

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L64202DL2000GOI107905

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCR7176C

(ii) (a) Name of the company

RAILTEL CORPORATION OF INDIA

(b) Registered office address

Plate-A, 6th Floor, Office Block, Tower-2, East Kidwai Nagar
New Delhi
Delhi
110023

(c) * e-mail ID of the company

JS*****@IA.COM

(d) * Telephone number with STD code

22****00

(e) Website

(iii) Date of Incorporation

26/09/2000

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Union Government Company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) * Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

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

(b) CIN of the Registrar and Transfer Agent

U67120DL1993PTC052486

Pre-fill

Name of the Registrar and Transfer Agent

BEETAL FINANCIAL AND COMPUTER SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

99,MADANGIR,B/4,LOCAL SHOPPING CENTRE, NEAR DADA HARSUKH DAS MANDIR

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

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

(a) If yes, date of AGM

21/08/2024

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J5	Wired, wireless or satellite Telecommunication activities	49.28
2	J	Information and communication	J8	Other information & communication service activities	50.72

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

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

0

Pre-fill All

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

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,050,000,000	320,938,407	320,938,407	320,938,407
Total amount of equity shares (in Rupees)	10,500,000,000	3,209,384,070	3,209,384,070	3,209,384,070

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares				
Number of equity shares	1,050,000,000	320,938,407	320,938,407	320,938,407
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10,500,000,000	3,209,384,070	3,209,384,070	3,209,384,070

(b) Preference share capital

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

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			

At the beginning of the year	0	320,938,407	320938407	3,209,384,0	3,209,384,0	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify <input type="text"/>						
At the end of the year	0	320,938,407	320938407	3,209,384,0	3,209,384,0	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0

i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>
Date of registration of transfer (Date Month Year)		<input type="text"/>
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock

Number of Shares/ Debentures/ Units Transferred			Amount per Share/ Debenture/Unit (in Rs.)		
Ledger Folio of Transferor					
Transferor's Name					
	Surname		middle name		first name
Ledger Folio of Transferee					
Transferee's Name					
	Surname		middle name		first name

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

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

25,678,200,883

(ii) Net worth of the Company

18,272,381,585

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	233,785,038	72.84	0	

	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	233,785,038	72.84	0	0

Total number of shareholders (promoters)

1

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	62,961,497	19.62	0	
	(ii) Non-resident Indian (NRI)	1,784,609	0.56	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	284,462	0.09	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	7,074,764	2.2	0	
7.	Mutual funds	8,174,287	2.55	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	6,758,918	2.11	0	
10.	Others Trusts,HUF,Cleaning Memb	114,832	0.04	0	
	Total	87,153,369	27.17	0	0

Total number of shareholders (other than promoters)

