691.34
24 Rural Electrification Corporation Limited *	8.46	2028	157	10,00,000	1,804.43	1,830.87
25 Indian Railway Finance Corporation Limited *	8.48	2028	100	10,00,000	1,134.69	1,142.32
26 Indian Railway Finance Corporation Limited *	7.34	2028	60,000	1,000	624.36	624.92
27 India Infrastructure Finance Company Limited*	8.26	2028	80	10,00,000	876.06	880.90
28 National Housing Bank *	8.46	2028	90	10,00,000	998.78	1,008.24
29 Housing and Urban Development Corporation Limited*	8.56	2028	20	10,00,000	229.97	233.00
30 PFC (SERIES 172)	7.74	2028	250	10,00,000	2,517.61	-
31 National Highway Authority of India Limited *	8.30	2027	1,40,000	1,000	1,495.22	1,505.67
32 Power Finance Corporation of India Limited *	8.30	2027	50,000	1,000	526.39	528.13
33 Indian Railway Finance Corporation Limited *	7.38	2027	100	10,00,000	1,103.28	1,116.22
34 Indian Railway Finance Corporation Limited *	8.10	2027	50,000	1,000	557.73	566.34

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Particulars	Rate of Interest (%)	Year of Maturity	Nos.	Face Value / NAV (₹)	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
35 Rural Electrification Corporation Limited *	8.12	2027	1,00,000	1,000	1,136.32	1,152.65
36 Power Grid Corporation of India Limited	7.20	2027	150	10,00,000	1,631.91	1,644.50
37 Power Grid Corporation of India Limited	9.25	2027	50	10,00,000	553.59	-
38 IRFC	7.33	2027	200	10,00,000	2,129.76	-
39 Power Finance Corporation of India Limited	6.09	2026	100	10,00,000	1,027.22	1,030.35
40 NHPC Ltd.	7.13	2026	1,000	2,00,000	2,077.97	2,097.39
41 Power Grid Corporation of India Limited	7.36	2026	150	10,00,000	1,610.28	1,626.87
42 Rural Electrification Corporation Limited *	7.52	2026	50	5,00,000	530.47	-
43 NHPC Ltd.	7.52	2026	50	5,00,000	537.37	-
44 NABARD	7.40	2026	250	10,00,000	2,529.23	-
45 NTPC Limited*	7.15	2025	171	10,00,000	1,885.19	1,925.37
46 IDFC FIRST Bank Limited	9.03	2025	5	10,00,000	55.58	55.57
47 IDFC FIRST Bank Limited	8.80	2025	4	10,00,000	42.41	42.43
48 Indian Renewable Energy Development Agency Limited*	7.17	2025	60	10,00,000	621.38	623.11
49 Power Grid Corporation of India Limited	8.85	2025	50	12,50,000	554.95	567.90
50 Power Grid Corporation of India Limited	9.64	2025	21	12,50,000	302.81	310.91
51 National Bank for Agriculture and Rural Development	5.70	2025	150	10,00,000	1,546.08	1,520.86
52 Power Finance Corporation of India Limited	6.50	2025	50	10,00,000	510.33	-
53 Rural Electrification Corporation Limited *	5.85	2025	50	10,00,000	492.65	-
54 REC	5.85	2025	150	10,00,000	1,463.13	-
55 HDB Financial Services Limited					-	10.15
56 Housing and Urban Development Corporation Limited*					-	527.93
57 National Housing Bank*					-	1,429.00
58 Indian Railways Finance Corporation Limited*					-	578.37
59 National Bank for Agriculture and Rural Development	5.27	2024	50	10,00,000	523.12	523.40
60 India Infrastructure Finance Company Limited*					-	544.20
61 Power Finance Corporation of India Limited	9.25	2024	6	10,00,000	67.80	63.47
62 NTPC Limited*	8.41	2023	1,50,000	1,000	-	1,588.61
63 NHPC LIMITED*	8.18	2023	32,210	1,000	-	370.36
64 Indian Railway Finance Corporation Limited *	8.63	2029	40,000	1,000	444.26	445.75
65 Housing and Urban Development Corporation Limited *	8.56	2028	100	10,00,000	1,104.30	1,112.32
66 India Infrastructure Finance Company Limited *	8.66	2034	30,000	1,000	337.52	339.34
67 Housing and Urban Development Corporation Limited *	8.51	2028	50,000	1,000	546.97	551.03
68 NHPC Limited *	8.67	2033	10,000	1,000	118.55	119.15
69 NTPC Limited*	7.37	2035	12,491	1,000	129.39	129.41
70 Power Finance Corporation of India Limited *	7.35	2035	1,540	1,000	15.92	15.92
71 Rural Electrification Corporation Limited *	7.18	2035	11,450	1,000	117.24	117.24
72 National Highway Authority of India *	7.28	2030	50	10,00,000	541.71	542.13
73 Indian Railway Finance Corporation Limited *	7.28	2030	12,080	1,000	124.86	124.84
74 National Highway Authority of India *	7.35	2031	28,313	1,000	303.94	303.88
75 National Highway Authority of India *	7.35	2031	50,000	1,000	560.76	562.96
76 National Bank For Agriculture And Rural Development *	7.35	2031	1,20,000	1,000	1,282.60	1,290.16
77 India Infrastructure Finance Company Limited *	7.40	2033	50,000	1,000	549.99	553.11



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Particulars	Rate of Interest (%)	Year of Maturity	Nos.	Face Value / NAV (₹)	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
78 National Housing Bank *	8.46	2028	50	10,00,000	573.10	580.41
79 NTPC Limited*	8.48	2028	1,00,000	1,000	1,141.10	1,157.78
80 NTPC Limited*	8.41	2023	50,000	1,000	-	529.54
81 National Housing Bank *	8.68	2029	20,000	5,000	958.73	973.59
82 Rural Electrification Corporation Limited *	7.17	2025	50	10,00,000	527.97	534.34
83 Power Finance Corporation of India Limited	8.03	2026	50	10,00,000	563.08	560.16
84 Power Finance Corporation of India Limited	6.09	2026	50	10,00,000	519.18	518.04
85 Rural Electrification Corporation Limited	7.52	2026	50	10,00,000	534.92	540.24
86 Rural Electrification Corporation Limited	5.85	2025	50	10,00,000	507.92	507.86
87 Rural Electrification Corporation Limited	7.54	2026	50	10,00,000	529.29	532.04
88 Power Finance Corporation of India Limited	6.09	2026	50	10,00,000	514.37	500.58
89 Power Finance Corporation of India Limited	9.46	2026	21	10,00,000	240.64	232.57
90 Power Finance Corporation of India Limited	7.23	2027	50	10,00,000	508.92	-
91 Indian Railway Finance Corporation Limited	10.04	2027	50	10,00,000	576.05	-
92 National Bank For Agriculture And Rural Development	5.70	2025	50	10,00,000	504.23	-
93 National Bank For Agriculture And Rural Development	7.40	2026	50	10,00,000	506.08	-
94 Indian Railway Finance Corporation Limited	7.33	2027	50	10,00,000	528.02	-
95 Indian Railway Finance Corporation Limited	6.92	2031	50	10,00,000	502.83	-
<b>Sub-total</b>					<b>71,627.93</b>	<b>59,364.00</b>
<b>(d) Investment in Government Securities (at amortised cost)</b>						
1 7.54% GOI 2036	7.54	2036	10,00,000	100	3,635.03	-
2 7.40% GOI 2035	7.40	2035	10,00,000	100	1,006.59	-
3 6.64% GOI 2035	6.64	2035	10,00,000	100	961.17	-
4 6.54% GOI 2032	6.54	2032	25,00,000	100	4,327.33	-
5 7.95% GOI 2032	7.95	2032	5,00,000	100	522.43	-
6 7.26% GOI 2032	7.26	2032	10,00,000	100	1,000.13	-
7 6.10% GOI 2031	6.10	2031	30,00,000	100	4,701.25	-
8 6.68% GOI 2031	6.68	2031	10,00,000	100	1,938.39	-
9 9.20% GOI 2030	9.20	2030	5,00,000	100	576.96	-
10 7.10% GOI 2029	7.10	2029	10,00,000	100	1,022.17	-
11 6.79% GOI 2029	6.79	2029	10,00,000	100	991.03	-
12 6.45% GOI 2029	6.45	2029	10,00,000	100	987.55	-
13 6.79% GOI 2027	6.79	2027	15,00,000	100	1,512.43	-
14 8.15% GOI 2026	8.15	2026	20,00,000	100	2,114.11	-
15 8.20% GOI 2025	8.20	2025	20,000	100	206.45	-
16 8.20% GOI 2025	8.20	2025	30,000	100	309.66	-
17 6.10% GOI 2031	6.10	2031	10,00,000	100	943.92	-
18 6.68% GOI 2031	6.68	2031	5,00,000	100	484.80	-
19 6.54% GOI 2032	6.54	2032	12,50,000	100	1,195.30	-
20 6.64% GOI 2035	6.64	2035	7,00,000	100	673.87	-
21 7.54% GOI 2036	7.54	2036	10,00,000	100	1,019.97	-
<b>Sub-total</b>					<b>30,130.54</b>	-
<b>(e) Investment in Mutual Funds (at FVTPL)</b>						
1 AXIS AAA Bond Plus SDL ETF 2026 (TMF)			75,00,000	10.89	816.75	-
2 ICICI Prudential PSU BOND Plus SDL 40:60 Index			19,67,050	10.44	205.29	-
3 SBI CPSE Bond PLUS SDL SEP 2026 50-50 Index Fund			1,01,66,743	10.40	1,057.27	-

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)						
Particulars	Rate of Interest (%)	Year of Maturity	Nos.	Face Value / NAV (₹)	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
4 Nippon India ETF Nifty CPSE Bond Plus SDL 2024			4,60,000	111.76	514.10	-
5 Axis AAA Bond Plus SDL ETF - 2026 Maturity			75,00,000	10.84	812.75	-
6 ICICI Prudential PSU Bond Plus Index Fund - Sep 2027			1,00,07,606	10.47	1,047.91	-
7 IDFC G-Sec Fund Constant Growth			13,38,811	37.99	508.59	-
8 Nippon India Nivesh Lakshya Fund			34,98,506	14.96	523.52	-
9 Axis Corporate Debt Fund			33,46,979	14.97	501.12	-
<b>Sub-total</b>					<b>5,987.30</b>	-
<b>(f) Investment in ETF Bonds (at FVTPL)</b>						
1 Edelweiss Bharat Bond ETF		2025	49,997	1,000	556.34	542.05
2 Edelweiss Bharat Bond ETF					-	1,170.44
<b>Sub-total</b>					<b>556.34</b>	<b>1,712.49</b>
<b>Total</b>					<b>1,11,901.06</b>	<b>62,985.50</b>
* Investment in tax free bonds						
Aggregate amount of quoted investment					1,08,302.11	61,076.49
Aggregate market value of quoted investment					1,08,153.30	64,121.88
Aggregate amount of unquoted investments					3,598.95	1,909.01

## Note 5: Other Financial Assets

(₹ in Lakh)				
	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Non-Current	Current	Non-Current	Current
Security deposits	1,474.23	67.60	1,232.43	226.86
Interest accrued on investments	-	30.76	-	39.15
Interest accrued on fixed deposits	33.39	135.87	10.76	171.01
Deposits with original maturity of more than twelve months*	2,144.05	219.32	17,598.43	-
Margin money deposits with a bank (earmarked as security for performance guarantee and other commitments)	244.00	8.00	252.00	-
Others	-	248.27	-	92.99
<b>Total</b>	<b>3,895.67</b>	<b>709.82</b>	<b>19,093.62</b>	<b>530.01</b>

\* Includes FD earmarked for future payments.

## Note 6: Deferred Tax Asset and Liability (net)

### Note 6(a): Deferred Tax Asset

(₹ in Lakh)		
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Deferred Tax Asset :</b>		
Lease Liability (Refer Note 27)	2.55	2.61
Employee benefits	273.78	275.21
Expected credit loss	613.37	453.40
	<b>889.70</b>	<b>731.22</b>
<b>Less: Deferred Tax Liability :</b>		
Property, plant and equipment	59.68	59.63
	<b>59.68</b>	<b>59.63</b>
<b>Net Deferred Tax Asset</b>	<b>830.02</b>	<b>671.59</b>



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## The movement in Deferred Tax Asset and Liabilities:

	As at 31 <sup>st</sup> March, 2022	Credited / (Charge) to Profit and Loss	Credited / (Charge) to Other Comprehensive Income	(₹ in Lakh) As at 31 <sup>st</sup> March, 2023
<b>Deferred Tax Asset :</b>				
Lease Liability (Refer Note 27)	2.61	(0.06)	-	2.55
Employee benefits	275.21	16.22	(17.65)	273.78
Expected credit loss	453.40	159.97	-	613.37
	<b>731.22</b>	<b>176.13</b>	<b>(17.65)</b>	<b>889.70</b>
<b>Less: Deferred Tax Liability :</b>				
Property, plant and equipment	59.63	0.05	-	59.68
	<b>59.63</b>	<b>0.05</b>	<b>-</b>	<b>59.68</b>
<b>Net Deferred Tax Asset</b>	<b>671.59</b>	<b>176.08</b>	<b>(17.65)</b>	<b>830.02</b>

## The movement in Deferred Tax Asset and Liabilities:

	As at 1 <sup>st</sup> April, 2021	Credited / (Charge) to Profit and Loss	Credited / (Charge) to Other Comprehensive Income	(₹ in Lakh) As at 31 <sup>st</sup> March, 2022
<b>Deferred Tax Asset :</b>				
Lease Liability (Refer Note 27)	2.31	0.30	-	2.61
Employee Benefit	273.11	(22.23)	24.33	275.21
Expected credit loss	301.22	152.18	-	453.40
	<b>576.64</b>	<b>130.25</b>	<b>24.33</b>	<b>731.22</b>
<b>Less: Deferred Tax Liability :</b>				
Property, plant and equipment	92.24	(32.61)	-	59.63
	<b>92.24</b>	<b>(32.61)</b>	<b>-</b>	<b>59.63</b>
<b>Net Deferred Tax Asset</b>	<b>484.40</b>	<b>162.85</b>	<b>24.33</b>	<b>671.59</b>

## Note 6(b): Deferred Tax Liability

	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Deferred Tax Liability :</b>		
Property, plant and equipment	65.30	57.24
Fair value gain on investments	24.94	37.94
	<b>90.24</b>	<b>95.18</b>
<b>Less: Deferred Tax Asset :</b>		
Employee benefits	53.55	49.55
Expected credit loss	14.92	22.44
Lease Liability (Refer Note 27)	20.56	1.24
	<b>89.03</b>	<b>73.23</b>
<b>Net Deferred Tax Liability</b>	<b>1.21</b>	<b>21.95</b>

