

**FORM NO. MGT – 9
EXTRACT OF ANNUAL RETURN**

as on the financial year ended March 31, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i) CIN	L65910MH1986PLC165645
ii) Registration Date	March 5, 1986
iii) Name of the Company	Reliance Capital Limited
iv) Category / Sub-Category of the Company	Public Company / NBFC
v) Address of the Registered Office and contact details	H Block, 1 st Floor Dhirubhai Ambani Knowledge City, Navi Mumbai 400 710 Tel. : +91 22 4303 1000 Fax : +91 22 4303 6664 E-mail : rcl.investor@relianceada.com Website: www.reliancecapital.co.in
vi) Whether listed company	Yes
vii) Name, address and contact details of Registrar and Transfer Agent, if any	Karvy Fintech Private Limited Karvy Selenium Tower – B, Plot No. 31 & 32 Survey No. 116/22, 115/24, 115/25 Financial District, Nanakramguda, Hyderabad 500 032 Toll free no.: 1800 4250 999 Tel. : +91 40 6716 1500 Fax : +91 40 6716 1791 E-mail : rclinvestor@karvy.com Website : www.karvyfintech.com <i>(Karvy Computershare Private Limited (KCPL), the erstwhile Registrar and Transfer Agent of the Company has transferred its operations to Karvy Fintech Private Limited (KFPL), with effect from November 17, 2018, pursuant to a composite Scheme of Arrangement and Amalgamation inter-alia between KCPL and KFPL.)</i>

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the Business Activities contributing 10 per cent or more of the total turnover of the Company shall be stated:

Sl. No.	Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1.	Non-Banking Financial Services	649	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
(1)	Reliance General Insurance Company Limited H Block, 1 st Floor, Dhirubhai Ambani Knowledge City, Navi Mumbai 400 710, Maharashtra	U66603MH2000PLC128300	Subsidiary	100.00	2(87)
(2)	Reliance Nippon Life Insurance Company Limited H Block, 1 st Floor, Dhirubhai Ambani Knowledge City, Navi Mumbai 400 710, Maharashtra	U66010MH2001PLC167089	Subsidiary	51.00	2(87)
(3)	Reliance Home Finance Limited Reliance Centre, 6 th Floor, South Wing, Off Western Express Highway, Santacruz (East), Mumbai 400 055, Maharashtra	L67190MH2008PLC183216	Subsidiary	74.00	2(87)
(4)	Reliance Commercial Finance Limited Reliance Centre, 6 th Floor, South Wing, Off. Western Express Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U66010MH2000PLC128301	Subsidiary	100.00	2(87)
(5)	Reliance Capital Pension Fund Limited Reliance Centre, 7 th Floor, South Wing, Off. Western Express Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U66020MH2009PLC191340	Subsidiary	51.00	2(87)
(6)	Reliance Capital Trustee Co. Limited Reliance Centre, 7 th Floor, South Wing, Off. Western Express Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U65910MH1995PLC220528	Subsidiary	100.00	2(87)