382,963

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

382,964

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

54

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
UNITED NATIONS FOR	FIFC- 9TH FLOOR, G BLOCK PLOT C			36,965	0.01
PUBLIC EMPLOYEES RI	FIFC- 9TH FLOOR, G BLOCK PLOT C			53,559	0.02
MORGAN STANLEY AS	FIFC- 9TH FLOOR, G BLOCK PLOT C			12,380	0
NORTHERN TRUST CO	FIFC- 9TH FLOOR, G BLOCK PLOT C			85,919	0.03
FIDELITY SALEM STREI	FIFC- 9TH FLOOR, G BLOCK PLOT C			46,293	0.01
WISDOMTREE EMERGI	FIFC- 9TH FLOOR, G BLOCK PLOT C			124,095	0.04
WISDOM TREE ISSUER	FIFC- 9TH FLOOR, G BLOCK PLOT C			2,312	0
ISHARES MSCI EM SM/	FIFC- 9TH FLOOR, G BLOCK PLOT C			38,910	0.01
ISHARES CORE MSCI E	FIFC- 9TH FLOOR, G BLOCK PLOT C			346,624	0.11
ISHARES IV PUBLIC LIM	FIFC- 9TH FLOOR, G BLOCK PLOT C			58,709	0.02
ISHARES MSCI INDIA S	FIFC- 9TH FLOOR, G BLOCK PLOT C			238,187	0.07
ISHARES CORE MSCI E	FIFC- 9TH FLOOR, G BLOCK PLOT C			1,230,770	0.38
BOFA SECURITIES EUR	FIFC- 9TH FLOOR, G BLOCK PLOT C			44	0
INTERNATIONAL MON	FIFC- 9TH FLOOR, G BLOCK PLOT C			2,146	0
NORTHERN TRUST CO	FIFC- 9TH FLOOR, G BLOCK PLOT C			2,979	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MERCER QIF FUND PL	FIFC- 9TH FLOOR, G BLOCK PLOT C			22,007	0.01
AUSTRALIAN RETIREM	FIFC- 9TH FLOOR, G BLOCK PLOT C			182,678	0.06
ISHARES CORE MSCI E	FIFC- 9TH FLOOR, G BLOCK PLOT C			24,038	0.01
PUBLIC EMPLOYEES RI	11TH FLOOR, BLDG 3, NESCO - IT P			21,171	0.01
CALIFORNIA STATE TE	12th FLOOR, BLDG 3, NESCO - IT P,			40,045	0.01
CHIMERA S&P INDIA S	13th FLOOR, BLDG 3, NESCO - IT P,			2,351	0
HSBC ETFS PLC - HSBC	14th FLOOR, BLDG 3, NESCO - IT P,			6,401	0
FUNDPARTNER SOLUT	BLDG 3 NESCO IT PARK NESCO CC			9,142	0
SPDR S&P EMERGING	BLDG 3 NESCO IT PARK NESCO CC			89,028	0.03
STATE STREET MSCI E	BLDG 3 NESCO IT PARK NESCO CC			26,946	0.01

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

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	277,961	382,964
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

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

(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	1	0	2	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	4	3	4	4	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SANJAI KUMAR	06923630	Managing Director	5,270	
VIPPAGUNTA RAMA M	06689335	Whole-time director	0	
YASHPAL SINGH TOM	10215386	Whole-time director	0	
MANOJ TANDON	10044053	Whole-time director	250	
SUBHASH SHARMA	05333124	Director	0	10/05/2024
MANOHARAN NALLAS	06430322	Director	0	
RAMESHWER MEENA	10077767	Nominee director	0	
RANJIT KUMAR	10404869	Nominee director	0	
JASMEET SINGH MAH	AGIPM6649R	Company Secretary	2,300	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
RAKESH RANJAN	09575567	Nominee director	07/11/2023	Ceased to be Govt Nominee Director
YASHPAL SINGH T	10215386	Whole-time director	04/07/2023	Appointment as Director (Netv
RANJIT KUMAR	10404869	Nominee director	15/12/2023	Appointed as Govt Nominee Director

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

0

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/05/2023	7	7	100
2	09/07/2023	8	7	87.5
3	27/07/2023	8	7	87.5
4	26/10/2023	8	6	75
5	03/01/2024	8	7	87.5
6	24/01/2024	8	8	100
7	19/03/2024	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

14

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Risk Management	09/05/2023	6	5	83.33
2	Audit Committee	17/05/2023	3	3	100
3	CSR Committee	08/07/2023	3	2	66.67
4	Audit Committee	27/07/2023	3	3	100
5	Audit Committee	26/10/2023	3	3	100
6	CSR Committee	26/10/2023	3	2	66.67

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
7	Nomination & I	26/10/2023	3	3	100
8	Risk Manager	08/11/2023	6	6	100
9	Nomination & I	03/01/2024	3	2	66.67
10	Audit Committe	24/01/2024	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	21/08/2024
								(Y/N/NA)
1	SANJAI KUMAR	7	7	100	2	2	100	Yes
2	VIPPAGUNTA	7	7	100	7	7	100	Yes
3	YASHPAL SINGH	6	6	100	2	2	100	Yes
4	MANOJ TANDON	7	7	100	2	2	100	Yes
5	SUBHASH SHARMA	7	7	100	7	7	100	Not Applicable
6	MANOHARAN	7	6	85.71	14	14	100	Yes
7	RAMESHWER	7	5	71.43	7	6	85.71	Yes
8	RANJIT KUMAR	3	3	100	2	2	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sanjai Kumar	Chairman & Mar	7,342,625			2,143,144	9,485,769
2	Vippagunta Rama M	Director/Finance	3,927,930			1,569,570	5,497,500
3	Yashpal Singh Tom	Director/Network	3,945,242			1,098,463	5,043,705
4	Manoj Tandon	Director/Project	5,519,681			1,072,049	6,591,730
	Total		20,735,478	0	0	5,883,226	26,618,704