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## The movement in Deferred Tax Liabilities and Asset:

	As at 31 <sup>st</sup> March, 2022	Credited / (Charge) to Profit and Loss	Credited / (Charge) to Other Comprehensive Income	(₹ in Lakh) As at 31 <sup>st</sup> March, 2023
<b>Deferred Tax Liability :</b>				
Property, plant and equipment	57.24	8.06	-	65.30
Fair value gain on investments	37.94	(13.00)	-	24.94
	<b>95.18</b>	<b>(4.94)</b>	-	<b>90.24</b>
<b>Less: Deferred Tax Asset :</b>				
Employee benefits	49.55	4.00	-	53.55
Expected credit loss	22.44	(7.52)	-	14.92
Lease Liability (Refer Note 27)	1.24	19.32	-	20.56
	<b>73.23</b>	<b>15.80</b>	-	<b>89.03</b>
<b>Net Deferred Tax Liability</b>	<b>21.95</b>	<b>(20.74)</b>	-	<b>1.21</b>

## The movement in Deferred Tax Liabilities and Asset:

	As at 1 <sup>st</sup> April, 2021	Credited / (Charge) to Profit and Loss	Credited / (Charge) to Other Comprehensive Income	(₹ in Lakh) As at 31 <sup>st</sup> March, 2022
<b>Deferred Tax Liability :</b>				
Property, plant and equipment	41.73	15.51	-	57.24
Fair value gain on investments	95.20	(57.26)	-	37.94
	<b>136.93</b>	<b>(41.75)</b>	-	<b>95.18</b>
<b>Less: Deferred Tax Asset :</b>				
Employee benefits	64.03	(14.48)	-	49.55
Expected credit loss	18.02	4.42	-	22.44
Lease Liability (Refer Note 27)	11.03	(9.79)	-	1.24
	<b>93.08</b>	<b>(19.85)</b>	-	<b>73.23</b>
<b>Net Deferred Tax Liability</b>	<b>43.85</b>	<b>(21.90)</b>	-	<b>21.95</b>

## Note 7: Other Assets

	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Non-current	Current	Non-current	Current
Capital advances	991.33	16.85	-	12.37
Prepaid expenses	126.28	484.46	115.08	457.41
Advance to employees for expenses	-	16.50	-	16.95
GST credit receivable	-	1,633.09	-	1,860.60
Security deposits	-	13.95	-	11.45
Others	2.76	142.37	-	59.30
<b>Total</b>	<b>1,120.37</b>	<b>2,307.22</b>	<b>115.08</b>	<b>2,418.08</b>



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## Note 8: Current Investments

				(₹ in Lakh)	
	Rate of Interest	Nos.	Face Value / NAV (₹)	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>(a) Current portion of Long-Term Investments :</b>					
<b>Investment in Debentures or Bonds (at amortised cost)</b>					
1 Rural Electrification Corporation Limited *				-	102.70
2 Power Finance Corporation of India Limited *				-	517.48
3 Indian Railway Finance Corporation Limited *				-	778.28
4 Power Finance Corporation of India Limited *				-	1,028.24
5 NTPC Limited*	8.41	1,50,000	1,000	1,554.65	-
6 NHPC LIMITED*	8.18	32,210	1,000	356.69	-
7 HDB Financial Services Limited	10.19	1	10,00,000	10.10	-
8 Housing and Urban Development Corporation Limited*	8.51	50,000	1,000	517.61	-
9 National Housing Bank*	8.25	26,384	5,000	1,375.78	-
10 Indian Railways Finance Corporation Limited*	8.23	50,000	1,000	558.04	-
11 India Infrastructure Finance Company Limited*	8.41	50,000	1,000	524.50	-
12 NTPC Limited*	8.41	2,023	50,000	519.60	-
<b>Sub-total</b>				<b>5,416.97</b>	<b>2,426.70</b>
<b>(b) Other Current Investments :</b>					
<b>Investment in Mutual Funds (at FVTPL)</b>					
1 Units of Axis Liquid Fund - Direct Growth		-	-	-	804.58
2 Units of UTI Treasury Advantage Fund - Daily Dividend Reinvestment		70,122	1,162.96	815.49	774.32
3 Units of Axis Liquid Fund -Direct Plan- Daily Dividend		157	1,000.96	1.57	1.49
4 Units of IDFC Liquid Fund - Direct Plan - Daily Dividend		97	1,001.67	0.97	0.92
5 Units of HDFC Liquid Fund- Daily Dividend Reinvestment		72,858	1,019.82	743.02	706.87
6 Units of ICICI Prudential Liquid Fund Dir Growth		-	-	-	727.82
7 Units of IDBI Ultra Short Term Fund- Daily Dividend Reinvestment		96	1,031.19	0.99	0.95
8 Units of Principal Debt Opportunity Conservative Fund- Daily Dividend Reinvestment		65,932	1,008.26	664.77	630.90
9 Units of UTI Liquid Fund - Daily Dividend Reinvestment		69,710	1,065.07	742.46	708.99
10 Units of L&T Banking & PSU debt fund		29,88,465	21.51	642.95	628.07
11 Units of Sundaram Corporate bond fund		37,67,812	34.97	1,317.45	1,261.09
12 Franklin India FMP SR 4 PL F (1286 Days)			-	-	1,326.84
13 Nippon India Fixed Horizon Fund - XXXIX - Series 09			-	-	1,328.87
14 Kotak FMP Series 248			-	-	1,334.21
15 Sundaram Fixed Term Plan - IS 1120 Days			-	-	628.02
16 SBI Debt fund series C 49			-	-	1,252.88
17 SBI Debt fund series C 50			-	-	1,247.75
18 Kotak FMP Series 267			-	-	623.86
19 ICICI Prudential Mutual Fund Corporate Bond		1,02,81,414	26.00	2,673.08	1,013.34
20 AXIS MUTUAL FUND CORP DBT FD DIR GROWTH		1,07,10,331	14.94	1,601.60	-
21 Kotak Mahindra Mutual Fund Corporate Bond		32,390	3,272.56	1,059.97	1,014.73
22 UTI Corporate Bond Fund - Direct Growth Plan Growth		37,88,751	13.99	529.87	507.80

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)					
	Rate of Interest	Nos.	Face Value / NAV (₹)	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
23 IDFC Prudential Mutual Fund Corporate Bond		63,36,417	16.59	1,050.89	1,016.37
24 Edelweiss Bharat Bond ETF		1,00,000	1,224.34	1,224.34	-
25 Nippon Liquid Fund				-	429.65
26 SBI Liquid Fund				-	214.49
27 SBI Mutual Fund Series 8 (1178 Days)				-	614.50
28 SBI Mutual Fund Series 14 (1102 Days)				-	362.70
29 Kotak Corporate Bond Fund				-	508.68
30 ICICI Pru Corporate Bond Fund				-	507.31
<b>Sub-total</b>				<b>13,069.42</b>	<b>20,178.00</b>
Investments in Treasury Bills and CD				15,284.12	7,373.74
<b>Total</b>				<b>33,770.51</b>	<b>29,978.44</b>
* Investment in tax free bonds					
Note - The Repurchase Price / NAV has been considered as the Quoted Market Price					
Aggregate amount of quoted investment				33,770.51	29,978.44
Aggregate market value of quoted investment				33,628.11	29,958.21
Aggregate amount of unquoted investments				-	-

## Note 9: Trade Receivables

(₹ in Lakh)		
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Trade receivables considered good - Secured,	169.51	288.00
Trade receivables considered good - Unsecured,	8,393.25	9,936.02
<b>Trade receivables credit impaired - Unsecured</b>		
Which have significant increase in credit risk	23.92	-
Credit Impaired	2,578.83	1,898.04
	<b>11,165.51</b>	<b>12,122.06</b>
<b>Less: Expected credit loss / Allowance for doubtful debts (Refer Note 2.14)</b>		
Trade receivables -Unsecured / Allowance for doubtful debts	2,602.75	1,898.04
	<b>2,602.75</b>	<b>1,898.04</b>
<b>Total</b>	<b>8,562.76</b>	<b>10,224.02</b>

Footnote: .

- 1) The average credit period on sale of services is 30 days. No interest is charged on trade receivables for the first 30 days from the date of invoice. Thereafter, interest is charged at the range of 12% to 24% p.a. on certain categories of receivables.
- 2) The Company has appropriate levels of control procedures for new customers which ensures the potential customer's credit quality. Credit limits attributed to customers are reviewed periodically by the Management.

## 9 (a) Movement in Expected Credit Loss

(₹ in Lakh)		
	As at 31 March, 2023	As at 31 March, 2022
Balance at the beginning of the year	1,898.04	1,274.66
Provision during the year	759.46	679.77
Reversal during the year	54.75	56.39
<b>Balance at the end of the year</b>	<b>2,602.75</b>	<b>1,898.04</b>



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## 9 (b) Trade Receivables Ageing Schedule as on 31st March, 2023

	Outstanding for following periods from due date of payment							(₹ in Lakh)
	Unbilled	Current but not due	Less than 6 Months	6 Months -1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed, trade receivables - considered good	997.47	571.39	1,714.10	3,174.31	1,688.07	417.42	-	8,562.76
Which have significant increase in credit risk	-	-	-	-	23.92	-	-	23.92
Credit Impaired	-	-	1.50	47.04	460.93	992.44	1,076.92	2,578.83
Less: Expected credit loss / Allowance for doubtful debts	-	-	1.50	47.04	484.85	992.44	1,076.92	2,602.75
<b>Total</b>	<b>997.47</b>	<b>571.39</b>	<b>1,714.10</b>	<b>3,174.31</b>	<b>1,688.07</b>	<b>417.42</b>	<b>-</b>	<b>8,562.76</b>

## 9 (c) Trade Receivables Ageing Schedule as on 31st March, 2022

	Outstanding for following periods from due date of payment							(₹ in Lakh)
	Unbilled	Current but not due	Less than 6 Months	6 Months -1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed, trade receivables - considered good	887.57	640.78	2,333.65	5,048.84	1,216.68	96.50	-	10,224.02
Undisputed, trade receivables - credit impaired - Unsecured	-	-	6.93	43.53	445.39	625.64	776.55	1,898.04
Less: Expected credit loss	-	-	6.93	43.53	445.39	625.64	776.55	1,898.04
<b>Total</b>	<b>887.57</b>	<b>640.78</b>	<b>2,333.65</b>	<b>5,048.84</b>	<b>1,216.68</b>	<b>96.50</b>	<b>-</b>	<b>10,224.02</b>

## Note 10: Cash and Cash Equivalents

	(₹ in Lakh)	(₹ in Lakh)
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Cash on hand	0.55	0.55
Balances with banks:		
i) in current accounts	16,231.42	10,928.92
ii) in sweep fixed deposit	2,337.75	3,516.50
<b>Total</b>	<b>18,569.72</b>	<b>14,445.97</b>

## Note 11: Bank Balances other than Cash and Cash Equivalents

	(₹ in Lakh)	(₹ in Lakh)
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Other bank balances:</b>		
i) in current accounts*	17,129.15	14,297.64
ii) In other deposit accounts with original maturity more than 3 months	2,500.00	8,090.99
iii) Others (Earmarked Deposits with original maturity for more than 3 months)	-	50.00
<b>Total</b>	<b>19,629.15</b>	<b>22,438.63</b>

\* These balances have restriction on repatriation.

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## Note 12: Equity Share Capital

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Authorised :</b>		
500,000,000 equity shares of ₹2 each with voting rights*	10,000.00	10,000.00
<b>Issued, Subscribed and Fully Paid - up :</b>		
200,000,000 equity shares of ₹2 each fully paid up with voting rights*	4,000.00	4,000.00
<b>Total</b>	<b>4,000.00</b>	<b>4,000.00</b>

\*Refer Note No.30.1 for details regarding sub-division of shares during the year.

**12 (a)** There are no promoters as on 31<sup>st</sup> March, 2023 and 31<sup>st</sup> March, 2022.

### 12 (b) Details of Shares held by each Shareholder holding more than 5% :

	(₹ in Lakh)			
	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Number of Shares held*	% Holding	Number of Shares held*	% Holding
IDBI Bank Ltd.	5,22,00,000	26.10	5,22,00,000	26.10
National Stock Exchange of India Ltd.	4,80,00,000	24.00	4,80,00,000	24.00
HDFC Bank Limited	1,78,99,500	8.95	1,98,99,500	9.95
Administrator of the Specified Undertaking of the Unit Trust of India- Unit Scheme 1964	1,36,60,000	6.83	1,36,60,000	6.83

\*Refer Note No.30.1 for details regarding sub-division of shares during the year.

**12 (c)** The Company has one class of equity shares having a par value of ₹2 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors, (except in case of interim dividend), is subject to the approval of the share holders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all dues, proportionate to their shareholding.

### 12 (d) Reconciliation of the Shares outstanding at the beginning and end of the year :

	(₹ in Lakh)	
	No of shares*	(₹ in Lakh)
Balance as at 1 <sup>st</sup> April, 2021	20,00,00,000	4,000
Add: Issue of Shares	-	-
<b>Balance as at 31<sup>st</sup> March, 2022</b>	<b>20,00,00,000</b>	<b>4,000</b>
Add: Issue of Shares	-	-
<b>Balance as at 31<sup>st</sup> March, 2023</b>	<b>20,00,00,000</b>	<b>4,000</b>

\*Refer Note No.30.1 for details regarding sub-division of shares during the year.

**12 (e)** On 23<sup>rd</sup> May, 2023, the Board of Directors of the Holding Company have recommended a final dividend of ₹ 1 per equity share of the face value of ₹ 2 per share (PY ₹5.00 per equity share of the face value of ₹ 10 per share) in respect of the year ended 31<sup>st</sup> March, 2023, subject to approval of shareholders at the Annual General Meeting. If approved, the dividend would result in a cash outflow of ₹ 2000.00 Lakh (PY ₹2000.00 Lakh).

On 26<sup>th</sup> April, 2023, the Board of Directors of the Subsidiary (NSDL Database Management Limited) have recommended a final dividend of ₹ 3 per equity share of the face value of ₹ 10 per share (PY ₹ 2.00 per equity share of the face value of ₹ 10 per share) in respect of the year ended 31<sup>st</sup> March, 2023, subject to approval of shareholders at the Annual General Meeting. If approved, the dividend would result in a cash outflow of ₹1831.50 Lakh (PY ₹1221.00 Lakh).