Reliance Capital Limited

Directors' Report

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
(7)	Reliance Health Insurance Limited Reliance Centre, 1 st Floor, North Wing, Off Western Express Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U66000MH2017PLC294682	Subsidiary	100.00	2(87)
(8)	Reliance Money Precious Metals Private Limited 7 th Floor, B-Wing, Trade World, Kamala Mills Compound, S. B. Marg, Lower Parel, Mumbai 400 013, Maharashtra	U74999MH2006PTC165070	Subsidiary	100.00	2(87)
(9)	Reliance Securities Limited Reliance Centre, 4 th Floor, North Wing, Off Western Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U65990MH2005PLC154052	Subsidiary	100.00	2(87)
(10)	Reliance Commodities Limited Reliance Centre, 4 th Floor, North Wing, Off Western Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U51100MH2005PLC154611	Subsidiary	100.00	2(87)
(11)	Reliance Financial Limited 7 th Floor, B-Wing, Trade World, Kamala Mills Compound, S. B. Marg, Lower Parel, Mumbai 400 013, Maharashtra	U65990MH2005PLC155675	Subsidiary	100.00	2(87)
(12)	Reliance Wealth Management Limited Reliance Centre, 4 th Floor, North Wing, Off Western Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U65999MH2009PLC189285	Subsidiary	100.00	2(87)
(13)	Reliance Money Solutions Private Limited 7 th Floor, B-Wing, Trade World, Kamala Mills Compound, S. B. Marg, Lower Parel, Mumbai 400 013, Maharashtra	U72900MH2000PTC128384	Subsidiary	100.00	2(87)
(14)	Reliance Exchangenext Limited (RExL) Kamala Mills Compound, Trade World, B-Wing, 7 th Floor, S. B. Marg, Lower Parel, Mumbai 400 013, Maharashtra	U72900MH2000PLC127630	Subsidiary	100.00	2(87)
(15)	Reliance Corporate Advisory Services Limited Kamala Mills Compound, Trade World, B-Wing, 7 th Floor, S. B. Marg, Lower Parel, Mumbai 400 013, Maharashtra	U74990MH2009PLC189525	Subsidiary	100.00	2(87)
(16)	Reliance Capital AIF Trustee Company Private Limited Reliance Centre, 7 th Floor South Wing, Off. Western Express Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U74999MH2006PTC164793	Subsidiary	100.00	2(87)
(17)	Quant Capital Private Limited Reliance Centre, 4 th Floor, North Wing, Off Western Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U67120MH2007PTC176440	Subsidiary	74.00	2(87)
(18)	Quant Broking Private Limited Reliance Centre, 4 th Floor, North Wing, Off Western Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U67110MH2007PTC291657	Subsidiary	74.00	2(87)
(19)	Quant Securities Private Limited Reliance Centre, 4 th Floor, North Wing, Off Western Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U65993MH2007PTC290204	Subsidiary	74.00	2(87)
(20)	Quant Investment Services Private Limited Reliance Centre, 4 th Floor, North Wing, Off Western Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U74999MH2011PTC289416	Subsidiary	74.00	2(87)
(21)	Gulfoss Enterprises Private Limited Reliance Centre, 6 th Floor, South Wing, Off. Western Express Highway, Santacruz (East), Mumbai 400 055, Maharashtra	U29100MH2019PTC320092	Subsidiary	100.00	2(87)
(22)	Reliance Nippon Life Asset Management Limited Reliance Centre, 7 th Floor, South Wing, Off Western Express Highway, Santacruz (East) Mumbai 400 055, Maharashtra	L65910MH1995PLC220793	Associate	42.88	2(6)
(23)	Ammolite Holdings Limited Templar House, Don Road, St. Helier, Jersey, JE1 2TR, Channel Islands	N.A.	Associate	50.00	2(6)
(24)	Reliance Asset Reconstruction Company Limited Reliance Centre, North Wing, 6 th Floor, Off Western Express Highway, Santacruz, Mumbai 400 055, Maharashtra	U45200MH2006PLC161190	Associate	49.00	2(6)

Directors' Report

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year (April 1, 2018)				No. of Shares held at the end of the year (March 31, 2019)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	11 66 014	-	11 66 014	0.46	11 66 014	-	11 66 014	0.46	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	13 02 16 289	-	13 02 16 289	51.53	11 82 54 647	-	11 82 54 647	46.79	(4.73)
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
Sub-Total (A)(1):	13 13 82 303	-	13 13 82 303	51.99	11 94 20 661	-	11 94 20 661	47.26	(4.73)
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2):	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoters (A) = (A)(1)+(A)(2)	13 13 82 303	0	13 13 82 303	51.99	11 94 20 661	0	11 94 20 661	47.26	(4.73)
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds / UTI	2 02 11 480	13 402	2 02 24 882	8.00	30 85 382	11 349	30 96 731	1.23	(6.78)
b) Banks / FI	6 24 387	3 977	6 28 364	0.25	6 22 413	3 297	6 25 710	0.25	-
c) Central Govt.	30 613	39 508	70 121	0.03	30 613	39 506	70 119	0.03	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	1 08 42 189	67	1 08 42 256	4.29	1 06 98 608	20	1 06 98 628	4.23	(0.06)
g) FIIs / FPIs	4 01 97 639	2 580	4 02 00 219	15.91	6 14 00 776	1 881	6 14 02 657	24.30	8.39
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1):	7 19 06 308	59 534	7 19 65 842	28.48	7 58 37 792	56 053	7 58 93 845	30.03	1.55
(2) Non-Institutions									
a) Bodies Corporate									
i) Indian	75 28 235	44 087	75 72 322	3.00	95 20 027	42 575	95 62 602	3.78	0.79
ii) Overseas	4 542	876	5 418	0.00	4 542	868	5 410	-	-
b) Individuals									
i. Individual shareholders holding nominal share capital up to ₹1 lac	2 90 60 938	32 58 209	3 23 19 147	12.79	3 51 31 622	28 29 960	3 79 61 582	15.02	2.23
ii. Individual shareholders holding nominal share capital in excess of ₹1 lac	52 78 481	22 500	53 00 981	2.10	52 39 819	22 500	52 62 319	2.08	(0.02)
c) Others (specify)									
i) NRI	12 72 905	1 27 053	13 99 958	0.55	16 75 936	1 14 882	17 90 818	0.71	0.15
Sub-Total(B)(2):	4 31 45 101	34 52 725	4 65 97 826	18.44	5 15 71 946	30 10 785	5 45 82 731	21.60	3.16
Total Public Shareholding (B)=(B)(1)+(B)(2)	11 50 51 409	35 12 259	11 85 63 668	46.92	12 74 09 738	30 66 838	13 04 76 576	51.63	4.71
TOTAL (A) + (B)	24 64 33 712	35 12 259	24 99 45 971	98.91	24 68 30 399	30 66 838	24 98 97 237	98.89	(0.02)
C. Shares held by Custodian for GDRs	11 58 711	-	11 58 711	0.46	12 11 665	-	12 11 665	0.48	0.02
D. ESOS Trust	16 00 000	-	16 00 000	0.63	16 00 000	-	16 00 000	0.63	0.00
Grand Total (A+B+C+D)	24 91 92 423	35 12 259	25 27 04 682	100.00	24 96 42 064	30 66 838	25 27 08 902	100.00	0.00

