

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 Companies
(Management and Administration) Rules, 2014]

I.	REGISTRATION AND OTHER DETAILS:	
i)	CIN	U01100MH1999PLC120563
ii)	Registration Date	29-06-1999
iii)	Name of the Company	Reliance Retail Limited
iv)	Category / Sub-Category of the Company	Public Company having share capital
v)	Address of the Registered office and contact details	3 rd Floor, Court House, Lokmanya Tilak Marg, Dhobi Talao, Mumbai - 400002 Tel: +91 22 35553800
vi)	Whether listed company	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Fintech Private Limited Karvy Selenium Tower B Plot 31-32, Gachibowli, Financial District Nanakramguda, Hyderabad – 500 032 Tel: +91 40 67161700 Fax: +91 40 23114087
II.	PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY	
	All the business activities contributing 10% or more of the total turnover of the Company	As per Attachment A
III.	PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES	As per Attachment B
IV.	SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)	
i)	Category-wise Shareholding	As per Attachment C
ii)	Shareholding of Promoters	As per Attachment D
iii)	Change in Promoters Shareholding	As per Attachment E
iv)	Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and holders of GDRs and ADRs)	As per Attachment F
v)	Shareholding of Directors and Key Managerial Personnel	As per Attachment G
V.	INDEBTEDNESS	
	Indebtedness of the Company including interest outstanding/accrued but not due for payment	As per Attachment H
VI.	REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL	
A.	Remuneration to Managing Director (MD), Whole-time Directors (WTD) and/or Manager	As per Attachment I
B.	Remuneration to other Directors	As per Attachment J
C.	Remuneration to Key Managerial Personnel other than MD/Manager/WTD	As per Attachment K
VII.	PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES	As per Attachment L

Attachment A

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: -

Sr. No.	Name and Description of main products/ services	NIC Code of the product/service*	% to total turnover of the company#
1	Retail sale of food products, apparel, consumer durables and other products	477 -Retail sale of other goods in specialized stores	92.22%

* As per National Industrial Classification – Ministry of Statistics and Programme Implementation

On the basis of Gross Turnover

Attachment B

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name of Company	Address of Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares held	Applicable section
1	Reliance Industries Limited	3 rd Floor, Maker Chamber IV, 222 Nariman Point, Mumbai-400021	L17110MH1973PLC019786	Ultimate Holding	94.40*	2(46)
2	Reliance Retail Ventures Limited	4 th Floor, Court House, Lokmanya Tilak Marg, Dhobi Talao, Mumbai- 400002	U51909MH2006PLC166166	Immediate Holding	99.95	2(46)
3	Reliance Clothing India Private Limited	3 rd Floor, Court House, Lokmanya Tilak Marg, Dhobi Talao, Mumbai- 400002	U17120MH2008PTC180384	Subsidiary	100.00	2(87)
4.	Reliance - GrandOptical Private Limited	5 th Floor, Court House, Lokmanya Tilak Marg, Dhobi Talao, Mumbai- 400002	U51900MH2007PTC175638	Subsidiary	100.00	2(87)
5.	Reliance Petro Marketing Limited	5 th Floor, Court House, Lokmanya Tilak Marg, Dhobi Talao, Mumbai- 400002	U74210MH1999PLC120377	Subsidiary	100.00	2(87)
6.	Reliance-Vision Express Private Limited	10 th Floor, Tulsiani Chambers, 212, Nariman Point, Mumbai - 400021	U51900MH2007PTC175637	Associate (Joint Venture)	50.00	2(6)
7.	Reliance-GrandVision India Supply Private Limited	10 th Floor, Tulsiani Chambers, 212, Nariman Point, Mumbai - 400021	U51109MH2007PTC176276	Associate (Joint Venture)	50.00	2(6)
8.	Marks and Spencer Reliance India Private Limited	4 th Floor, Court House, Lokmanya Tilak Marg, Dhobi Talao, Mumbai - 400002	U51900MH2007PTC175711	Associate (Joint Venture)	49.00	2(6)

*held through its subsidiary

	Category of Shareholders	No. of S hares held at the beginning of the year (As on 01-04-2018)				No. of Shares held at the end of the year (As on 31-03-2019)				% of change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
2	Non-institutions									
a)	Bodies Corp.									
i)	Indian	-	-	-	-	-	-	-	-	-
ii)	Overseas	-	-	-	-	-	-	-	-	-
b)	Individuals									
I)	Individual shareholders holding nominal share capital up to ₹ 1 lakh	-	1 17 740	1 17 740	0.00	-	1 17 740	1 17 740	0.00	-
II)	Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	-	23 97 850	23 97 850	0.05	-	23 97 850	23 97 850	0.05	-
c)	Others (specify)	-	-	-	-	-	-	-	-	-
	Sub - Total (B) (2)	-	25 15 590	25 15 590	0.05	-	25 15 590	25 15 590	0.05	-
	Total Public Shareholding (B) = (B) (1) + (B)(2)	-	25 15 590	25 15 590	0.05	-	25 15 590	25 15 590	0.05	-
C	Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
	Grand Total (A+B+C)	498 24 00 000	71 41 650	498 95 41 650	100.00	498 24 00 000	71 41 650	498 95 41 650	100.00	0.00

Attachment D

IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

ii) Shareholding of Promoters

Sr. No.	Shareholders Name	Shareholding at the beginning of the year (As on 01-04-2018)			Shareholding at the end of the year (As on 31-03-2019)			
		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	% change in shareholding during the year
1	Reliance Industries Limited	-	-	-	-	-	-	-
2	Reliance Retail Ventures Limited	498 70 26 060	99.95	-	498 70 26 060	99.95	-	-
	Total	498 70 26 060	99.95	-	498 70 26 060	99.95	-	-

