

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Company

(Management & Administration) Rules, 2014]

I. Registration & other details:

1.	CIN	U66010MH2000PLC128301
2.	Registration Date	August 17, 2000
3.	Name of the Company	Reliance Commercial Finance Limited
4.	Category /Sub-category of the Company	PublicCompany/NBFC
5.	Address of the Registered office & contact details	Reliance Centre, 6th Floor, South Wing, Off Western Express Highway, Santacruz (E), Mumbai 400 055. Tel.:+9122 3303 6000 Fax: +91 22 3303 6662 Email: rcfl.secretrial@relianceada.com Website: www.reliancemoney.co.in
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	KarvyFintech Private Limited Karvy Selenium, Tower-B, Plot No 31 & 32, Survey No. 116/22, 115/24,115/25, Financial District, Nanakramguda, Hyderabad - 500 032. Tel.: +91 40 6716 1500 Fax: +91 40 6716 1791 Email: rcfl@karvy.com Website: www.karvy.com

II. Principal business activities of the Company (All the business activities contributing 10% 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:

Sl. No.	Name & Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable section
1	Reliance Capital Limited	L65910MH1986PLC165645	Holding	100	2(46)
2.	Gulfoss Enterprises Private Limited	U29100MH2019PTC320092	Subsidiary	100	2(87)

IV. (A) Shareholding Pattern (Equity Share Capital Break-up as percentage of Total Equity)

Reliance Commercial Finance Limited

Directors' Report

i) Category-wise Share Holding:

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	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	13,53,25,694	6	13,53,25,700	100	13,53,25,694	6	13,53,25,700	100	Nil
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	13,53,25,694	6	13,53,25,700	100	13,53,25,694	6	13,53,25,700	100	Nil
(2) Foreign									
a) NRIs-Individuals	-	-	-	-	-	-	-	-	-
b) Other-Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	13,53,25,694	6	13,53,25,700	100	13,53,25,694	6	13,53,25,700	100	Nil
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corporate	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-

Reliance Commercial Finance Limited

Directors' Report

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	
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	-	-	-	-	-
iii) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	13,53,25,694	6	13,53,25,700	100	13,53,25,694	6	13,53,25,700	100	Nil

• Out of the above equity shares 6 equity shares (previous year 6 equity shares) are jointly held by Reliance Capital Limited and its Nominees.

ii) Shareholding of Promoter-

Sl. No.	Shareholder's 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 Capital Limited	13,53,25,700	100.00	Nil	13,53,25,700	100.00	Nil	Nil
	Total	13,53,25,700	100.00	Nil	13,53,25,700	100.00	Nil	Nil

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

Sr. No	Particulars	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	13,53,25,700	100.00	13,53,25,700	100.00
2	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.)	No Change			
3	At the end of the year	13,53,25,700	100.00	13,53,25,700	100.00

Reliance Commercial Finance Limited

Directors' Report

iv) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Particulars	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
At the beginning of the year				
No Change during the year				

v) Shareholding of Directors and Key Managerial Personnel:

Directors and Key Managerial Personnel of the Company hold nil shares at the beginning and end of the year.

V. Indebtedness - Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Rs. In Crores)

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	11542.49	559.06	0.00	12101.55
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	57.76	3.62	0.00	61.38
Total (i+ii+iii)	11600.25	562.67	0.00	12162.93
Change in Indebtedness during the financial year				
Addition	1933.53	1038.18	0.00	2971.71
Reduction	4241.71	338.63	0.00	338.63
Net Change	(2308.18)	699.55	0.00	(1608.63)
Indebtedness at the end of the financial year				
i) Principal Amount	9144.83	1256.18	0.00	10401.01
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	147.24	6.04	0.00	153.28
Total (i+ii+iii)	9292.07	1262.22	0.00	10554.29

Directors' Report

VI. Remuneration of Directors and Key Managerial Personnel

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Key Managerial Personnel	
		Devang Mody (Executive Director & CEO)*	Dhananjay Tiwari (Executive Director)**
1	Gross Salary	286.36	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(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	-	-
3	Sweat Equity	-	-
4	Commission	-	-
5	Others, please specify	-	-
	Total	286.36	
	Ceiling as per the Act		167.80

* Ceased w.e.f December 31, 2018.

** Appointed w.e.f March 1, 2019.

B. Remuneration to other Directors:

(Amt in Lakh)

Sl. No.	Particulars of Remuneration	Name of Directors		Total
1	Independent Directors	Mr. Arvind Mayaram*	Ms. Deena Mehta	
	Fees for attending Board / Committee Meetings	6.40	8.00	14.40
	Commission			
	Others, please specify			
	Total	6.40	8.00	14.40
2	Other Non-Executive Directors	Mr. Lav Chaturvedi**	Mr. Ravindra Rao***	
	Fees for attending Board / Committee Meetings	-	-	
	Commission	-	-	
	Others, please specify	-	-	
	Total	-	-	14.40
	Overall Ceiling as per the Act			167.80

* Ceased w.e.f. February 28, 2019

** Ceased w.e.f. March 11, 2019

*** Appointed w.e.f March, 1 2019

Reliance Commercial Finance Limited

Directors' Report

C. Remuneration to Key Managerial Personnel other than MD /Manager /WTD.

(Amount in Lakh)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Devang Mody Executive Director & CEO (Upto December 31, 2018)	Sandeep Khosla Chief Financial officer (W.e.f. September 8, 2018)	Ekta Thakurel Company Secretary
1	Gross salary	286.36	38.01	17.57
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-		
	(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	-		-
3	Sweat Equity	-		-
4	Commission	-		-
5	Others, please specify	-		-
	Total	286.36	38.01	17.57

VII. Penalties / Punishment/ Compounding of offences:

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