Reliance Capital Limited

Directors' Report

ii) Shareholding of Promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the year (April 1, 2018)			Shareholding at the end of the year (March 31, 2019)			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares (***)	
1	Reliance Inceptum Private Limited	9 77 14 206	38.66	26.27	9 41 39 206	37.25	37.24	(1.42)
2	Reliance Infrastructure Consulting & Engineers Private Limited	2 79 75 633	11.07	8.98	1 95 88 991	7.75	7.05	(3.32)
3	Crest Logistics and Engineers Private Limited	32 50 000	1.29	1.29	32 50 000	1.29	1.29	-
4	Reliance Infrastructure Management Private Limited	7 00 000	0.28	-	7 00 000	0.28	-	-
5	Reliance Innoventures Private Limited	5 76 450	0.23	-	5 76 450	0.23	0.23	-
6	Ms. Kokila D. Ambani (*)	5 45 157	0.22	-	5 45 157	0.22	-	-
7	Mr. Anil D. Ambani	-	-	-	-	-	-	-
8	Ms. Tina A. Ambani	2 63 474	0.10	-	2 63 474	0.10	-	-
9	Mr. Jai Anmol A. Ambani	1 78 692	0.07	-	1 78 692	0.07	-	-
10	Mr. Jai Anshul A. Ambani	1 78 691	0.07	-	1 78 691	0.07	-	-
Total		13 13 82 303	51.99	36.54	11 94 20 661	47.26	45.80	(4.74)

(*) As per disclosure, pursuant to Regulation 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 received from the Promoters alongwith Persons Acting in Concert 17,00,000 (0.67%) equity shares purchased by the discretionary Portfolio Manager of Ms. Kokila D. Ambani under the Portfolio Management Scheme (PMS) have been credited to a separate Demat Account specifically opened for PMS purpose as per the SEBI requirements. No voting or other rights/interest is held on those shares, except the economic interest in PMS. This is disclosed by way of an abundant caution.

iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	At the beginning of the year	13 13 82 303	51.99	-	-
2.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	#	#	#	#
3.	At the end of the year	11 94 20 661	47.26	-	-

Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)

Sl. No.	Shareholders' Name	Shareholding at the beginning of the year (April 1, 2018)		Date	Increase / (Decrease)	Reason	Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company				No. of shares	% of total shares of the Company
1.	Reliance Inceptum Private Limited	9 77 14 206	38.67	07/02/2019	(15 75 000)	Invoke	9 61 39 206	38.04
				29/03/2019	(20 00 000)	Invoke	9 41 39 206	37.25
2.	Reliance Infrastructure Consulting & Engineers Private Limited	2 79 75 633	11.07	07/02/2019	(87 50 000)	Invoke	1 92 25 633	7.61
				23/03/2019	3 63 358	Reversal of Invoke	1 95 88 991	7.75