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	J S Marwah	Company Secre	3,127,448			544,854	3,672,302
2	Vippagunta Rama M	CFO	3,927,930			1,569,570	5,497,500
	Total		7,055,378	0		2,114,424	9,169,802

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Subhash Sharma	Independent Dir	280,000				280,000
2	Manoharan Nallasa	Independent Dir	400,000				400,000
3	Rameshwer Meena	Part-time Govt N	0	0	0	0	0
4	Rakesh Ranjan	Part-time Govt N	0	0	0	0	0
5	Ranjit Kumar	Part-time Govt N	0	0	0	0	0
	Total		680,000	0	0	0	680,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

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

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

M/s. Balika Sharma & Associates

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3222

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

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

5

dated

21/03/2007

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

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

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

To be digitally signed by

Director

SANJAI KUMAR
Digitally signed by
SANJAI KUMAR
Date: 2024.10.18
17:23:11 +05'30'

DIN of the director

0*9*3*3*

To be digitally signed by

JASMEET SINGH MARWAH
Digitally signed by
JASMEET SINGH
MARWAH
Date: 2024.10.18
17:17:15 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number 8*7*

Certificate of practice number

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

mgt-8 railtel 2024.pdf

Fil details.pdf

Committee.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



Balika Sharma And Associates
Company Secretaries

Address : Flat No. 211 pocket A / 3,
Sector-7, Rohini, New Delhi,
Pin Code -110085
Mobile : 9811387946
Phone: 011-27931217
E-mail Id: balikasharma@gmail.com

Form No. MGT-8

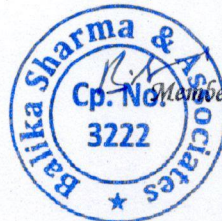
*[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of
Companies (Management and Administration) Rules, 2014]*

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **RailTel Corporation of India Limited (CIN: L64202DL2000GOI107905)** (the company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the Financial Year ended on **31st March, 2024**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made thereunder in respect of:
 1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time.
 4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which proper notices were given and the proceedings including the resolutions passed by circulation and resolutions passed by postal ballot, if any, have been properly recorded in the Minutes Book/registers maintained for this purpose and the same have been signed.
 5. closure of Register of Members / Security holders, as the case may be; **Not Applicable**
 6. the company has not given any advances/ loans to its directors and/or persons or firms or companies referred to in section 185 of the Act;

GST No. : 07AMAPS9564K1ZE



Membership No. 4816, C. P. No. 3222



Balika Sharma And Associates Company Secretaries

Address : Flat No. 211 pocket A / 3,
Sector-7, Rohini, New Delhi,
Pin Code -110085
Mobile : 9811387946
Phone: 011-27931217
E-mail Id: balikasharma@gmail.com

7. the Company has complied with the provisions in relation to entering in to any contracts/arrangements with related parties as specified in section 188 of the Act;
8. the Company has issued or allotted or buy-back securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances. **Not Applicable**
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act; - **Not Applicable**
10. there is declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act-;
11. signing of audited financial statements as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. Constitution/appointment/re c appointments/retirement/filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. However, the composition of the Board of Directors was not in compliance with Regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations in regard to non – availability of one-half of the Independent Directors including Independent Woman Director on the Board of the Company. The Company kept on following up the matter with the Ministry of Railways for early appointment of requisite number of Independent Directors including Woman Independent Director on the Board.
13. wherever applicable the appointment/ reappointment of auditors are in accordance with the provisions of section 139 of the Act;
14. wherever applicable, approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act has been properly accorded;
15. there is no acceptance/ renewal/ repayment of deposits;
16. the company has not made any borrowings from directors, members, public financial institutions, banks and others and there is no creation/modification/satisfaction of charges ;

GST No. : 07AJMAPS9564K1ZE





Balika Sharma And Associates *Company Secretaries*

*Address : Flat No. 211 pocket A / 3,
Sector-7, Rohini, New Delhi,
Pin Code -110085
Mobile : 9811387946
Phone: 011-27931217
E-mail Id: balikasharma@gmail.com*

17. the company has not given any loans or guarantees or provided any security to other body corporate or persons falling under the provisions of section 186 of the Act.