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## Note 13: Other Equity

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>General Reserve</b>		
Balance at the beginning of the year	36,312.82	36,312.82
Add: Transferred from retained earning	-	-
<b>Balance as at the end of the year</b>	<b>36,312.82</b>	<b>36,312.82</b>
<b>Retained Earnings</b>		
Balance at the beginning of the year	80,891.15	61,631.76
Profit for the year	23,480.98	21,259.39
Less: Dividend (Refer Note 12(e))	(2,000.00)	(2,000.00)
Add: Transferred to statutory reserves	(202.37)	-
<b>Balance as at the end of the year</b>	<b>1,02,169.76</b>	<b>80,891.15</b>
<b>Other Comprehensive Income</b>		
Balance at the beginning of the year	(42.01)	(15.05)
Other comprehensive income for the year	230.27	(26.96)
<b>Balance as at the end of the year</b>	<b>188.26</b>	<b>(42.01)</b>
<b>Share Based Payment Reserve</b>		
Balance at the beginning of the year	-	-
Addition during the year	12.97	-
<b>Balance as at the end of the year</b>	<b>12.97</b>	<b>-</b>
<b>Statutory Reserves</b>		
Balance at the beginning of the year	-	-
Add: Transferred from retained earning	202.37	-
Balance as at the end of the year	202.37	-
<b>Total</b>	<b>1,38,886.18</b>	<b>1,17,161.96</b>

## Note 14: Other Financial Liabilities (Non-Current)

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Others:</b>		
Incentive payable to employees	481.42	414.65
Advances from customers	3.90	4.75
<b>Total</b>	<b>485.32</b>	<b>419.40</b>

## Note 15: Other Non-Current Liabilities

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Others:</b>		
Income received in advance	583.67	442.43
<b>Total</b>	<b>583.67</b>	<b>442.43</b>

## Note 16: Trade Payables

	(₹ in Lakh)	
	As at 31 March, 2023	As at 31 March, 2022
Amounts due to micro enterprise and small enterprises*	557.87	244.05
Others	5,560.63	2,280.93
<b>Total</b>	<b>6,118.50</b>	<b>2,524.98</b>

\* Dues to micro enterprise and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## 16 (a) Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Principal amount remaining unpaid to any supplier as at the end of the accounting period.	557.87	244.05
Interest due thereon remaining unpaid to any supplier as at the end of the accounting period.	-	-
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day.	-	-
The amount of interest due and payable for the period.	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting period.	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid.	-	-
<b>Total</b>	<b>557.87</b>	<b>244.05</b>

## 16 (b) Trade Payables Ageing Schedule as on 31st March, 2023

	Outstanding for following periods from due date of payment						Total
	Unbilled dues	Current but not due	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
Amounts due to MSME	480.13	-	77.74	-	-	-	557.87
Others	4,727.60	-	714.16	116.12	2.75	-	5,560.63
<b>Total</b>	<b>5,207.73</b>	<b>-</b>	<b>791.90</b>	<b>116.12</b>	<b>2.75</b>	<b>-</b>	<b>6,118.50</b>

## 16 (c) Trade Payables Ageing Schedule as on 31st March, 2022

	Outstanding for following periods from due date of payment						Total
	Unbilled	Current but not due	Less than 6 Months	6 Months -1 Year	2-3 Years	More than 3 Years	
Amounts due to MSME	117.82	-	126.23	-	-	-	244.05
Others	1,272.17	-	988.69	20.07	-	-	2,280.93
<b>Total</b>	<b>1,389.99</b>	<b>-</b>	<b>1,114.92</b>	<b>20.07</b>	<b>-</b>	<b>-</b>	<b>2,524.98</b>

## Note 17: Other Financial Liabilities (Current)

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Security deposit received from customers / depository participants	6,595.99	6,256.37
Payables on purchase of Property, plant and equipment, intangible assets	78.15	58.40
Payable to Investor Protection Fund Trust (Refer Note 31)	294.05	231.01
Payable on redemption of NSC/KVP and government securities	4,117.34	1,365.94
Payables to staff	1,532.47	1,551.06
Gratuity payable to Fund (Refer Note 29)	252.98	400.38
Annual custody charges payable	88.38	85.12
Payable for stamp duty collection	4,876.09	5,106.98
Advance received for auction of DP demat accounts*	7,810.13	7,810.13
Corporate Social Responsibility Liability	230.15	110.89
Advance from Selling Shareholders for IPO	37.09	-
Others**	21,109.60	10,235.41
<b>Total</b>	<b>47,022.42</b>	<b>33,211.69</b>

\* Advance received for Auction of Demat Accounts for DP Karvy Stock Broking Limited. The matter is sub judice with Bombay High Court.

\*\* Includes Customer Deposits, Earnest Money Deposits, and Settlement Accounts related to Subsidiary (NSDL Payments Bank Limited).

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## Note 18: Provisions

	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Non-current	Current	Non-current	Current
<b>Provision for Employee Benefit</b>				
Provision for compensated absences	64.32	1,260.66	168.76	1,243.89
<b>Other Provision</b>				
Provision for investor awareness (Refer Note 32)	-	1,543.15	-	1,668.32
<b>Total</b>	<b>64.32</b>	<b>2,803.81</b>	<b>168.76</b>	<b>2,912.21</b>

(₹ in Lakh)

## Note 19: Other Current Liabilities

	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Advances from customers	4,755.24	4,596.92
Income received in advance	962.74	947.39
Statutory remittances	1,092.06	1,100.39
Other Payables	79.73	167.65
<b>Total</b>	<b>6,889.77</b>	<b>6,812.35</b>

(₹ in Lakh)

## Note 20: Revenue from Operations

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Annual fees	2,737.45	2,414.56
Custody fees	18,750.44	17,004.44
Registration fees	585.01	901.89
Transaction fees	25,538.16	25,357.09
Software license fees	19.28	25.42
Communication fees	434.09	422.48
Income from banking services	54,077.75	29,924.46
Other operating income	56.58	60.58
<b>Total</b>	<b>1,02,198.76</b>	<b>76,110.92</b>

(₹ in Lakh)

### 20 (a) Timing of revenue recognition as per Ind AS 115

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Services transferred at a point in time	79,696.21	55,973.12
Services transferred over time	22,502.55	20,137.80
<b>Total revenue from contracts with customers</b>	<b>1,02,198.76</b>	<b>76,110.92</b>

(₹ in Lakh)

## Note 21: Other Income

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
<b>Interest income :</b>		
i) On non-current investments	5,861.63	3,491.32
ii) On fixed deposits with banks	705.30	1,259.65
iii) On overdue trade receivables	175.64	230.49
<b>Sub-total</b>	<b>6,742.57</b>	<b>4,981.46</b>
Dividend income from current Investments	69.79	44.52
Fair value gain on investments in mutual funds	651.98	788.86
Profit on sale of investments	20.57	16.71
Bad debts recovered	13.52	0.34

(₹ in Lakh)

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Extinguishment of Lease Liability	34.70	28.08
Rent recovery (Ind AS 116 - Leases)	7.93	17.97
Miscellaneous income	241.65	140.40
<b>Total</b>	<b>7,782.71</b>	<b>6,018.34</b>

## Note 22: Employee Benefits Expenses

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Salaries and wages	9,677.95	9,234.30
Contribution to provident and other funds (Refer Note 29)	969.36	878.26
Staff welfare expenses	263.09	215.93
Deputation Cost	70.34	50.23
<b>Total</b>	<b>10,980.74</b>	<b>10,378.72</b>

## Note 23: Other Expenses

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Annual fees	425.68	416.89
Repairs and maintenance - system	4,469.95	3,694.62
Repairs and maintenance - premises	252.71	234.28
Repairs and maintenance - others	617.63	528.45
System support charges	482.62	799.25
Insurance (Refer Note 28)	263.12	169.03
Processing charges	1,248.78	1,207.03
Power and fuel	167.69	167.48
Rent (net of recovery)	215.10	158.32
Communication expenses	1,943.05	1,640.57
Travelling and conveyance expenses	236.59	131.49
Professional and consultancy fees	1,263.44	730.22
Legal charges	148.74	169.21
Printing and stationery expenses	271.30	314.67
Rates and taxes	95.35	122.34
Corporate social responsibility expense (Refer Note 33)	463.52	372.68
Seminar and business promotion expenses	253.48	118.57
Payment to auditors (net of GST set-off) :		
(a) Audit fees	39.07	41.65
(b) Tax audit fees	3.40	3.95
(c) Taxation matters	1.25	1.25
(d) Other services	19.95	24.93
(e) Reimbursement of expenses (out of pocket expenses)	-	2.48
	63.67	74.26
Directors sitting fees	214.82	206.42
Incentive scheme for DP's (Refer Note 32)	640.26	560.43
Provision for doubtful trade receivables	704.72	624.86
Bad debts written-off	99.59	303.21
Provision for doubtful rent deposit	95.55	-
Loss on sale of Assets / written off	35.90	230.65
IAUD written off	24.95	1,456.70



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Marketing expenses	14.60	6.49
Business & remittance expenses	49,362.89	25,852.96
Miscellaneous expenses	627.68	492.44
<b>Total</b>	<b>64,703.38</b>	<b>40,783.52</b>

## Note 24: Contingent Liabilities and Other Commitments (to the extent not provided for)

### Contingent Liabilities

- a) Demand from the service tax authorities of ₹5,236.21 Lakh (Previous year ₹5,236.21 Lakh) in respect of FY 2004-05 to FY 2008-09 relate to service tax demanded in respect of depository participant services during that period. The Group has received order from the Central Excise and Service Tax Appellate Tribunal (CESTAT) on 12<sup>th</sup> June, 2020, and it subsequently filed a civil appeal in the Supreme Court and the Service Tax Department has filed a counter affidavit with the Supreme Court. The Group has paid ₹392.72 under protest. The Group is hopeful of succeeding in appeals and does not expect any significant liability to materialise.
- b) Demand from Goods and Service Tax authorities of ₹1,825.05 Lakh (Previous year ₹ Nil) on account of disputed demand of Goods and Service Tax pertaining to year 2017-18 to -2019-20. The Group is hopeful of succeeding in appeals and does not expect any significant liability to materialise.
- c) Demand from income tax authorities is given below :

	(₹ in Lakh)	
	Demand from income tax authorities as at	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
2014-15	8.55	8.55
2015-16	33.33	33.33
2016-17	1,415.81	-
2017-18	892.59	892.59
2018-19	2,802.71	3,065.32
2019-20	796.69	796.69
2020-21	538.44	22.01
2021-22	281.33	-
<b>Total</b>	<b>6,769.45</b>	<b>4,818.49</b>

The Group has been legally advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

- d) Fixed Deposits placed with Corporation Bank for issue of Bank Guarantee to Unique Identification Authority of India (UIDAI) on behalf of NSDL Payments Bank Limited for ₹25.00 Lakh (for March, 2022 ₹25.00 Lakh)
- e) The Group is a party in certain legal proceedings filed by beneficial owners / third parties in the normal course of business. In view of the management the chances of these legal proceedings being decided against the Group are very remote and it may not have any material adverse impact on its financial conditions, results of operations and cash flow.

### Commitments

	(₹ in Lakh)	
	Estimated amount of commitments as at	
	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Capital contracts not provided for (net of advances)	18,924.01	216.31
Other Commitments: Contractual guarantee	251.67	251.67

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## 25. Segment Reporting

The Group's operating segments are established on the basis of those components of the group that are evaluated regularly by the Chief Operating Decision Maker (CODM), in deciding how to allocate resources and in assessing performance. The Managing Director has been identified as the CODM.

The Operating segments have been identified taking into account nature of products and services, the differing risk and returns and the internal business reporting systems. The Group has three operating and reporting segments; viz. Depository, Database Management Services, and Banking Services. Since the operations of the segments are in India, no geographical segments have been identified.

Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

Depository Segment (DP) includes providing various services to the investors like, dematerialisation, rematerialisation, holding, transfer and pledge of securities in electronic form, providing facility to market intermediaries for "Straight through Processing " and providing e-voting services to companies.

Database Management Services (DMS) includes data management services like National Skills Registry to IT / ITeS industry and transactions services like SEZ Online system on behalf of Ministry of Commerce & Industry, KYC registration agency (KRA) for centralisation of the KYC records in the securities market, operations pertaining to the Repository of Insurance Policies.

Banking Services segment (BS) includes accepting demand deposits in the form of savings bank deposits, to provide payment/ remittance/recharge services through its mobile application, issue of debit cards for point of sale/Ecommerce and ATM transactions, accepting demand deposits in the form of current account deposits, offering domestic money transfer through Business Correspondent, offering mutual fund investment services through mobile app, offering Bank verification services for corporate brokers, offering insurance investment services through mobile app.

(₹ in Lakh)

	For the year ended 31 <sup>st</sup> March, 2023				For the year ended 31 <sup>st</sup> March, 2022			
	Depository	Database Management	Banking Services	Total	Depository	Database Management	Banking Services	Total
<b>Segment Revenue</b>								
Revenue	40,914.62	7,206.39	54,077.75	1,02,198.76	36,926.15	9,260.31	29,924.46	76,110.92
<b>Less:</b> Inter segment revenue	-	-	-	-	-	-	-	-
<b>Total</b>	<b>40,914.62</b>	<b>7,206.39</b>	<b>54,077.75</b>	<b>1,02,198.76</b>	<b>36,926.15</b>	<b>9,260.31</b>	<b>29,924.46</b>	<b>76,110.92</b>
<b>Segment Results</b>	19,654.91	2,896.93	805.32	<b>23,357.16</b>	18,008.73	4,941.78	(790.56)	<b>22,159.95</b>
<b>Add:</b> Other unallocable income (net of unallocable expense)				556.44				896.23
<b>Add:</b> Interest income				6,742.57				4,981.46
<b>Less:</b> Finance cost				151.94				217.71
<b>Profit Before Tax</b>				<b>30,504.23</b>				<b>27,819.93</b>
<b>Less:</b> Tax expense				7,023.25				6,560.54
<b>Profit for the year</b>				<b>23,480.98</b>				<b>21,259.39</b>

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

	For the year ended 31 <sup>st</sup> March, 2023					For the year ended 31 <sup>st</sup> March, 2022				
	Depo- sitory	Database Manage- ment	Banking Services	Un- allocable	Total	Depo- sitory	Database Manage- ment	Banking Services	Un- allocable	Total
<b>Segment Assets</b>	15,871.54	3,821.92	21,860.85	1,67,793.17	<b>2,09,347.48</b>	33,120.34	4,509.52	14,428.26	1,17,216.60	<b>1,69,274.72</b>
<b>Segment Liabilities</b>	18,548.29	4,458.90	25,530.73	17,923.38	<b>66,461.30</b>	17,094.09	3,572.62	11,819.97	15,626.08	<b>48,112.76</b>
<b>Capital Expenditure</b>	2,232.01	359.00	70.92	-	<b>2,661.93</b>	591.03	294.50	35.63	-	<b>921.16</b>
<b>Depreciation / Amortisation</b>	1,033.56	521.40	613.97	-	<b>2,168.93</b>	998.48	423.38	471.34	-	<b>1,893.20</b>
<b>Material non-cash items other than Depreciation / Amortisation</b>	2,458.98	(29.37)	99.06	-	<b>2,528.67</b>	2,337.43	43.93	2.67	-	<b>2,384.03</b>

