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)

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company Pre-fill U74999MH2019PTC322353 Global Location Number (GLN) of the company * Permanent Account Number (PAN) of the company AAHCT2205N (ii) (a) Name of the company TATA DIGITAL PRIVATE LIMITE (b) Registered office address Army & Navy Building 148 M G Road Opposite Kala Ghoda Fort NA MUMBAL Mumbai City Maharashtra + 400001 (c) *e-mail ID of the company contactus@tatadigital.com (d) *Telephone number with STD code 9168858282 (e) Website www.tatadigital.in (iii) Date of Incorporation 11/03/2019 (iv) Type of the Company Category of the Company Sub-category of the Company **Private Company** Company limited by shares Indian Non-Government company

(v) Wheth	er company is having share ca	pital	۲	Yes	0	No
(vi) *Whet	her shares listed on recognize	d Stock Exchange(s)	\bigcirc	Yes	(\bullet)	No

(vii) *Financial year From date 0	1/04/2023	(DD/MM/YYYY) To date	31/03/2024	(DD/MM/YYYY)
(viii) *Whether Annual general me	eeting (AGM) held	● Yes 〇	No	
(a) If yes, date of AGM				
(b) Due date of AGM	30/09/2024			
(c) Whether any extension for	or AGM granted	⊖ Yes	No	
II. PRINCIPAL BUSINESS	ACTIVITIES OF T	HE COMPANY		

*Number of business activities 1

	Main Activity group code		Business Activity Code		% of turnover of the company
1	J	Information and communication	J7	Data processing, hosting and related activities; web portal	100

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

*No. of Companies for which information is to be given 15

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TATA SONS PRIVATE LIMITED	U999999MH1917PTC000478	Holding	99
2	TATA PAYMENTS LIMITED	U65100MH2019PLC329365	Subsidiary	100
3	TATA FINTECH PRIVATE LIMITE	U67110MH2021PTC370721	Subsidiary	100
4	PROTRAVINY PRIVATE LIMITED	U72200MH2022PTC377935	Subsidiary	100
5	SUPERMARKET GROCERY SUPF	U51909KA2011PTC060707	Subsidiary	84.41
6	INNOVATIVE RETAIL CONCEPT:	U74130KA2010PTC052192	Subsidiary	84.41
7	SAVIS RETAIL PRIVATE LIMITED	U74999KA2016PTC097228	Subsidiary	84.41
8	DELYVER RETAIL NETWORK PR	U52339KA2010PTC052902	Subsidiary	84.41
9	DAILYNINJA DELIVERY SERVICE	U74999MH2015PTC268012	Subsidiary	84.41
10	TATA 1MG TECHNOLOGIES PRI	U74140DL2015PTC279229	Subsidiary	63.55

11	TATA 1MG HEALTHCARE SOLU	U24290DL2016PTC302634	Subsidiary	63.55
12	LFS HEALTHCARE PRIVATE LIM	U85100HR2015PTC057368	Subsidiary	63.55
13	INFINITI RETAIL LIMITED	U31900MH2005PLC158120	Subsidiary	100
14	TATA UNISTORE LIMITED	U74999MH2007PLC173035	Subsidiary	100
15	TATA NEU PRIVATE LIMITED	U74999MH2022PTC380167	Subsidiary	100

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

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	20,000,000,000	19,134,000,000	19,134,000,000	19,134,000,000
Total amount of equity shares (in Rupees)	200,000,000,000	191,340,000,000	191,340,000,000	191,340,000,000

Number of classes

Class of Shares Equity share capital		lssued capital	Subscribed capital	Paid up capital
Number of equity shares	20,000,000,000	19,134,000,000	19,134,000,000	19,134,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	200,000,000,000	191,340,000,000	191,340,000,000	191,340,000,000

1

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,000,000,000	1,000,000,000	749,250,000	749,250,000
Total amount of preference shares (in rupees)	10,000,000,000	10,000,000,000	7,492,500,000	7,492,500,000

Number of classes

	Authorized	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	1,000,000,000	1,000,000,000	749,250,000	749,250,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	10,000,000,000	10,000,000,000	7,492,500,000	7,492,500,000

(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	19,134,000, #	1913400000	191,340,00(+	191,340,00 +	
Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
0						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
0						
At the end of the year	0	19,134,000,	1913400000	191,340,000	191,340,00	
Preference shares						

At the beginning of the year	0	749,250,000	749250000	7,492,500,0	7,492,500,	
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				0	0	
0				0	0	
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				0	0	
0				0	0	
At the end of the year	0	749,250,000	749250000	7,492,500,0	7,492,500,0	

ISIN of the equity shares of the company

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

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

\boxtimes	Nil [Details being provided in a CD/Digital Media]) Yes	O No	O Not Applicable
	Separate sheet attached for details of transfers	⊖ Yes	O No	

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

Date of the previous annual general meeting					
Date of registration o	f transfer (Date Month Year)				
Type of transfe	r 1 - E	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ D Units Transferred	Debentures/	Amount per Share/ Debenture/Unit (in Rs.)			
Ledger Folio of Trans	sferor				
Transferor's Name					
	Surname	middle name	first name		
Ledger Folio of Trans	sferee	<u> </u>			
Transferee's Name					
	Surname	middle name	first name		
Date of registration o	f transfer (Date Month Year)				