18. the company has not altered its Memorandum and Articles of Association.

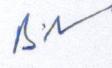
Place: New Delhi
Date: 03.10.2024

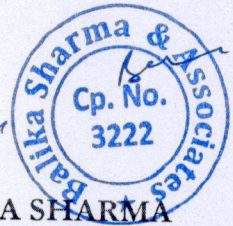
Name of Company Secretary in practice: BALIKA SHARMA

C.P. No.: 3222

M.No.: 4816

UDIN number F004816F001420758

Signature: 



Point IX (C)**COMMITTEE MEETINGS**

Number of Meetings held-

Sr. No.	Type of Meeting	Date of Meeting	Total Number of members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1.	Risk Management Committee	09/05/2023	6	5	83.33
2.	Audit Committee	17/05/2023	3	3	100
3.	CSR Committee	08/07/2023	3	2	66.67
4.	Audit Committee	27/07/2023	3	3	100
5.	Audit Committee	26/10/2023	3	3	100
6.	CSR Committee	26/10/2023	3	2	66.67
7.	Nomination & Remuneration Committee	26/10/2023	3	3	100
8.	Risk Management Committee	08/11/2023	6	6	100
9.	Nomination and Remuneration Committee	03/01/2024	3	2	66.67
10.	Audit Committee	24/01/2024	3	3	100
11.	CSR Committee	24/01/2024	3	3	100
12.	Stakeholders Relationship Committee	24/01/2024	3	3	100
13.	CSR Committee	02/02/2024	3	3	100
14.	Nomination and Remuneration Committee	19/03/2024	3	3	100

(C) * Details of Foreign institutional investors' (FIIs) holding shares of the company					
Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of Shares held	% of shares held
UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NAT	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			36965	0.01
PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF COLORAD	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			53559	0.02
MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			12380	0.00
NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL C	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			85919	0.03
FIDELITY SALEM STREET TRUST FIDELITY TOTAL INTERNA	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			46293	0.01
WISDOMTREE EMERGING MARKETS SMALLCAP DIVIDEND FUND	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			124095	0.04
WISDOM TREE ISSUER PLC - WISDOM TREE EMERGING MARK	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			2312	0.00
ISHARES MSCI EM SMALL CAP UCITS ETF	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			38910	0.01
ISHARES CORE MSCI EM IMI UCITS ETF	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			346624	0.11
ISHARES IV PUBLIC LIMITED COMPANY- ISHARES MSCI EM	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			58709	0.02
ISHARES MSCI INDIA SMALL-CAP ETF	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			238187	0.07
ISHARES CORE MSCI EMERGING MARKETS ETF	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			1230770	0.38
BOFA SECURITIES EUROPE SA - ODI	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			44	0.00
INTERNATIONAL MONETARY FUND	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			2146	0.00
NORTHERN TRUST COLLECTIVE EMERGING MARKETS EX CHIN	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			2979	0.00
MERCER QIF FUND PLC-MERCER INVESTMENT FUND 1	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			22007	0.01
AUSTRALIAN RETIREMENT TRUST MANAGED BY ARROWSTREET	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			182678	0.06
ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			24038	0.01
PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI -400063			21171	0.01
CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM - NORT	12th FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI -400063			40045	0.01