## 26. Related Party Disclosures

### a) Names of Related Parties and Relationship

i)	IDBI Bank Limited	Company having substantial Interest
ii)	National Stock Exchange of India Limited	Company having substantial Interest
iii)	India International Bullion Holding IFSC Limited	Associate Company (w.e.f. August 13, 2021)
iv)	Mr. B. A. Prabhakar (till 7 <sup>th</sup> May, 2023)	
	Prof. G. Sivakumar	
	Dr. Rajani Gupte	Public Interest Director
	Mr. Parveen Kumar Gupta	
	Ms. Priya Subbaraman	
	Mr. Shailendra Nadkarni	Shareholder Director
	Ms. Padmaja Chundurur	Managing Director and CEO

### b) Nature and Volume of Transactions during the year with the above Related Parties

(₹ in Lakh)

Sr. No.	Particulars	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
<b>(i)</b>	<b>Transactions during the year :</b>		
	<b>I. Companies having Substantial Interest</b>		
	<b>a) IDBI Bank Limited</b>		
	Transaction fees	59.02	52.44
	Annual fees	10.31	9.86
	Annual custody fees	26.71	24.24
	Reimbursement of expenses	0.23	3.71
	Interest Income on fixed deposit with bank	255.09	307.00
	Interest (waiver)/ income – other	0.36	0.90
	Miscellaneous expenses	(0.43)	0.92
	Investor awareness expense	5.11	6.57
	Dividend paid	522.00	522.00
	<b>b) National Stock Exchange of India Limited</b>		
	Transaction fees	63.45	221.94
	Dividend paid	480.00	480.00
	<b>II. Associate Company</b>		
	<b>a) India International Bullion Holding IFSC Limited</b>		
	Investment In Associate	1,000.00	2,000.00
	<b>III. Key Managerial Personnel</b>		
	<b>a) Sitting Fees to Directors</b>		
		110.60	123.20
	<b>b) Remuneration to KMPs (Refer note ii) :</b>		
	Short-term employee benefit	336.77	512.15
	Long-term employee benefit	-	-

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

		(₹ in Lakh)	
Sr. No.	Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>(ii)</b>	<b>(Payable)/Receivable at the end of the year :</b>		
	<b>I. Companies having Substantial Interest</b>		
	<b>a) IDBI Bank Limited</b>		
	Security deposit payable	(30.00)	(30.00)
	Balance in current account	47.35	0.51
	Fixed Deposits	1,178.46	7,124.13
	Trade receivables	3.32	-
	Trade Payables	-	0.05
	<b>b) National Stock Exchange of India Limited</b>		
	Trade receivables	47.21	52.85
	<b>II. Associate Company</b>		
	<b>a) India International Bullion Holding IFSC Limited</b>		
	Investment In Associate	2,598.95	1,909.01
	Trade receivables (net)	-	0.36
	<b>III. Key Managerial Personnel</b>		
	<b>a) Payable to key managerial person</b>	215.25	209.83

## Notes

- i There are no provisions for doubtful debts or amounts written off/written back in respect of dues from/to related parties.
- ii Managerial Remuneration does not include provision made for compensated absence and gratuity since the same is provided for the company as a whole based on independent actuarial valuation except to the extent of amount paid.

## 27. Lease Liability

### (i) Statement showing movement in Lease Liabilities

		(₹ in Lakh)	
		As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
	<b>Balance as at beginning</b>	292.50	930.98
	Add/(less): Agreements reassessed as lease contracts	-	-
	Additions	1,893.42	-
	Deductions/Adjustments	206.83	299.38
	Finance cost accrued during the period	144.16	60.31
	Payment of lease liabilities	441.57	399.41
	<b>Balance as at end</b>	<b>1,681.68</b>	<b>292.50</b>

### (ii) Statement showing carrying value of Right of Use Assets

		(₹ in Lakh)	
		As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
	<b>Balance as at beginning</b>	253.76	857.12
	Additions	1,927.45	-
	Deductions/Adjustments	179.05	264.68
	Depreciation	434.47	338.68
	<b>Balance as at end</b>	<b>1,567.69</b>	<b>253.76</b>



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## (iii) Statement showing break up value of the Current and Non - Current Lease Liabilities

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Current lease liabilities	328.49	155.87
Non- Current lease liabilities	1,353.19	136.63
<b>Total</b>	<b>1,681.68</b>	<b>292.50</b>

## (iv) Statement showing agreement maturities of Lease Liabilities on an undiscounted basis:

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Due for		
Up to One year	527.62	153.60
One year to Five years	1,495.46	158.96
More than Five years	-	12.64
<b>Total</b>	<b>2,023.08</b>	<b>325.20</b>

## (v) Statement showing amount recognised in Statement of Profit and Loss

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Interest on lease liabilities	144.16	60.31
Depreciation on right of use assets	434.47	338.68
Variable lease payments not included in the measurement of lease liabilities	-	-
Income from sub-leasing right-of-use assets	-	-
Expenses relating to short-term leases	-	-
Expenses relating to leases of low-value assets, excluding short-term leases of low value assets	-	-
<b>Total</b>	<b>578.63</b>	<b>398.99</b>

## (vi) Statement showing total cash outflow for leases

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Total cash outflow for leases	441.57	399.41

## 28. Expenses in Note 23 has been disclosed net of recoveries as under

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Insurance	52.74	48.97

## 29. Employee Benefits

### a) The Company has recognised the following amounts in the statement of profit and loss under the head company's contribution to provident fund and other funds.

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
a. Provident fund	442.86	363.28
b. ESIC	0.52	1.18
c. Superannuation fund	179.44	192.83
<b>Total</b>	<b>622.82</b>	<b>557.29</b>

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## b) Gratuity

### (i) Summary of Actuarial Assumptions

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Discount rate	7.31% - 7.47%	6.09% - 7.15%
Rate of return on plan assets	7.31% - 7.47%	6.09% - 7.15%
Salary escalation	7.00%	7.00%
Attrition rate	Slab (18% < 5, 4% >= 5)	Slab (18% < 5, 4% >= 5)
Mortality table	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2012-14) Urban

### (ii) Reconciliation of defined benefit obligation

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Liability at the beginning of the year	3,161.50	3,076.00
Interest cost	224.95	208.91
Current service cost	315.56	284.50
Benefits paid	(353.45)	(499.94)
Actuarial gain / (loss) on Plan Assets	(72.33)	92.03
<b>Liability at the end of the year</b>	<b>3,276.23</b>	<b>3,161.50</b>

### (iii) Reconciliation of fair value of plan assets

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Fair value of plan assets at the beginning of the year	2,761.12	2,710.69
Interest Income	196.44	184.16
Contributions by the Employer	420.76	375.68
Benefits paid	(353.45)	(499.94)
Actuarial gain / (loss) on Plan Assets	1.14	(9.47)
<b>Fair value of plan assets at the end of the year</b>	<b>3,026.01</b>	<b>2,761.12</b>

### (iv) Amount recognised in Balance Sheet

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Present value of funded obligation	(3,276.23)	(3,161.50)
Fair value of plan assets at the end of the year	3,026.01	2,761.12
<b>Amount recognised in balance sheet</b>	<b>(250.22)</b>	<b>(400.38)</b>

### (v) Expenses recognised in Statement of Profit and Loss

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Current service cost	315.56	284.50
Interest cost	28.50	24.75
<b>Expenses recognised in the Statement of Profit and Loss</b>	<b>344.06</b>	<b>309.25</b>



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## (vi) Expenses recognised in other Comprehensive Income

	(₹ in Lakh)	
	Year ended 31st March, 2023	Year ended 31st March, 2022
Actuarial gain loss on obligation	(72.33)	92.03
Actuarial (Gain) or Loss	(1.14)	9.47
<b>Net (Income)/Expense for the Period Recognised in OCI</b>	<b>(73.47)</b>	<b>101.50</b>

## (vii) Balance Sheet reconciliation

	(₹ in Lakh)	
	As at 31st March, 2023	As at 31st March, 2022
Opening net liability	400.38	365.31
Expenses Recognised in Statement of Profit and Loss	344.07	309.25
Expenses Recognised in OCI	(73.47)	101.50
Employers Contribution	(420.76)	(375.68)
<b>Amount recognised in balance sheet</b>	<b>250.22</b>	<b>400.38</b>

## (viii) Description of Plan Assets (managed by an Insurance Company)

Information of major categories of plan assets of gratuity fund is not available with the Group and hence not disclosed as per the requirements of Ind AS 19 "Employee Benefits".

## (ix) Expected contribution in the next year

	(₹ in Lakh)	
	Year ended 31st March, 2023	Year ended 31st March, 2022
Expected contribution in the next year	407.27	393.39

## (x) Sensitivity Analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

	(₹ in Lakh)	
	<b>Defined Benefit Obligation</b>	
	<b>Increase in Assumption</b>	<b>Decrease in Assumption</b>
Discount rate (1% movement)	(275.71)	315.96
Future salary appreciation (1% movement)	314.26	(279.26)
Attrition rate (1% movement)	3.46	(4.46)

The above details are as certified by the actuary and relied upon by the auditors.

The actuarial calculation used to estimate defined benefit commitment and expenses are based on above assumptions which if changed would affect the defined benefit commitments and expenses.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## 30. Earnings Per Share

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Profit for the year attributable to the equity shareholders	23,480.98	21,259.39
Number of equity shares at the beginning of the year (absolute)	4,00,00,000	4,00,00,000
Number of shares outstanding post stock split in the ratio of 5:1 (absolute) (Refer Note No.30.1 for details regarding sub-division of shares during the year)	20,00,00,000	20,00,00,000
Weighted average number of equity shares during the year	20,00,00,000	20,00,00,000
Basic and diluted Earnings Per Share (₹)*	11.74	10.63
Face value of each share (₹)	10.00	10.00
Face value of each share post Stock split (₹) (Refer Note No.30.1 for details regarding sub-division of shares during the year)	2.00	2.00

\*Diluted Earnings Per Share is equal to the Basic Earnings Per Share in view of absence of any dilutive potential equity shares.

**30.1** Pursuant to resolutions passed in extra-ordinary general meeting held on 10<sup>th</sup> March, 2023, shareholders of the Holding Company have approved sub-division of each equity share of face value of ₹10 each into five equity shares of face value of ₹2 each. As required under Ind AS 33 "Earnings Per Share" the effect of such sub-division has been adjusted retrospectively for the purpose of computing Earnings Per Share for all the periods presented retrospectively.

Basic and Diluted earning per share are calculated by dividing the profit for the year attributable to equity holders of the Holding Company by the weighted average number of equity shares outstanding during the year."

## 31. Investor Protection Fund (IPF)

**31.1** On January 21, 2016, The Securities Exchange Board of India (SEBI) has issued SEBI (Depositories and Participants) (Amendment) Regulations, 2016 ("the Amended Regulations"). According to these Amended Regulations, depositories are required to establish and maintain an Investor Protection Fund (IPF) for the protection of interest of beneficial owners and every depository shall credit five per cent of its profits from depository operations every year to the Investor Protection Fund.

The contribution to IPF is given below in the table, being 5% of the profits from depository operations of the Holding Company before tax for the year available after making such contribution.

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Contribution to Investor Protection Fund (IPF)	988.55	895.53

**31.2** Further, SEBI vide its Circular dated June 7, 2016 issued guidelines for utilisation of IPF. The guidelines require administration of IPF by creation of a trust administered by Depository. As required by the Guidelines, the Holding Company created irrevocable Trust 'National Securities Depository Limited Investor Protection Fund Trust' (NSDL IPF Trust)'.

The amount transferred by the Holding Company to NSDL IPF Trust is given below in the table. The amount includes contribution to IPF, and it includes other amounts recovered from depository participants and SEBI Clearing members as required by the guidelines.

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Amount transferred to NSDL IPF Trust	1,079.47	1,557.68

## 32. Other Provisions: Provision for Investor Awareness

SEBI vide its circular no. CIR/MRD/DP/18/2015, dated December 9, 2015 (the "Circular") has revised the annual custody / issuer charges to be collected by the depositories from the issuers with effect from financial year 2015-16. The Circular has also directed the Depositories to set aside 20% of the incremental revenue received from the issuers listed with SEBI.

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

Pursuant to the Circular, the amount set aside by the Holding Company, being 20% of incremental revenue on issuer income, and balance, if any, to be utilised is given below in the table.

	(₹ in Lakh)	
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Amount set aside by the Holding Company	640.26	560.43

	(₹ in Lakh)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>Opening Balance</b>	1,668.32	1,830.41
Addition	640.26	560.43
Payment / Utilisation	(765.43)	(722.52)
<b>Closing Balance</b>	<b>1,543.15</b>	<b>1,668.32</b>

### 33. Expenses towards Corporate Social Responsibility

	(₹ in Lakh)		
	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022	
1	Amount required to be spent by the company during the year	469.73	377.74
2	Amount of expenditure spent during the year	334.61	261.78
3	(Excess) of earlier years adjusted	(7.12)	(12.77)
4	(Excess) / Shortfall at the end of the year #	128.00	103.19
5	Total of previous years shortfall	-	-
6	Reason for shortfall	-	-
7	Nature of CSR activities	a) Project Sanjeevani - Clinic on Wheels (Mobile Medical Unit) b) Project Yogdaan (support to Thalassemia Patients) c) Chalo School Chale Campaign (school kit distribution drive) d) Blood Donation Camp e) Comprehensive Eye Care Project (Sankara Nethralaya) f) Project SAMEIP - Skill Development Project (Artha SAMARTH) g) Mid-Day Meal Program h) Mini Science Centre Project in School i) Capacity Building, Project Monitoring, Reporting & Project Administration	a) Project Yogdaan (support to Thalassemia Patients) b) Support to Sankara Nethralaya c) Artha SAMARTH - Skill Development in BFSI d) NSDL Shiksha Sahyog (educational scholarship program) e) Night School Transformation Program f) Mid-Day Meal Program g) Admin and Program Monitoring
8	Details of related party transactions	NA	NA
9	Provision made in financial year due to any contractual obligation	NA	NA

# As at March 31, 2023, ₹128.00 lakhs towards ongoing projects remained unspent, which were transferred to a special account opened by the company in that behalf for the financial year 2022-23 in scheduled bank to be called Unspent Corporate Social Responsibility Account, and such amount shall be spent by the company in pursuance of its obligation towards Corporate Social responsibility policy within a period of three financial years from the date of such transfer.

As at March 31, 2022, ₹103.19 lakhs towards ongoing projects remained unspent, which were transferred to a special account opened by the company in that behalf for the financial year 2021-22 in scheduled bank to be called Unspent Corporate Social Responsibility Account, and such amount shall be spent by the company in pursuance of its obligation towards Corporate Social responsibility policy within a period of three financial years from the date of such transfer. As of March 31, 2023, ₹102.15 lakhs is remained unspent in respect of financial year 2021-22.