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

Ledger Folio of Trans	sferor		
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Trans	sferee	·	
Transferee's Name			

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

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

Details of debentures

Class of debentures	Outstanding as at the beginning of the year		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)

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

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

(i) Turnover

(ii) Net worth of the Company

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	0	
	(ii) Non-resident Indian (NRI)	0	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	0	
2.	Government					
	(i) Central Government	0	0	0	0	
	(ii) State Government	0	0	0	0	
	(iii) Government companies	0	0	0	0	
3.	Insurance companies	0	0	0	0	
4.	Banks	0	0	0	0	
5.	Financial institutions	0	0	0	0	
6.	Foreign institutional investors	0	0	0	0	
7.	Mutual funds	0	0	0	0	
8.	Venture capital	0	0	0	0	
9.	Body corporate (not mentioned above)	18,942,660,000	99	0	0	
10.	Others NA	0	0	0	0	
	Total	18,942,660,000	99	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	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	749,250,000	100
10.	Others Not for profit Section 8 Con	191,340,000	1	0	0
	Total	191,340,000	1	749,250,000	100

Total number of shareholders (other than promoters)

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

)	9
	10

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)	9	9
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category		lirectors at the g of the year		ectors at the end e 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	0	4	1	4	0	0
(i) Non-Independent	0	4	1	4	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	0	4	1	4	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

(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)
Mr. N Chandrasekaran	00121863	Director	0	
Ms. Aarthi Subramaniar	07121802	Director	0	
Mr. Suprakash Mukhopa ₽	00019901	Director	0	
Mr. Modan Saha	02848515	Director	0	24/04/2024
Mr. Naveen Tahilyani	ACIPT1192L	CEO	0	
Mr. Naveen Tahilyani	06594510	Managing Director	0	
Mr. Sudhakar Shetty	AALPS9504Q	Company Secretar	0	

Nam	е	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Hardeep S	Singh Guru #	ARWPG9426F	CFO	0	

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

Name	DIN/PAN	beginning / during	(chande in decignation)	Nature of change (Appointment/ Change in designation/ Cessation)
Mr. Pratik Pal	AAQPP1191F	CEO	06/02/2024	Cessation
Mr. Naveen Tahilyani	ACIPT1192L	Additional director	19/02/2024	Appointment
Mr. Naveen Tahilyani	ACIPT1192L	CEO	19/02/2024	Appointment
Mr. Naveen Tahilyani	06594510	Managing Director	19/02/2024	Change in designation

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

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

Number of meetings held	1			
Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attend	ance
		C C		% of total shareholding
ANNUAL GENERAL MEETI	22/08/2023	7	2	100

B. BOARD MEETINGS

*Number of m	neetings held 4			
S. No.	Date of meeting	Total Number of directors associated as on the date		Attendance
		of meeting	Number of directors attended	% of attendance
1	26/04/2023	4	4	100
2	10/08/2023	4	4	100
3	15/11/2023 4		4	100
4	06/02/2024	4	4	100

C. COMMITTEE MEETINGS

1			
			_

S. No.	Type of meeting		Number of members attended	Attendance % of attendance
	Corporate Soc	3	3	100

D. *ATTENDANCE OF DIRECTORS

		Board Meetings		Co	Whether attended AGM			
S. No.	of the director		Number of Meetings attended	% of		Number of Meetings attended	% of attendance	held on
		attend			attend			(Y/N/NA)
1	Mr. N Chandra	4	4	100	0	0	0	
2	Ms. Aarthi Sut	4	4	100	1	1	100	
3	Mr. Suprakash	4	3	75	1	1	100	
4	Mr. Modan Sa	4	4	100	1	1	100	
5	Mr. Naveen Ta	0	0	0	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number o	f Managing Director, W	/hole-time Directors	s and/or Manager v	vhose remuneratio	n details to be ente	ered 0	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						
Number o	f CEO, CFO and Comp	bany secretary who	se remuneration d	etails to be entered	1	3	

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Pratik Pal	CEO					0
2	Naveen Tahilyani	CEO & MD					0
3	Hardeep Singh Gurı ₽	CFO					0
	Total		0	0			0

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- * A. Whether the company has made compliances and disclosures in respect of applicable Yes No provisions of the Companies Act, 2013 during the year
 - B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

		Date of Order			Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil Nil

Name of the company/ directors/ officers			section under which		Amount of compounding (in Rupees)

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

● Yes ○ No

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

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

Name	Mohammad Pillikandlu
Whether associate or fellow	○ Associate ● Fellow
Certificate of practice number	14603

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.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. 14

26/03/2019

dated

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

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

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

To be digitally signed by

Director				
DIN of the director				
To be digitally signed by				
 Company Secretary 				
⊖ Company secretary in p	ractice			
Membership number 13200 Certificate of p			number	
Attachments				List of attachments
1. List of share ho	olders, debenture holders		Attach	
2. Approval letter		Attach		
3. Copy of MGT-8	3;		Attach	
4. Optional Attach	nement(s), if any		Attach	
				Remove attachment
Mod	dify	k 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