Directors' Report

iv) Shareholding Pattern of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (April 1, 2018)		Increase / Decrease	Shareholding at the end of the year (March 31, 2019)	
		No. of Shares	% to total shares of the Company		No. of Shares	% to total shares of the Company
1	Life Insurance Corporation of India	1 05 12 297	4.16	-	1 05 12 297	4.16
2	National Westminster Bank Plc as Trustee of The Jupiter India Fund	67 38 130	2.67	14 74 926	82 13 056	3.25
3	Causeway Emerging Markets Fund	24 64 999	0.98	15 59 428	40 24 427	1.59
4	Reliance Capital Trustee Co. Ltd.	51 34 103	2.03	(21 72 970)	29 61 133	1.17
5	Omnis Portfolio Investments Icvc- Omnis Emerging Markets Equity Fund	11 85 848	0.47	17 58 567	29 44 415	1.17
6	Vanguard Emerging Markets Stock Index Fund, Aseries Of Vanguard International Equity Inde X Fund	21 45 684	0.85	51 783	21 97 467	0.87
7	Vanguard Total International Stock Index Fund	16 37 882	0.65	4 95 921	21 33 803	0.84
8	Government Pension Fund Global	55 211	0.02	18 98 664	19 53 875	0.77
9	Jupiter South Asia Investment Company Limited - South Asia Access Fund	14 66 726	0.58	4 03 081	1869807	0.74
10	Polunin Developing Countries Fund, Llc	17 59 590	0.70	85 228	18 44 818	0.73
11	California Public Employees' Retirement System	5 50 657	0.22	(4 60 417)	90240	0.04
12	Hdfc Trustee Company Ltd - Hdfc Equity Saving Fund	17 28 000	0.68	(17 27 920)	80	-
13	Aditya Birla Sun Life Trustee Private Limited	49 75 555	1.97	(49 75 555)	-	-
14	Mirae Asset Great Consumer Fund	17 14 000	0.68	(17 14 000)	-	-

Note: The date wise increase or decrease in shareholding of the top ten shareholders is available on the 'Investor Relations' section of the website of the Company at www.reliancecapital.co.in.

v) Shareholding of Directors and Key Managerial Personnel (KMPs)

1. Mr. Anil D. Ambani, Chairman of the Company holds nil shares and Mr. Jai Anmol Ambani, Executive Director of the Company holds 1,78,692 (0.07%) equity shares at the beginning and end of the year.
2. Mr. Amitabh Jhunjhunwala, Mr. Rajendra P. Chitale, Dr. Bidhubhusan Samal, Mr. V. N. Kaul and Ms. Chhaya Virani, Directors of the Company hold nil shares at the beginning and end of the year.
3. The KMPs of the Company i.e. Mr. Amit Bapna, CFO hold 8,180 shares and Mr. Atul Tandon, Company Secretary & Compliance Officer, holds 1,444 shares during the year.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment (₹ in crore)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i. Principal Amount	18 942	1 753		2 0 695
ii. Interest due but not paid	-	-		-
iii. Interest accrued but not due	835	72		907
Total (i+ii+iii)	19 777	1 825		21 602
Change in Indebtedness during the financial year				
Additions	390	8 069		8 459
Reduction	2 276	7 292		9 567
Net Change	(1 886)	777		(1 109)
Indebtedness at the end of the financial year				
i. Principal Amount	17 056	2 530		19 586
ii. Interest due but not paid	-	-		-
iii. Interest accrued but not due	907	61		969
Total (i+ii+iii)	17 963	2 592		20 555

Reliance Capital Limited

Directors' Report

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) Remuneration to Managing Director, Whole-time Directors and / or Manager: (₹ in lakh)

Sr. No.	Particulars of Remuneration	Mr. Anmol Ambani Executive Director
1.	Gross Salary	
a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	120.00
b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	
c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	
2.	Stock Option (Number of Options)	
3.	Sweat Equity	
4.	Commission	
5.	Others, please specify (Retiral)	2.89
	Total (A)	122.89
	Ceiling as per the Act	792.55

(B) Remuneration to other Directors: (₹ in lakh)

Sr. No.	Particulars of Remuneration	Name of Director				Total Amount
1.	Independent Directors	Mr. Rajendra P. Chitale	Dr. Bidhubhusan Samal	Mr. V. N. Kaul	Ms. Chhaya Virani	
	• Fee for attending board/ committee meetings	7.20	9.60	6.80	6.40	30.00
	• Commission	15.00	15.00	15.00	15.00	60.00
	• Others, please specify	-	-	-	-	-
	Total (1)	22.20	24.60	21.80	21.40	90.00
2.	Other Non-Executive Directors	Mr. Anil D. Ambani	Mr. Amitabh Jhunjunwala			
	• Fee for attending board/ committee meetings	2.40	8.40			10.80
	• Commission	-	-			-
	• Others, please specify	-	-			-
	Total (2)	2.40	8.40			10.80
	Total (B) = (1 + 2)					100.80
	Total Managerial Remuneration (A+B)					223.69
	Overall Ceiling as per the Act					792.55

(C) Remuneration to key managerial personnel other than MD / Manager / WTD: (₹ in lakh)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel	
		Mr. Amit Bapna Chief Financial Officer	Mr. Atul Tandon Company Secretary & Compliance Officer
1.	Gross Salary		
a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	353.87	99.92
b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	0.40	1.49
c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2.	Stock Option (Number of Options)	-	-
3.	Sweat Equity	-	-
4.	Commission	-	-
5.	Others	13.22	6.18
	Total	367.49	107.59

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences to the Company, directors officers of the Company during the year ended March 31, 2019.