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## 34. Fair value measurement

	(₹ in Lakh)	
	As at 31st March, 2023	As at 31st March, 2022
<b>Financial Assets</b>		
<b>a) Amortised cost*</b>		
Investments in debt instrument	1,22,459.56	69,164.44
Trade receivables	8,562.76	10,224.02
Cash and cash equivalents	18,569.72	14,445.97
Other bank balances	19,629.15	22,438.63
Other financial assets	4,605.49	19,623.63
	<b>1,73,826.68</b>	<b>1,35,896.69</b>
<b>b) FVTPL</b>		
Investment in mutual funds	19,056.72	20,178.00
Investment in Exchange traded Fund	556.34	1,712.49
Investment in Other entities	1,000.00	-
	<b>20,613.06</b>	<b>21,890.49</b>
<b>Total</b>	<b>1,94,439.74</b>	<b>1,57,787.18</b>
<b>Financial Liabilities</b>		
<b>a) Amortised cost*</b>		
Trade payables	6,118.50	2,524.98
Lease liability	1,681.68	292.50
Other financial liabilities	47,507.74	33,631.09
<b>Total</b>	<b>55,307.92</b>	<b>36,448.57</b>

\*The fair values of the above financial assets and liabilities approximate their carrying amounts except in case of investment in bonds and debentures.

### Fair value hierarchy of financial assets and financial liabilities measured at amortised cost:

	(₹ in Lakh)		
Assets and liabilities which are measured at amortised cost for which fair values are disclosed as at 31st March, 2023	Fair value	Carrying value	Fair value hierarchy
<b>Financial Assets</b>			
Investments in debt instrument	1,22,168.35	1,22,459.56	Level 2
Trade receivables	8,562.76	8,562.76	Level 3
Cash and cash equivalents	18,569.72	18,569.72	Level 3
Other bank balances	19,629.15	19,629.15	Level 3
Other financial assets	4,605.49	4,605.49	Level 3
<b>Total</b>	<b>1,73,535.47</b>	<b>1,73,826.68</b>	
<b>Financial Liabilities</b>			
Trade payables	6,118.50	6,118.50	Level 3
Lease liability	1,681.68	1,681.68	Level 3
Other financial liabilities	47,507.74	47,507.74	Level 3
<b>Total</b>	<b>55,307.92</b>	<b>55,307.92</b>	

	(₹ in Lakh)		
Assets and liabilities which are measured at amortised cost for which fair values are disclosed as at March 31, 2022	Fair value	Carrying value	Fair value hierarchy
<b>Financial Assets</b>			
Investments in debt instrument	72,189.60	69,164.44	Level 2
Trade receivables	10,224.02	10,224.02	Level 3
Cash and cash equivalents	14,445.97	14,445.97	Level 3
Other bank balances	22,438.63	22,438.63	Level 3
Other financial assets	19,623.63	19,623.63	Level 3
<b>Total</b>	<b>1,38,921.85</b>	<b>1,35,896.69</b>	



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

Assets and liabilities which are measured at amortised cost for which fair values are disclosed as at March 31, 2022	Fair value	Carrying value	Fair value hierarchy
(₹ in Lakh)			
<b>Financial Liabilities</b>			
Trade payables	2,524.98	2,524.98	Level 3
Lease liability	292.50	292.50	Level 3
Other financial liabilities	33,631.09	33,631.09	Level 3
<b>Total</b>	<b>36,448.57</b>	<b>36,448.57</b>	

## 35. Financial Instruments

### Capital Risk Management

The Group's objectives when managing capital is to safeguard continuity as a going concern and provide adequate return to shareholders through continuing growth and maintain an optimal capital structure to reduce the cost of capital. The Group sets the amount of capital required on the basis of annual business plan and long-term operating plans which include capital investments.

### Financial Risk Management

A wide range of risks may affect the Group's business and financial results. Amongst other risks that could have significant influence on the Group are market risk, credit risk and liquidity risk.

The Board of Directors of the Group manage and review the affairs of the Group by setting up short term and long term budgets by monitoring the same and taking suitable actions to minimise potential adverse effects on its operational and financial performance.

### The Company is exposed to the following market risks:

#### (a) Credit Risk

Credit risk refers to the risk that the counter party will default on its contractual obligation resulting in financial loss to the Group. The Group has adopted a policy of dealing with only credit worthy counter parties. This risk principally arises from credit exposures to customers, deposits with banks and financial institutions and other receivables.

**Trade and Other Receivables:** The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. Receivables mainly consist of receivables from Depository Participants (DP), Issuers of Securities, Registrar and Transfer Agents (RTA), Asset Management Companies (AMC) and Stock Exchanges. Trade receivables consist of a large number of customers, representing diverse industries and geographical areas; hence the Group is not exposed to concentration risks. With respect to DPs, the Group performs credit evaluation while on boarding the customer and security deposits are taken. Ongoing credit evaluation is performed on the financial conditions of the accounts receivable.

The Group has a dedicated Credit and Control team primarily responsible for monitoring credit risk and receivables. They monitor outstanding receivables along with ageing on periodic basis. For receivables pertaining to other streams of revenues, the credit and collection team regularly follows up for the collection. The credit risk on liquid funds, banks and financial institutions is limited because the counterparties are with high credit-ratings.

#### (b) Liquidity Risk

Liquidity risk refers to the risk that the Group may not be in a position to meet its financial obligations timely. Management monitors rolling forecasts of the Group's liquidity position (comprising of undrawn bank facilities and cash and cash equivalents) on the basis of expected cash flows. This monitoring includes financial ratios and takes into account the accessibility of cash and cash equivalents.

#### (c) Market Risk

Market Risk is the risk that the value of on and off-balance sheet positions of a Group will be adversely affected by movements in market rates or prices such as interest rates, prices resulting in a loss to earnings and capital.

The Group may be exposed to Market Risk in different ways. The market risk is potential for loss resulting from adverse movement in market risk factors such as interest rates and prices. The Group's exposure to market risk is primarily on account of interest rate risk, price risk. All investment in Debentures and Bonds are at fixed rate of Interest and does not have material interest rate risks.

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## The Group's exposure to assets having price risk is as under:

(₹ in Lakh)

	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Mutual Fund	19,056.72	20,178.00
Exchange traded Fund	556.34	1,712.49
<b>Total</b>	<b>19,613.06</b>	<b>21,890.49</b>

## Sensitivity

The table below summarises the impact of increases/ decreases of the Price on profit for the period. The analysis is based on the assumption that the instrument index has increased/ decreased by 5% with all other variables held constant.

(₹ in Lakh)

	Impact on profit after tax		Impact on other components of equity	
	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22
Increase by 5%	980.65	1,094.52	-	-
Decrease by 5%	(980.65)	(1,094.52)	-	-

## 36. Additional information pursuant to Para 2 of general instructions for the preparations of Consolidated Financial Statements

(₹ in Lakh)

Name of Entity in the Group	Net Assets (Total Assets less Total Liabilities)		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount	As % of Consolidated Profit or Loss	Amount	As % of Consolidated Other Comprehensive Income	Amount	As % of Consolidated Total Comprehensive Income	Amount
<b>National Securities Depository Limited</b>								
As at 31 <sup>st</sup> March, 2023	71.45%	1,02,098.04	84.49%	19,838.48	15.57%	35.85	83.82%	19,874.33
As at 31 <sup>st</sup> March, 2022	69.26%	83,920.86	81.73%	17,376.06	(337.50%)	(90.99)	81.41%	17,285.07
<b>NSDL Database Management Limited</b>								
As at 31 <sup>st</sup> March, 2023	16.68%	23,835.10	14.27%	3,350.60	7.21%	16.61	14.20%	3,367.21
As at 31 <sup>st</sup> March, 2022	17.98%	21,785.85	22.69%	4,823.99	69.29%	18.68	22.81%	4,842.67
<b>NSDL Payments Bank Limited</b>								
As at 31 <sup>st</sup> March, 2023	10.05%	14,354.09	3.30%	775.60	1.46%	3.37	3.29%	778.97
As at 31 <sup>st</sup> March, 2022	11.18%	13,546.24	(3.76%)	(800.01)	(18.03%)	(4.86)	(3.79%)	(804.87)
<b>India International Bullion Holding IFSC Ltd.</b>								
As at 31 <sup>st</sup> March, 2023	1.82%	2,598.95	(2.06%)	(483.70)	75.75%	174.44	(1.30%)	(309.26)
As at 31 <sup>st</sup> March, 2022	1.58%	1,909.01	(0.66%)	(140.65)	186.24%	50.21	(0.43%)	(90.44)
<b>As at 31<sup>st</sup> March, 2023</b>	<b>100.00%</b>	<b>1,42,886.18</b>	<b>100.00%</b>	<b>23,480.98</b>	<b>100.00%</b>	<b>230.27</b>	<b>100.00%</b>	<b>23,711.25</b>
<b>As at 31<sup>st</sup> March, 2022</b>	<b>100.00%</b>	<b>1,21,161.96</b>	<b>100.00%</b>	<b>21,259.39</b>	<b>(100.00%)</b>	<b>(26.96)</b>	<b>100.00%</b>	<b>21,232.43</b>

## 37. Additional Regulatory Disclosures

- (i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- (ii) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

- (iii) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries), or
  - (b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (iv) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
- (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries), or
  - (b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (v) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.
- (vi) There are no loans or advances in the nature of loans that are granted to promoters, Directors, key managerial personnel (KMPs) and the related parties either severally or jointly with any other person, that are: a) Repayable on demand or b) Without specifying any terms or period of repayment.
- (vii) The Group is not a declared willful defaulter by any bank or financial Institution or other lender.
- (viii) The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 in respect of investments in subsidiaries.

## 38. Income Tax Expenses recognised in Statement of Profit and Loss

	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
	(₹ in Lakh)	
<b>Profit Before Tax from Continuing Operations</b>	<b>30,504.23</b>	<b>27,819.93</b>
Corporate tax expense rate	25.17%	25.17%
Tax on accounting profit	7,904.31	7,457.52
Effect of tax on income exempt from taxation	(1,145.92)	(1,150.79)
Effect of expenses not deductible in determining taxable income	237.48	410.82
Effect of different tax rates for capital gain on investments	150.95	47.66
Effect of tax on unrealised gains on investment	(140.06)	(209.02)
Others	16.49	4.35
Income Tax Expense recognised in Statement of Profit and Loss	7,023.25	6,560.54

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## 39. Following are the details of balances outstanding on account of any transaction with companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956

(₹ in Lakh)

Sr. No.	Name Of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
1	Rajyog Enterprises	Office Expenses	0.33	-	Vendors
2	Sivananda Electronics	Maintenance	0.15	0.24	Vendors
3	Six Sigma Alchemy (P) Ltd.	Call center charges	37.13	35.75	Vendors
4	Asian Traders	Office Expenses	0.62	0.37	Vendors
5	Ravi Milk Products (India) Private Limited	Issuers Fees	0.06	-	Customer
6	Gangakaveri Infrastructure (India) Private Limited	Issuers Fees	0.06	-	Customer
7	Acme Hanumangarh Solar Energy Private Limited	Issuers Fees	0.01	-	Customer
8	Acme Jaigarh Solar Energy Private Limited	Issuers Fees	0.01	-	Customer
9	Turbo Investment Private Limited	Issuers Fees	0.06	-	Customer
10	Knr Chidambaram Infra Private Limited	Issuers Fees	0.27	-	Customer
11	Jamadoba Steel Limited	Issuers Fees	0.06	-	Customer
12	Vans Strategic Management Private Limited	Issuers Fees	0.02	-	Customer
13	Rajasthan Tilters Limited	Issuers Fees	0.06	-	Customer
14	Gagangiri Containers Limited	Issuers Fees	0.06	-	Customer
15	Deluxe Vyapaar Private Limited	Issuers Fees	0.06	-	Customer
16	Neara Khandwa Energy Private Limited	Issuers Fees	0.06	-	Customer
17	Shravani Agri Farms Private Limited	Issuers Fees	0.06	-	Customer
18	Spirit Financial Advisory Private Limited	Issuers Fees	0.07	-	Customer
19	Neara Madhya Energy Private Limited	Issuers Fees	0.06	-	Customer
20	Holland Shielding Systems (India) Private Limited	Issuers Fees	0.07	-	Customer
21	Altico Housing Finance India Limited	Issuers Fees	0.06	-	Customer
22	Neara Energy Private Limited	Issuers Fees	0.06	-	Customer
23	Tapir Land Development Limited	Issuers Fees	0.01	-	Customer
24	Neara Pavagada Private Limited	Issuers Fees	0.06	-	Customer
25	Brahi Hydro-Electric Power Projects Limited	Issuers Fees	(0.04)	-	Customer
26	Nebb Engineering India Limited	Issuers Fees	0.06	-	Customer
27	Avaada Green Project Private Limited	Issuers Fees	0.06	-	Customer
28	Nets Energy And Infratech Private Limited	Issuers Fees	0.06	-	Customer
29	Ginni Capital Limited	Issuers Fees	0.06	-	Customer
30	Fluence Advisory Services Limited	Issuers Fees	0.06	-	Customer
31	CLP Wind Farms (Theni - Project Iv) Private Limited	Issuers Fees	0.06	-	Customer
32	Sez Adityapur Limited.	Issuers Fees	0.06	-	Customer
33	Thapar Spinning Mills Limited	Issuers Fees	0.11	-	Customer
34	Blueshift Information Systems Private Limited	Issuers Fees	0.11	-	Customer
35	Aryasthan Corporation Limited	Issuers Fees	0.06	-	Customer
36	Ideaspace Solutions Limited	Issuers Fees	0.01	-	Customer
37	S2 Capital Services Private Limited	Issuers Fees	0.11	-	Customer
38	Rutherford Solarfarms Private Limited	Issuers Fees	(0.01)	-	Customer
39	Ramky Esco Limited	Issuers Fees	0.06	-	Customer