Attachment E

IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

iii) Change in promoters shareholding (please specify, if there is no change)

Sr. No.		Shareholding at the beginning of the year (As on 01-4-2018)		Cumulative Shareholding during the year (01-04-2018 to 31-03-2019)	
		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	498 70 26 060	99.95	498 70 26 060	99.95
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	498 70 26 060	99.95	498 70 26 060	99.95

Attachment F

IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)	
		No. of Shares at the beginning (01-04-18)/ end of the year (31-03-19)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Harish Shah	5 10 000	0.01	-	-	-	5 10 000	0.01
2	K. R. Raja	5 05 600	0.01	-	-	-	5 05 600	0.01
3	Bijaya Kumar Sahoo	3 60 000	0.01	-	-	-	3 60 000	0.01
4	Gunender Kapur	3 60 000	0.01	-	-	-	3 60 000	0.01
5	Murlidhara Kadaba	1 20 000	0.00	-	-	-	1 20 000	0.00
6	Padman Kumar Dash	42 000	0.00	-	-	-	42 000	0.00
7	S. Sukumaran	42 000	0.00	-	-	-	42 000	0.00
8	Asit Mohapatra	30 000	0.00	-	-	-	30 000	0.00
9	Dipak Marwah	30 000	0.00	-	-	-	30 000	0.00
10	Praveen Pankajakshan	30 000	0.00	-	-	-	30 000	0.00
11	T.V. Thyagarajon	30 000	0.00	-	-	-	30 000	0.00
12	Vinesh Singh	30 000	0.00	-	-	-	30 000	0.00
13	V.G. Rajagopalan	30 000	0.00	-	-	-	30 000	0.00
14	Raminder Chowdhary	30 000	0.00	-	-	-	30 000	0.00

Attachment G

IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

v) Shareholding of Directors and Key Managerial Personnel

Sr. No	Name	Shareholding		Date	Increase/Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)	
		No. of Shares at the beginning (01-04-2018)	% of total shares of the Company				No. of Shares	% of total shares of the Company
A	DIRECTORS	-	0.00	-	-	-	-	0.00
B	Key Managerial Personnel(KMPs)*							
	K Sridhar (Company Secretary)	100	0.00	-	-	-	100	0.00
	Total	100					100	

Attachment H

V) Indebtedness :

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

(₹ in Crore)

	Secured Loans excluding deposits	Unsecured Loans	Debentures	Deposits*	Total Indebtedness
Indebtedness at the beginning of the financial year					
i) Principal Amount	419.11	3028.90	330.00	31.05	3809.06
ii) Interest due but not paid	-	-	-	-	-
iii) Interest accrued but not due	0.02	-	-	-	0.02
Total (i+ii+iii)	419.13	3028.90	330.00	31.05	3809.08
Change in Indebtedness during the financial year					
Addition	244.99	43652.55	-	65.34	43962.88
Reduction	177.69	34364.81	-	47.15	34589.66
Net Change	67.30	9287.74	-	18.19	9373.22
Indebtedness at the end of the financial year					
i) Principal Amount	483.91	12316.64	330.00	49.24	13179.79
ii) Interest due but not paid	2.52	-	-	-	2.52
iii) Interest accrued but not due	-	-	-	-	-
Total (i+ii+iii)	486.43	12316.64	330.00	49.24	13182.31

* Advances received from customers under the Jewellery Purchase Schemes of the Company are treated as Deposits under the Act.

Attachment I

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in Crore)

Sr. No.	Particulars of Remuneration	V Subramaniam (WTD)	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3.03	3.03
	(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	-	-
	- as % of profit		
	- others, specify	-	-
5	Others (Retiral Benefits)	0.11	0.11
	Total (A)	3.14	3.14
	Ceiling as per the Act	₹ 242.31 Crore (being 5% of the net profits of the Company calculated as per Section 198 of the Act)	

Attachment J

B. Remuneration to other directors:

(₹ in Crore)

Sr. No.	Particulars of Remuneration	Ranjit Pandit	Pankaj Pawar	Dipak C. Jain	K Sudarshan	Geeta Fulwadaya	Sanjay Jog	Total Amount
1.	Independent Directors							
	• Fee for attending board / committee meetings	-	-	0.012	0.06	-	-	0.072
	• Commission	-	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-	-
	Total (1)	-	-	0.012	0.06	-	-	0.072
2.	Other Non-Executive Directors							
	• Fee for attending board / committee meetings	-	-	-	-	0.004	0.008	0.012
	• Commission	-	-	-	-	-	-	-
	• Others, please specify	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	0.004	0.008	0.012
	Total B = (1)+(2)	-	-	0.012	0.06	0.004	0.008	0.084
	TOTAL MANAGERIAL REMUNERATION (Total A + B)							3.224
	Overall Ceiling as per the Act	₹ 533.09 crore (being 11% of the net profit of the Company calculated as per Section 198 of the Act) ₹ 1,00,000/- per director for attending each meeting of the Board or Committee as per Section 197(5) of the Act.						

Attachment K

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD :

(₹ in Crore)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		CFO (Ashwin Khasgiwala)	Company Secretary (Sridhar Kothandaraman)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	0.09	0.09
	(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	-	-	-
	- as % of profit	-	-	-
	- others	-	-	-
5	Others - Payment on secondment	0.90	-	0.90
	Others - (Retiral Benefits)	-	0.03	0.03
	Total	0.90	0.12	1.02

Attachment L

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / punishment / compounding fees imposed	Authority (RD/NCLT/ COURT)	Appeal made, if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

Pankaj Pawar
(Chairman)

Date: April 16, 2019
Place: Mumbai