CHIMERA S&P INDIA SHARIAH ETF	13th FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI -400063			2351	0.00
HSBC ETFS PLC - HSBC S&P INDIA TECH UCITS ETF	14th FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI -400063			6401	0.00
FUNDPARTNER SOLUTIONS (SUISSE) SA- TURICUM - AKTIE	BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI-400063			9142	0.00
SPDR S&P EMERGING MARKETS SMALL CAP ETF	BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI-400063			89028	0.03
STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX	BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI-400063			26946	0.01
COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	BLDG 3 NESCO IT PARK NESCO COMPLEX POST BOX NO.1142 FORT MUMBAI-400001			64324	0.02
SSGA SPDR ETFS EUROPE I PUBLIC LIMITED COMPANY - S	HAZARIMAL SOMANI MARG,P.O.BOX NO. 1142, FORT MUMBAI -40001			25913	0.01
SSGA SPDR ETFS EUROPE I PUBLIC LIMITED COMPANY - S	SIR JOHN ROGERSON'S QUAY DUBLIN 2 IRELAND - 99999999			1953	0.00
STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX POR	HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI -400001			24807	0.01
AMG TIMESSQUARE EMERGING MARKETS SMALL CAP FUND	HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI -400001			5059	0.00
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA - STAT	HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI -400001			20782	0.01
ELARA INDIA OPPORTUNITIES FUND LIMITED	1ST FLOOR, EMPIRE COMPLEX 414, SENAPATI BAPAT MARG LOWER PAREL, MUMBAI-400013			25000	0.01
UBS PRINCIPAL CAPITAL ASIA LTD	SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT MUMBAI-400001			680	0.00
FLORIDA RETIREMENT SYSTEM - TIMESSQUARE CAPITAL MA	SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT MUMBAI-400001			558684	0.17
BNP PARIBAS FINANCIAL MARKETS - ODI	1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX BANDRA EAST MUMBAI-400051			1877	0.00
MINERVA VENTURES FUND	1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX BANDRA EAST MUMBAI-400051			50000	0.02
COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUN	INDIA SUB CUSTODY 9TH FLOOR, TOWER A BLOCK 9, NKP, WESTERN EXPRESS HIGHWAY GOREGAON (E) 400063			200181	0.06
ABU DHABI INVESTMENT AUTHORITY - MONSOON	INDIA SUB CUSTODY 9TH FLOOR, TOWER A BLOCK 9, NKP, WESTERN EXPRESS HIGHWAY GOREGAON (E) 400063			430387	0.13
FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TIL	INDIA SUB CUSTODY 9TH FLOOR, TOWER A BLOCK 9, NKP, WESTERN EXPRESS HIGHWAY GOREGAON (E) 400063			3796	0.00

PUB EQUITIES EMERGING MARKETS 1	INDIA SUB CUSTODY 9TH FLOOR, TOWER A BLOCK 9, NKP, WESTERN EXPRESS HIGHWAY GOREGAON (E) 400063			5725	0.00
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX	INDIA SUB CUSTODY 9TH FLOOR, TOWER A BLOCK 9, NKP, WESTERN EXPRESS HIGHWAY GOREGAON (E) 400063			15566	0.00
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX	INDIA SUB CUSTODY 9TH FLOOR, TOWER A BLOCK 9, NKP, WESTERN EXPRESS HIGHWAY GOREGAON (E) 400063			367398	0.11
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX	INDIA SUB CUSTODY 9TH FLOOR, TOWER A BLOCK 9, NKP, WESTERN EXPRESS HIGHWAY GOREGAON (E) 400063			179469	0.06
QUADRATURE CAPITAL VECTOR SP LIMITED	INDIA SUB CUSTODY 9TH FLOOR, TOWER A BLOCK 9, NKP, WESTERN EXPRESS HIGHWAY GOREGAON (E) 400063			627660	0.20
NORTH STAR OPPORTUNITIES FUND VCC-BULL VALUE INCOR	4A OCUS TECHNOPOIS GOLF CLUB ROAD SECTOR-54 GRUGAON-122002			5000	0.00
SOCIETE GENERALE - ODI	JEEVAN SEVA EXTENSION BUILDING GROUND FLOOR S V ROAD SANTACRUZ WEST MUMBAI-400054			377234	0.12
WISDOMTREE INDIA INVESTMENT PORTFOLIO, INC.	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			1765	0.00
SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS SPA	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			486	0.00
LEGAL & GENERAL EMERGING MARKETS EX CHINA SMALL CA	FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI -400098			24977	0.01
STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX	BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI-400063			222962	0.07
STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX	BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI-400063			38540	0.01
SOMERVILLE TRADING ENTERPRISES, LLC	INDIA SUB CUSTODY 9TH FLOOR, TOWER A BLOCK 9, NKP, WESTERN EXPRESS HIGHWAY GOREGAON (E) 400063			881090	0.27
TRANS GALACTIC TRADING FZ	DUBAI UAE 111111			9750	0.00
TENX CHARTS LIMITED	4 A, OCUS TECHNOPOIS GOLF CLUB ROAD SECTOR-54 GRUGAON-122002			200000	0.06