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Sr. No.	Name Of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
40	Eden Renewable Simplon Private Limited	Issuers Fees	0.06	-	Customer
41	Eden Renewable Iena Private Limited	Issuers Fees	0.06	-	Customer
42	Eden Renewable Lourmel Private Limited	Issuers Fees	0.06	-	Customer
43	Eden Renewable Varenne Private Limited	Issuers Fees	0.06	-	Customer
44	Eden Renewable Villiers Private Limited	Issuers Fees	0.06	-	Customer
45	Ramky Food Park Karnataka Limited	Issuers Fees	0.06	-	Customer
46	Jeevandhara Multitrade Limited	Issuers Fees	0.11	-	Customer
47	Bonny Tours And Resorts Limited	Issuers Fees	0.27	-	Customer
48	Shibir India Limited	Issuers Fees	0.12	-	Customer
49	Eastern Advisory Services Limited	Issuers Fees	0.06	-	Customer
50	Bliss Home Private Limited	Issuers Fees	0.06	-	Customer
51	East West Hotels Limited	Issuers Fees	0.07	-	Customer
52	Peoples Investments Limited	Issuers Fees	(0.01)	-	Customer
53	Ramky Food Park Chattisgarh Limited	Issuers Fees	0.06	-	Customer
54	Ramky Herbal & Medicinal Park Chattisgarh Ltd.	Issuers Fees	0.06	-	Customer
55	Ravi Farmtech (India) Private Limited	Issuers Fees	0.06	-	Customer
56	Manbhawani Investment Limited	Issuers Fees	0.06	-	Customer
57	Regency Convention Centre And Hotels Limited	Issuers Fees	0.06	0.00	Customer
58	Nightstay Travels Private Limited	Issuers Fees	0.17	0.11	Customer
59	Bnv Gujarat Rail Private Limited	Issuers Fees	0.02	-	Customer
60	Alacrity Electronics Limited	Issuers Fees	0.17	-	Customer
61	First Blue Financial Consultants Limited	Issuers Fees	0.06	0.10	Customer
62	Gspc Offshore Limited	Issuers Fees	0.06	0.06	Customer
63	Phoenix Arc Private Limited	Issuers Fees	(0.02)	(0.01)	Customer
64	Smartcooky Internet Limited	Issuers Fees	0.07	0.17	Customer
65	Divya Mining Corp Limited	Issuers Fees	(0.14)	-	Customer
66	Akshara Agri Farms Private Limited	Issuers Fees	0.12	0.06	Customer
67	Nagesh Buildtech Private Limited	Issuers Fees	0.69	0.67	Customer
68	Ak Skill Developers Limited	Issuers Fees	0.00	(0.06)	Customer
69	Cybermedia Digitix Limited	Issuers Fees	0.06	0.06	Customer
70	Apollo Investments Limited	Issuers Fees	0.06	-	Customer
71	Netmeds Health And Wellness Marketplace Pvt. Ltd.	Issuers Fees	0.05	(0.01)	Customer
72	Abcap Trustee Company Private Limited	Issuers Fees	0.03	(0.01)	Customer
73	India Interactive Technologies Limited	Issuers Fees	(0.18)	-	Customer
74	Dotom Ambit Developers Private Limited	Issuers Fees	0.17	0.11	Customer
75	SPML Infra Developers Limited	Issuers Fees	0.10	0.17	Customer
76	Mafatlal Vk Intex Limited	Issuers Fees	(0.03)	(0.09)	Customer
77	Kaldar Energy Projects Limited	Issuers Fees	0.05	(0.01)	Customer
78	Hitech Metalplast Limited	Issuers Fees	0.04	0.14	Customer
79	Jambhora Energy Projects Limited	Issuers Fees	0.00	0.06	Customer
80	Dabripada Energy Limited	Issuers Fees	(0.00)	0.05	Customer
81	Kondaibari Energy Limited	Issuers Fees	0.03	(0.01)	Customer

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Sr. No.	Name Of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
82	Electrosteel Thermal Power Limited	Issuers Fees	0.06	0.06	Customer
83	Kkr Arc India Private Limited	Issuers Fees	0.21	0.11	Customer
84	Dcm Finance And Leasing Limited	Issuers Fees	0.06	(0.00)	Customer
85	Cs Agrico Private Limited	Issuers Fees	(0.04)	(0.04)	Customer
86	Hathway Palampur Cable Network Private Limited	Issuers Fees	0.14	0.08	Customer
87	Gold Nest Trading Company Limited	Issuers Fees	0.06	-	Customer
88	Ciel Transmission Private Limited	Issuers Fees	(0.03)	(0.08)	Customer
89	Viridi Clean Alternatives Private Limited	Issuers Fees	(0.03)	(0.08)	Customer
90	Kamdhenu Ispat Limited	Issuers Fees	0.06	-	Customer
91	Kamdhenu Paints India Limited	Issuers Fees	0.06	-	Customer
92	White Lake Advisors Private Limited	Issuers Fees	0.12	0.06	Customer
93	Auto One Commercial Vehicles Private Limited	Issuers Fees	0.12	0.06	Customer
94	Universal Cabletel And Datacom Private Limited	Issuers Fees	(0.01)	0.02	Customer
95	Quippo Drilling International Private Limited	Issuers Fees	0.11	0.05	Customer
96	Dadha Healthcare Private Limited OCue	Issuers Fees	0.06	-	Customer
97	Akb Electronics & Telecom Limited	Issuers Fees	0.06	0.06	Customer
98	Sil Govindam Energy Private Limited	Issuers Fees	(0.06)	(0.10)	Customer
99	Sil Govindam Power Private Limited	Issuers Fees	(0.06)	(0.10)	Customer
100	Riche Laboratories Limited	Issuers Fees	0.11	0.11	Customer
101	Bilvani School Limited	Issuers Fees	0.06	0.05	Customer
102	Devona Power Limited	Issuers Fees	0.89	-	Customer
103	Diana Energy Limited	Issuers Fees	0.06	-	Customer
104	Iee International Limited	Issuers Fees	0.06	-	Customer
105	Cm Lubes India Limited	Issuers Fees	0.06	0.06	Customer
106	Riche Hospitality Limited	Issuers Fees	0.06	0.06	Customer
107	Asterpetal Trade & Services Private Limited	Issuers Fees	0.00	(0.06)	Customer
108	Vickitash Media Venture Limited	Issuers Fees	0.06	(0.00)	Customer
109	Bengal Central Building Society Ltd.	Issuers Fees	0.04	-	Customer
110	Renee Industries Limited	Issuers Fees	0.27	-	Customer
111	Hitech Jewellery Industries Limited	Issuers Fees	0.89	-	Customer
112	Apple Credit Corporation Limited	Issuers Fees	7.29	(1.07)	Customer
113	Igarashi Motors Sales Private Limited	Issuers Fees	(0.05)	(0.07)	Customer
114	Rattan Vanaspati Limited	Issuers Fees	0.27	-	Customer
115	Lowe Infra And Wellness Private Limited	Issuers Fees	0.11	-	Customer
116	GIC Asset Management Company Limited	Issuers Fees	0.06	0.06	Customer
117	Aeonian Investments Company Limited	Issuers Fees	0.14	0.12	Customer
118	Global Rural Netco Limited	Issuers Fees	1.77	1.77	Customer
119	Sunflex Finance And Investments Limited	Issuers Fees	0.06	-	Customer
120	Greenwillow Homes Private Limited	Issuers Fees	0.24	0.18	Customer
121	Pioneer ITI AMC Limited	Issuers Fees	0.27	0.27	Customer
122	Max Planck Solarfarms Private Limited	Issuers Fees	(0.04)	1.61	Customer
123	Iqu Power Company Private Limited	Issuers Fees	0.01	-	Customer
124	Duet India Hotels (Bengaluru Cybercity) Pvt. Ltd.	Issuers Fees	0.06	-	Customer

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Sr. No.	Name Of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
125	Suratgarh-Sriganganagar Toll Road Pvt. Ltd.	Issuers Fees	0.12	0.06	Customer
126	Proximit Media India Private Limited	Issuers Fees	(0.01)	-	Customer
127	Amrutanjan Finance Ltd.	Issuers Fees	0.06	0.06	Customer
128	Naya Raipur Gems And Jewellery Sez Limited	Issuers Fees	0.18	0.12	Customer
129	Linear Industries Limited	Issuers Fees	(0.09)	(0.10)	Customer
130	Vatsa Educations Limited	Issuers Fees	0.06	-	Customer
131	Sidh Industries Limited	Issuers Fees	0.11	-	Customer
132	Ashoka Cuttack Angul Tollway Limited	Issuers Fees	0.02	0.02	Customer
133	Systel Infotech Limited	Issuers Fees	0.37	-	Customer
134	Lalit Polymers And Electronics Ltd.	Issuers Fees	0.33	0.33	Customer
135	Padm	Issuers Fees	0.35	0.35	Customer
136	P S J Securities Pvt. Ltd.	Issuers Fees	0.39	-	Customer
137	S K Computers	Issuers Fees	0.65	-	Customer
138	Home Trade Ltd.	Deposit	8.19	-	Customer
139	GSB Securities Private Limited	Deposit	0.20	-	Customer
140	Mangal Bhawan Holdings Limited	Deposit	0.10	-	Customer
141	Ganpati Design And Decors Limited (0Ae3)	Deposit	0.10	-	Customer
142	Maharani Hotels Limited	Deposit	0.10	-	Customer
143	Spml-Ueel Jv Company Limited	Deposit	0.10	-	Customer
144	Fine Lifestyle Brands Ltd.	Receivables	0.12	0.12	Customer
145	Technology Venture Fund	Receivables	-	0.12	Customer
146	Zipgo Technologies Pvt. Ltd.	Receivables	-	0.12	Customer
147	P.P. Jewels Pvt. Ltd.	Receivables	(0.08)	(0.08)	Customer
148	PC Impex Pvt. Ltd.	Receivables	(0.01)	(0.01)	Customer
149	Wiltech Software Solutions Private Ltd.	Receivables	0.01	0.01	Customer
150	Managed Data Center Services Limited	Receivables	(0.10)	(0.10)	Customer
151	Surat Cigarettes Pvt. Ltd.	Receivables	(0.01)	(0.01)	Customer
152	Fominaya (India) Private Limited	Receivables	0.02	0.02	Customer
153	Dyno Electrics Pvt. Ltd.	Receivables	(0.01)	(0.01)	Customer
154	Resonance Outsourcing Services Private Limited	Receivables	(0.02)	(0.02)	Customer
155	Jungsan Diamond Tools India Private Limited	Receivables	(0.09)	(0.09)	Customer
156	Costal Energy Limited	Receivables	(0.01)	(0.01)	Customer
157	Nutmeg Infotech Private Limited	Receivables	(0.02)	(0.02)	Customer
158	GalaxE. Solutions India Pvt. Ltd.	Receivables	(0.14)	(0.20)	Customer
159	Parkview Warehouses Pvt. Ltd.	Receivables	(0.02)	(0.02)	Customer
160	M/s. N.Y. System	Receivables	(0.10)	(0.10)	Customer
161	Itek Business Solutions Pvt. Ltd.	Receivables	(0.08)	(0.08)	Customer
162	Ms Ozone Warehousing Private Limited	Receivables	(0.02)	(0.02)	Customer
163	Shree Krishna Well Pack Pvt. Ltd.	Receivables	(0.01)	(0.01)	Customer
164	Sod Technologies Pvt. Ltd.	Receivables	(0.06)	(0.06)	Customer
165	Smartek21 Pvt. Ltd.	Receivables	(0.21)	(0.21)	Customer
166	Ms Enlit Softech Private Limited	Receivables	0.04	0.04	Customer
167	Vividia Communications Pvt. Ltd.	Receivables	0.01	0.01	Customer
168	Vens It Solutions Private Limited	Receivables	(0.01)	(0.01)	Customer

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Sr. No.	Name Of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
169	Colonialistslandmark Cosmetics India Pvt. Ltd.	Receivables	(0.02)	(0.02)	Customer
170	Mach 3 Machine Tools India Pvt. Ltd.	Receivables	(0.02)	(0.02)	Customer
171	Wilson Associates Interior Architectural Design Pvt. Ltd.	Receivables	0.07	0.07	Customer
172	Feofus Solutions Private Limited	Receivables	0.06	0.06	Customer
173	Faes Packaging Solutions Pvt. Ltd.	Receivables	0.01	0.01	Customer
174	Microland Limited	Receivables	(0.03)	(0.10)	Customer
175	I2 Software Tech Solutions Private Limited	Receivables	0.01	0.01	Customer
176	Qagate Technologies Private Limited	Receivables	(0.04)	(0.04)	Customer
177	Rajeshwar Exports Private Limited	Receivables	(0.16)	(0.16)	Customer
178	Hanin Enterprises Private Limited	Receivables	(0.19)	(0.19)	Customer
179	Norjimm Private Limited	Receivables	(0.05)	(0.05)	Customer
180	Abacsys Technologies Private Limited	Receivables	(0.11)	(0.11)	Customer
181	Precieux Diamond Manufacturing & Sorting Pvt. Ltd.	Receivables	(0.02)	(0.02)	Customer
182	Shubharatna Gems & Jewells Private Ltd.	Receivables	(0.03)	(0.03)	Customer
183	Microland Limited	Receivables	(0.03)	(0.10)	Customer
184	Xoriant Solutions Pvt. Ltd. Unit 1	Receivables	(0.28)	(0.28)	Customer
185	Xoriant Solutions Private Limited Unit2	Receivables	(0.23)	(0.28)	Customer
186	Hilado Spintex Private Limited	Receivables	(0.05)	(0.05)	Customer
187	H And R Block India Pvt. Ltd.	Receivables	(0.12)	(0.15)	Customer
188	Cyberpark Kozhikode	Receivables	(0.06)	(0.06)	Customer
189	Eternity Jewels	Receivables	(0.14)	(0.05)	Customer
190	Bombay Jewellery Manufacturers	Receivables	(0.44)	(0.24)	Customer
191	Powernet Technologies	Receivables	(0.03)	(0.03)	Customer
192	Interjewel Designs	Receivables	(0.09)	(0.22)	Customer
193	Quality 20/20	Receivables	(0.21)	(0.21)	Customer
194	Kbs Designs	Receivables	(0.11)	(0.11)	Customer
195	Fitco India	Receivables	(0.01)	(0.02)	Customer
196	Shreyas Packaging Industries	Receivables	(0.03)	(0.01)	Customer
197	Milak Warehouse	Receivables	(0.13)	(0.08)	Customer
198	Vishvajoti Packaging	Receivables	(0.11)	(0.05)	Customer
199	Medicare Industries	Receivables	(0.08)	(0.08)	Customer
200	Maruti Exports	Receivables	(0.08)	(0.05)	Customer
201	Sunrise Internationals	Receivables	(0.04)	(0.07)	Customer
202	Groupe Isource	Receivables	(0.02)	(0.02)	Customer
203	Rank International	Receivables	(0.05)	(0.04)	Customer
204	Milak Plastics Industries	Receivables	(0.07)	(0.08)	Customer
205	S C Chemicals	Receivables	(0.01)	(0.01)	Customer
206	Hindustan Celluloid & Plastic Industries	Receivables	(0.01)	(0.01)	Customer
207	Blossom Trading Corporationunit -li	Receivables	(0.02)	(0.02)	Customer
208	Ocean Power	Receivables	(0.09)	(0.09)	Customer
209	Shreeji Polymers	Receivables	(0.05)	(0.06)	Customer
210	Shell Export (Kandla)	Receivables	(0.01)	(0.01)	Customer
211	Shreeji Impex	Receivables	0.03	0.03	Customer



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Sr. No.	Name Of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
212	Gokul Overseas	Receivables	(0.24)	(0.30)	Customer
213	Sage Exports	Receivables	(0.06)	(0.10)	Customer
214	Renny Exports	Receivables	(0.01)	(0.01)	Customer
215	India Exports	Receivables	(0.09)	(0.04)	Customer
216	Sterling Brassware	Receivables	(0.02)	(0.02)	Customer
217	Sahdev International	Receivables	(0.04)	(0.04)	Customer
218	Aqua Plus Global	Receivables	(0.04)	(0.12)	Customer
219	Shriyam Gems & Jewellery	Receivables	(0.04)	(0.04)	Customer
220	Mac Bmc India	Receivables	(0.01)	(0.01)	Customer
221	Narayan Exports	Receivables	(0.07)	(0.07)	Customer
222	Kohinoor International	Receivables	(0.03)	(0.03)	Customer
223	Ganpati Overseas	Receivables	(0.04)	(0.30)	Customer
224	Adinath Jewellery Exports	Receivables	(0.22)	(0.23)	Customer
225	Anagram Systems	Receivables	(0.03)	(0.03)	Customer
226	Shanta Trading Services	Receivables	(0.02)	(0.02)	Customer
227	M M Knitwears	Receivables	(0.01)	(0.01)	Customer
228	Zenith International	Receivables	(0.04)	(0.16)	Customer
229	Trade Perfections	Receivables	(0.05)	(0.04)	Customer
230	Clairon Filters	Receivables	(0.01)	(0.06)	Customer
231	India Nets	Receivables	(0.22)	(0.22)	Customer
232	Gupta Infotech	Receivables	(0.04)	(0.04)	Customer
233	Lilavati Jewellery Works	Receivables	(0.02)	(0.02)	Customer
234	Stellar Jewelry A Div. Of S. Narendra	Receivables	(0.26)	(0.11)	Customer
235	Texwool Spinners And Clothing	Receivables	(0.04)	(0.02)	Customer
236	Neelam Metal Industries	Receivables	(0.02)	(0.02)	Customer
237	Texpoly Polymers	Receivables	(0.05)	(0.02)	Customer
238	Zalani Paper Mart	Receivables	(0.03)	(0.03)	Customer
239	Renew Plastics	Receivables	(0.02)	(0.02)	Customer
240	Ganga Impex Enterprise	Receivables	(0.06)	(0.13)	Customer
241	Quality Engineers	Receivables	(0.02)	(0.02)	Customer
242	DP Associates	Receivables	(0.02)	(0.02)	Customer
243	Anita Exports	Receivables	(0.02)	(0.03)	Customer
244	C-Tech Corporation	Receivables	(0.06)	(0.06)	Customer
245	A Star Export	Receivables	(0.01)	(0.01)	Customer
246	Freedom Fragrances	Receivables	(0.50)	(0.50)	Customer
247	Daval Jewels	Receivables	(0.01)	(0.01)	Customer
248	Nya International	Receivables	(0.23)	(0.23)	Customer
249	Sai Lalith Fragrances	Receivables	(0.01)	(0.01)	Customer
250	Shriram Overseas	Receivables	(0.04)	(0.04)	Customer
251	K.J. Exports	Receivables	(0.01)	(0.01)	Customer
252	Planets F&B Park	Receivables	(0.10)	(0.10)	Customer
253	Gemni International	Receivables	(0.02)	(0.02)	Customer
254	Mahathi Software Private Limited	Receivables	(0.05)	(0.05)	Customer
255	V.S Brothers	Receivables	(0.02)	(0.02)	Customer

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Sr. No.	Name Of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
256	One World	Receivables	(0.04)	(0.03)	Customer
257	Vmt Systems India Private Limited	Receivables	(0.01)	(0.01)	Customer
258	Rgn Global Enterprises	Receivables	(0.06)	(0.05)	Customer
259	Amrapali Exports	Receivables	(0.22)	(0.22)	Customer
260	Brij Jewels	Receivables	(0.02)	(0.03)	Customer
261	Saboo Trading Corporation	Receivables	(0.09)	(0.09)	Customer
262	Perfect Utilities	Receivables	0.05	0.05	Customer
263	Kg Exports	Receivables	(0.08)	(0.03)	Customer
264	Solar Exports	Receivables	(0.13)	(0.13)	Customer
265	Honey Mc Dew Gold Inc.	Receivables	(0.02)	(0.02)	Customer
266	Eros Crafts	Receivables	(0.02)	(0.02)	Customer
267	Kalyan Exporters And Importers	Receivables	(0.05)	(0.05)	Customer
268	Packwell Plastic & Packaging Industries	Receivables	(0.02)	(0.02)	Customer
269	Pioneer International	Receivables	(0.03)	(0.03)	Customer
270	S S Engineering Co	Receivables	(0.01)	(0.01)	Customer
271	Dharm Exim	Receivables	(0.02)	(0.02)	Customer
272	Shree Bhagwati Lubricant Industries.	Receivables	(0.02)	(0.02)	Customer
273	Royal Exports	Receivables	(0.01)	(0.03)	Customer
274	Koelee Sportswear Inc	Receivables	(0.01)	(0.01)	Customer
275	M.B. Transformers	Receivables	(0.01)	(0.01)	Customer
276	Vetrivel Minerals V.V. Minerals	Receivables	(0.02)	(0.01)	Customer
277	Rank International Trading Division	Receivables	(0.04)	(0.03)	Customer
278	A.K. Jewels	Receivables	(0.02)	(0.02)	Customer
279	Shree Namu Alloys	Receivables	(0.00)	(0.02)	Customer
280	India International	Receivables	(0.01)	(0.01)	Customer
281	Laxmi Impex	Receivables	(0.06)	(0.06)	Customer
282	JK Infotech	Receivables	(0.04)	(0.04)	Customer
283	Green Age Solutions	Receivables	(0.01)	(0.01)	Customer
284	Dovlin Healthcare	Receivables	(0.08)	(0.13)	Customer
285	G S R Industries	Receivables	(0.11)	(0.14)	Customer
286	Apex Lubricant	Receivables	(0.04)	(0.04)	Customer
287	Oswal Tradex	Receivables	(0.10)	(0.10)	Customer
288	Shree Nnansharda Jewellery	Receivables	(0.05)	(0.06)	Customer
289	Hitech Overseas	Receivables	(0.06)	(0.06)	Customer
290	Florence Export	Receivables	(0.02)	(0.02)	Customer
291	Global Partners India	Receivables	(0.02)	(0.02)	Customer
292	IT Gurus Software	Receivables	(0.04)	(0.04)	Customer
293	Regent Ropes	Receivables	(0.02)	(0.03)	Customer
294	Presto Industries Exports	Receivables	(0.05)	(0.02)	Customer
295	Manubhai Zaveri Exports	Receivables	(0.05)	(0.05)	Customer
296	N.P. Holdings	Receivables	(0.02)	(0.02)	Customer
297	Gujarat Textiles	Receivables	(0.03)	(0.03)	Customer
298	Mectronics Marketing Services	Receivables	(0.05)	(0.12)	Customer
299	Herbul Henna Export House	Receivables	(0.09)	(0.08)	Customer



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Sr. No.	Name Of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
300	Dwarka Das Seth Sez India Incorporation	Receivables	(0.08)	(0.08)	Customer
301	Bion Computers Pvt. Ltd.	Receivables	(0.02)	(0.02)	Customer
302	Vetrivel Minerals (V.V. Minerals)	Receivables	(0.36)	(0.36)	Customer
303	Mukund Overseas	Receivables	0.01	0.01	Customer
304	Amtrade	Receivables	(0.03)	(0.03)	Customer
305	Endeavour Software Solutions	Receivables	(0.04)	(0.04)	Customer
306	Karmyogi Engineers	Receivables	(0.05)	(0.05)	Customer
307	Vision Technology	Receivables	(0.02)	(0.02)	Customer
308	Vaghani Inc.	Receivables	(0.03)	(0.03)	Customer
309	Home Fabrics Hassan	Receivables	(0.54)	(0.31)	Customer
310	M/S Krsna Minerals	Receivables	0.03	0.03	Customer
311	Superior Metal Overseas	Receivables	(0.02)	(0.02)	Customer
312	Sponte India	Receivables	(0.06)	(0.12)	Customer
313	Universal Packaging	Receivables	(0.01)	(0.02)	Customer
314	Orbit Software	Receivables	(0.01)	(0.02)	Customer
315	Vhn Diamonds	Receivables	(0.03)	(0.03)	Customer
316	Accumax Lab Technology	Receivables	(0.06)	(0.06)	Customer
317	Jenya	Receivables	(0.01)	(0.02)	Customer
318	Advantage Health Care Solutions	Receivables	0.02	0.02	Customer
319	Kinjal Exports	Receivables	(0.06)	(0.06)	Customer
320	Deepak Gems	Receivables	0.01	0.01	Customer
321	D Jewel	Receivables	(0.04)	(0.04)	Customer
322	Rocks Forever Inc	Receivables	(0.16)	(0.09)	Customer
323	Maurya International	Receivables	(0.11)	(0.11)	Customer
324	Shree Ashtavinayak Exports	Receivables	(0.02)	(0.02)	Customer
325	Gemplaza Company	Receivables	(0.05)	(0.05)	Customer
326	Soni International Jewelry Mfg.Co.	Receivables	(0.14)	(0.06)	Customer
327	Green Fire Exports	Receivables	(0.01)	(0.02)	Customer
328	Kapil Jewels & Art	Receivables	(0.01)	(0.01)	Customer
329	Bml Gems And Jewellery	Receivables	(0.10)	(0.16)	Customer
330	Yashi Mfg Co	Receivables	(0.01)	(0.01)	Customer
331	Kaypee Exports	Receivables	(0.11)	(0.06)	Customer
332	Laxmi Ideal Interiors	Receivables	(0.21)	(0.26)	Customer
333	Rhea Industries	Receivables	(0.07)	(0.07)	Customer
334	Gem Trading Centre	Receivables	(0.05)	(0.05)	Customer
335	Cosmos Gems Exports	Receivables	(0.11)	(0.10)	Customer
336	Reliance Trading Corporation	Receivables	(0.03)	(0.04)	Customer
337	Kuber Gems Inc	Receivables	(0.06)	(0.07)	Customer
338	G S Paperindustries & Products	Receivables	(0.02)	(0.02)	Customer
339	Gallant Jewelry	Receivables	(0.38)	(0.50)	Customer
340	Kirat Crafts	Receivables	(0.01)	(0.01)	Customer
341	Gem Centre	Receivables	(0.14)	(0.13)	Customer
342	Ashok Jewels Unit-li	Receivables	(0.07)	(0.05)	Customer
343	Rajputana Beads Manufacturing Company	Receivables	(0.04)	(0.04)	Customer

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Sr. No.	Name Of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
344	A.M. Exports	Receivables	(0.09)	(0.06)	Customer
345	Koushal Exports	Receivables	(0.04)	(0.04)	Customer
346	Stone Beads International	Receivables	(0.30)	(0.30)	Customer
347	Sujata Exports	Receivables	(0.18)	(0.14)	Customer
348	Novitas Infotech	Receivables	(0.03)	(0.03)	Customer
349	Interjewel Design Trading Division	Receivables	0.04	0.04	Customer
350	Vedy Jewellery	Receivables	(0.01)	(0.01)	Customer
351	Shree Nath Gems	Receivables	(0.28)	(0.30)	Customer
352	S.K. Traders	Receivables	(0.35)	(0.13)	Customer
353	Vraj Diamond	Receivables	(0.01)	(0.01)	Customer
354	Vijeta Manufacturing	Receivables	(0.07)	(0.07)	Customer
355	Allianze Bpo International	Receivables	(0.03)	(0.03)	Customer
356	Super Gems	Receivables	(0.05)	(0.05)	Customer
357	Srg Impex	Receivables	(0.01)	(0.01)	Customer
358	Royal Rare Colours Stones	Receivables	(0.08)	(0.08)	Customer
359	Mmg Impex	Receivables	(0.05)	(0.01)	Customer
360	Bhansali Trading Corporation	Receivables	(0.15)	(0.12)	Customer
361	Vishnu Export	Receivables	(0.03)	(0.16)	Customer
362	V.M. Maniyar Exports	Receivables	(0.07)	(0.06)	Customer
363	Ark International	Receivables	(0.01)	(0.01)	Customer
364	Hi Klass Fashions	Receivables	(0.09)	(0.09)	Customer
365	Aarya Exim	Receivables	(0.04)	(0.04)	Customer
366	Bamalwa Jewels	Receivables	(0.04)	(0.04)	Customer
367	Prateek Gems	Receivables	(0.03)	(0.03)	Customer
368	H. Sherul & Co.	Receivables	(0.02)	(0.02)	Customer
369	Gebbs Unit 1	Receivables	(0.05)	(0.08)	Customer
370	Hindustan Oils Industries	Receivables	(0.07)	(0.03)	Customer
371	Neeraj Handicrafts & Packaging Industries	Receivables	(0.01)	(0.01)	Customer
372	Siddhi Vinayak Enterprises	Receivables	(0.04)	(0.04)	Customer
373	Punam Jewels & Beads Inc.	Receivables	0.04	0.04	Customer
374	Bead Maker Co.	Receivables	(0.09)	(0.09)	Customer
375	Ac Impex	Receivables	(0.01)	(0.01)	Customer
376	Satya Stone Exports	Receivables	(0.15)	(0.14)	Customer
377	Shubh Exports	Receivables	(0.06)	(0.06)	Customer
378	Twist Digital Media	Receivables	(0.01)	(0.02)	Customer
379	Palmon Exports	Receivables	(0.03)	(0.03)	Customer
380	I Woxmart It Services Pvt. Ltd.	Receivables	(0.22)	(0.22)	Customer
381	Datamatrix	Receivables	(0.06)	(0.06)	Customer
382	India Craft Loom	Receivables	(0.01)	(0.01)	Customer
383	Indian Allied Exports	Receivables	(0.15)	(0.15)	Customer
384	Indian Heritage Perfumers	Receivables	(0.09)	(0.17)	Customer
385	Jb Enterprises Unit li	Receivables	(0.03)	(0.05)	Customer
386	Mmg Impex Unit - 2	Receivables	(0.08)	(0.04)	Customer
387	Exxotic Jewellery	Receivables	(0.17)	(0.12)	Customer



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Sr. No.	Name Of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
388	Content Management Solutions	Receivables	(0.03)	(0.03)	Customer
389	Crazy Studio Creations	Receivables	0.01	0.01	Customer
390	Bombay Jewellery Manufactures Unit li	Receivables	(0.17)	(0.28)	Customer
391	Ukb Cords And Cable Export	Receivables	(0.04)	(0.04)	Customer
392	Ritu Overseas	Receivables	(0.07)	(0.07)	Customer
393	Tarmo It Services	Receivables	0.01	0.01	Customer
394	R. B. Industries	Receivables	(0.01)	(0.05)	Customer
395	Bhatia Software Technologies	Receivables	(0.00)	(0.01)	Customer
396	Nakoda Sales Corporation	Receivables	(0.17)	(0.07)	Customer
397	Djmc Exports	Receivables	(0.02)	(0.02)	Customer
398	Tarkesh Art Jewellers	Receivables	(0.15)	(0.15)	Customer
399	Pooja Overseas	Receivables	(0.04)	(0.06)	Customer
400	Varun International	Receivables	(0.09)	(0.09)	Customer
401	Dipi Enterprise	Receivables	(0.03)	(0.03)	Customer
402	G Metals Company	Receivables	(0.20)	(0.14)	Customer
403	Emerald Distributors	Receivables	(0.16)	(0.15)	Customer
404	Smd Rays	Receivables	(0.04)	(0.08)	Customer
405	Aryan International	Receivables	(0.09)	(0.06)	Customer
406	Shree Saibaba Petroleum	Receivables	(0.02)	(0.02)	Customer
407	Sumati Exports	Receivables	(0.05)	(0.05)	Customer
408	Deepak Acid And Chemical Industries	Receivables	(0.03)	(0.03)	Customer
409	Unique Tobacco Products	Receivables	(0.08)	(0.08)	Customer
410	A-One Jewellery	Receivables	(0.08)	(0.14)	Customer
411	Hoffensoft	Receivables	(0.02)	(0.06)	Customer
412	Gujeswori Apparels	Receivables	(0.01)	(0.01)	Customer
413	Dsr Overseas	Receivables	(0.06)	(0.06)	Customer
414	Hashtag	Receivables	(0.10)	(0.10)	Customer
415	JP Horology	Receivables	(0.03)	(0.03)	Customer
416	Stash Barn Enterprises	Receivables	(0.05)	(0.01)	Customer
417	Goldmine Overseas	Receivables	(0.13)	(0.13)	Customer
418	Trendz Inc	Receivables	(0.16)	(0.16)	Customer
419	Easy Warehousing	Receivables	(0.03)	(0.01)	Customer
420	Unitrade World	Receivables	(0.05)	(0.11)	Customer
421	Kishore Export House	Receivables	(0.13)	(0.13)	Customer
422	Ms Hub Shooting Sports	Receivables	(0.35)	(0.35)	Customer
423	Satya Pal Shiv Kumar	Receivables	(0.05)	(0.02)	Customer
424	Shlok Information Systems India Private Limited	Receivables	(0.03)	(0.04)	Customer
425	Beacon Infotech	Receivables	(0.34)	(0.34)	Customer
426	R.K. Exports	Receivables	(0.03)	(0.03)	Customer
427	Authentic Ocean Treasure	Receivables	(0.14)	(0.27)	Customer
428	Jmd International	Receivables	(0.09)	(0.09)	Customer
429	C Abhay Kumar And Company	Receivables	(0.06)	(0.06)	Customer
430	Innovate Polimer Company	Receivables	(0.05)	(0.01)	Customer
431	Texpoly Impex	Receivables	(0.22)	(0.12)	Customer

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Sr. No.	Name Of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
432	Gemni Food Equipments	Receivables	(0.05)	(0.08)	Customer
433	Gaga Exports	Receivables	(0.05)	(0.05)	Customer
434	Egnaro	Receivables	(0.05)	(0.05)	Customer
435	Divine Diamonds	Receivables	(0.16)	(0.16)	Customer
436	Shashwat Stainless Works	Receivables	(0.05)	(0.05)	Customer
437	Gemini Enterprises	Receivables	(0.09)	(0.09)	Customer
438	Lucent Innovation	Receivables	(0.01)	(0.02)	Customer
439	Soni International Jewelry Co.	Receivables	(0.15)	(0.16)	Customer
440	Rishi International India	Receivables	(0.04)	(0.12)	Customer
441	Renaissance Inc	Receivables	(0.09)	(0.09)	Customer
442	Kapoor Technology	Receivables	(0.12)	(0.30)	Customer
443	Ankita Overseas	Receivables	(0.14)	(0.28)	Customer
444	Parth Exports	Receivables	(0.03)	(0.06)	Customer
445	Sehar Overseas	Receivables	(0.09)	(0.09)	Customer
446	The Mindlabs	Receivables	(0.06)	(0.06)	Customer
447	San Enterprises	Receivables	(0.05)	(0.05)	Customer
448	Vimal Trading	Receivables	(0.17)	(0.03)	Customer
449	Super Ca India	Receivables	0.02	0.02	Customer
450	Rare Rocks	Receivables	(0.09)	(0.07)	Customer
451	S I Overseas Jewellers	Receivables	(0.01)	(0.01)	Customer
452	SPJ Exports	Receivables	(0.09)	(0.09)	Customer
453	Shivaay Jewels	Receivables	(0.21)	(0.34)	Customer
454	Metadata Technologies	Receivables	(0.02)	(0.03)	Customer
455	Neutec International	Receivables	(0.05)	(0.05)	Customer
456	Panama Overseas	Receivables	(0.05)	(0.05)	Customer
457	Bash Technologies	Receivables	(0.02)	(0.02)	Customer
458	S B Creation	Receivables	(0.01)	(0.01)	Customer
459	Hitech Mechtronics	Receivables	(0.05)	(0.05)	Customer
460	Vishwas Enterprises	Receivables	(0.03)	(0.05)	Customer
461	Dolphin Apparles	Receivables	(0.02)	(0.03)	Customer
462	Kay Salizar	Receivables	(0.05)	(0.05)	Customer
463	Rolon Seals International	Receivables	(0.03)	(0.08)	Customer
464	Ii Global	Receivables	(0.04)	(0.07)	Customer
465	Aum Solvchem	Receivables	(0.06)	(0.04)	Customer
466	Adiinfo Solution And Services	Receivables	(0.04)	(0.04)	Customer
467	L N Jewels	Receivables	(0.05)	(0.06)	Customer
468	Aarna International	Receivables	(0.03)	(0.04)	Customer
469	Gie Colour Impex	Receivables	(0.03)	(0.06)	Customer
470	Jupiter Gems And Jewels	Receivables	(0.03)	(0.03)	Customer
471	Harsh Industries	Receivables	(0.11)	(0.06)	Customer
472	Plazma Mpcvd And Research Center	Receivables	(0.02)	(0.02)	Customer
473	Ambe International	Receivables	(0.01)	(0.01)	Customer
474	Discover Zero	Receivables	(0.05)	(0.05)	Customer
475	Shrine Technologies	Receivables	(0.02)	(0.05)	Customer



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

(₹ in Lakh)

Sr. No.	Name Of Struck Off Company	Nature of Transaction	Outstanding Balance		Relationship
			As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	
476	Godavari Chemicals	Receivables	(0.03)	(0.04)	Customer
477	Ganpati Overseas	Receivables	(0.04)	(0.30)	Customer
478	Isha Impex	Receivables	(0.00)	(0.07)	Customer
479	Ab Warehousing	Receivables	(0.03)	(0.04)	Customer
480	Cargo Care Agency	Receivables	(0.01)	(0.02)	Customer
481	Dole Logistics	Receivables	(0.02)	(0.00)	Customer
482	Renew Plastics Unit Ii	Receivables	(0.01)	(0.02)	Customer
483	DJ Creation	Receivables	(0.12)	(0.04)	Customer
484	A And I Exim	Receivables	(0.06)	(0.06)	Customer
485	Rehan Jewels	Receivables	(0.03)	(0.05)	Customer
486	Sunrise Internationals Unit II	Receivables	(0.04)	(0.04)	Customer
487	Shree Ganesh Export	Receivables	(0.02)	(0.02)	Customer
488	Vacation Me Developers	Receivables	(0.05)	(0.05)	Customer
489	Jmbm Warehousing	Receivables	(0.01)	(0.03)	Customer
490	Nimex Trading Corporation	Receivables	(0.11)	(0.04)	Customer
491	V Unit	Receivables	(0.16)	(0.16)	Customer
492	Sai Krishna Logistics	Receivables	(0.13)	(0.01)	Customer
493	Shriji Overseas	Receivables	(0.12)	(0.06)	Customer
494	Jsd Foods And Beverages	Receivables	(0.02)	(0.02)	Customer
495	Mango Tree Warehouse	Receivables	(0.06)	(0.06)	Customer
496	Shri Guru Shipping And Logistics	Receivables	(0.03)	(0.01)	Customer
497	Texpoly Polymers Unit II	Receivables	(0.03)	(0.05)	Customer
498	Axiogen Bio Tech	Receivables	0.06	0.06	Customer
499	Norm International	Receivables	(0.09)	(0.03)	Customer
500	Scalexuss Aero Solutions	Receivables	(0.02)	(0.02)	Customer
501	F N Impex	Receivables	(0.01)	(0.01)	Customer
502	Avm Engineering Service	Receivables	0.05	0.05	Customer
503	I C Rawal And Co	Receivables	0.11	0.06	Customer
504	Business Excellence Trust Iv G	Receivables	0.01	0.01	Customer
505	True North Gift Fund Vii	Receivables	(0.05)	-	Customer
506	Eco Plastics	Receivables	(0.10)	(0.03)	Customer
507	Surabhi Imports And Exports	Receivables	0.05	0.05	Customer
508	Neogeek Technologies Private Limited	Receivables	0.05	-	Customer
509	Blink Consulting Private Limited	Receivables	0.01	-	Customer
510	Dhyanart Materials & Canvas P Ltd.	Receivables	(0.01)	-	Customer
511	Webtogo Mobiles Internet Private Limited	Receivables	0.04	-	Customer
512	Vado Technology Pvt. Ltd.	Receivables	0.01	-	Customer
513	Crescent Gems Llp	Receivables	0.12	-	Customer
514	Dess Computers Private Limited	Receivables	0.04	-	Customer
515	Hanzi Healthcure Pvt. Ltd.	Receivables	0.01	-	Customer
516	Jassal Impex Private Limited	Receivables	0.02	-	Customer
517	Dtalkz Solutions Private Limited	Receivables	0.01	-	Customer
518	Ashlar Securities Private Ltd.	Payables	0.04	-	Vendors

# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## 40. Share Based Payment

Our Subsidiary NSDL Payments Bank Limited has formulated share-based payment schemes for its employees (Plan I). Details of grants in operation during the year ended March 31, 2023, are as given below:

### a) Description of share-based payments

Sr. No.	Particulars	ESOP 2022
i)	Vesting Requirements	33% at the end of each 12, 24 months and 34% at the end of each 36 months from the date of grant
ii)	Maximum term of option	5 Years
iii)	Method of settlement	Equity settled
iv)	Modifications to share based payment plans	N.A.
v)	Any other details as disclosed in the audited Ind AS financial statements	N.A.
vi)	Grant Date	20 <sup>th</sup> October, 2022

### b) Summary of share-based payments - ESOP 2022

		(₹ in Lakh)	
Sr. No.	Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>(i)</b>	<b>Outstanding balance at the beginning of the period</b>	-	-
	Options granted	16,50,000	-
	Options forfeited	3,60,000	-
	Options exercised	-	-
	Options expired	-	-
	Options lapsed	-	-
<b>(ii)</b>	<b>Options outstanding at the end of the period</b>	<b>12,90,000</b>	-
	Options exercisable at the end of the period	-	-
<b>(iii)</b>	<b>For share options exercised</b>		
	Weighted average exercise price at date of exercise	-	-
	Money realised by exercise of options (in actual rupees)	-	-
<b>(iv)</b>	<b>For share options outstanding</b>		
	Range of exercise price	19.05	-
	Average remaining contractual life of options	6.55 Years	-
<b>(v)</b>	<b>Modification of plans</b>	<b>N.A.</b>	<b>N.A.</b>
<b>(vi)</b>	<b>Incremental fair value on modification</b>	<b>N.A.</b>	<b>N.A.</b>



# Notes to the Consolidated Financial Statements

For the year ended March 31, 2023

## c) Valuation of stock options

Sr. No.	Particulars	ESOP 2022
i)	Share Price	19.05
ii)	Exercise Price	19.05
iii)	The weighted average fair value as on the date of grant (per stock option)	4.56 - 6.87
iv)	Valuation Model used:	Black Scholes Valuation
v)	Expected Volatility	25.15% - 28.34%
vi)	Basis of determination of expected volatility	Volatility has been calculated based on the daily closing market price of Nifty Financial services over the most recent period that is generally commensurate with the expected life of the option being valued.
vii)	Contractual Option Life (years):	5 years from the date of vesting
viii)	Expected Dividends:	-
ix)	Risk Free interest rate:	7.03% - 7.32%
x)	Vesting Dates:	33% vesting on October 20, 2023 33% vesting on October 20, 2024 34% vesting on October 20, 2025
xi)	Valuation of incremental fair value on modification	N.A.

The fair value of the options determined at grant date is recognised as employee compensation cost over the vesting period on straight line basis over the period of option, based on the number of grants expected to vest, with corresponding increase in equity.

The stock based compensation expense charged to the Statement of Profit and Loss is ₹12.97 Lakhs (Previous year ₹ Nil).

**41.** The Code on wages 2019 and Code on Social Security, 2020 ("the Codes") relating to employee compensation and post-employment benefits that received Presidential assent have not been notified further the related rules for quantifying the financial impact have not been notified. The Company will assess the impact of the Codes when the rules are notified and will record any related impact in the period the Code becomes effective.

**42.** Previous year's figures have been regrouped / reclassified wherever necessary.

In terms of our report of even date attached

For **K C Mehta & Co LLP**

Chartered Accountants

Firm Registration No. 106237W / W100829

Sd/-

**Vishal P. Doshi**

Partner

Membership No. 101533

Place : Mumbai

Date : 23<sup>rd</sup> May, 2023

**For and on behalf of the Board of Directors**

Sd/-

**Parveen Kumar Gupta**

Chairman

DIN: 02895343

Sd/-

**Chandresh Shah**

Chief Financial Officer

Sd/-

**Padmaja Chundur**

Managing Director and CEO

DIN:08058663

Sd/-

**Nikhil Arya**

Company Secretary

A42548











**National Securities Depository Limited**

Trade World, 'A' Wing, 4<sup>th</sup> Floor,  
Kamala Mills Compound, Senapati Bapat Marg,  
Lower Parel (W), Mumbai - 400 013 (India).

Tel: 022 2499 4200

Fax: 022 2497 6351,

Website: [www.nsd.co.in](http://www.nsd.co.in).

CIN: U74120MH2012PLC230380