

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

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	<input type="text" value="L60300MH1988PLC049019"/>	<input type="button" value="Pre-fill"/>						
Global Location Number (GLN) of the company	<input type="text"/>							
* Permanent Account Number (PAN) of the company	<input type="text" value="AAACR7637P"/>							
(ii) (a) Name of the company	<input type="text" value="RELIANCE INDUSTRIAL INFRAS"/>							
(b) Registered office address	<input type="text" value="NKM INTERNATIONAL HOUSE, 5TH FLOOR, 178 BACKBAY
-RECLAMATION, BEHIND LIC YOGAKSHEMA BUILDING,
BABUBHAI CHINAI ROAD, MUMBAI
Maharashtra
400020"/>							
(c) *e-mail ID of the company	<input type="text" value="shailesh.dholakia@riil.in"/>							
(d) *Telephone number with STD code	<input type="text" value="02244779053"/>							
(e) Website	<input type="text" value="www.riil.in"/>							
(iii) Date of Incorporation	<input type="text" value="29/09/1988"/>							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Public Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table>	Type of the Company	Category of the Company	Sub-category of the Company	Public Company	Company limited by shares	Indian Non-Government company	
Type of the Company	Category of the Company	Sub-category of the Company						
Public Company	Company limited by shares	Indian Non-Government company						
(v) Whether company is having share capital	<input checked="" type="radio"/> Yes	<input type="radio"/> No						
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes	<input type="radio"/> 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 Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KARVY FINTECH PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Karvy Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

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

(a) If yes, date of AGM 28/08/2019

(b) Due date of AGM 30/09/2019

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 4

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	H	Transport and storage	H2	Land transport via Railways & Pipelines	37
2	N	Support service to Organizations	N1	Rental and leasing of motor vehicles, machinery, equipment, capital goods, etc.	23
3	J	Information and communication	J8	Other information & communication service activities	22
4	N	Support service to Organizations	N6	Office administrative and other business activities including call centers, organising	18

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

*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Reliance Europe Limited		Associate	50

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	200,000,000	15,100,000	15,100,000	15,100,000
Total amount of equity shares (in Rupees)	2,000,000,000	151,000,000	151,000,000	151,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	200,000,000	15,100,000	15,100,000	15,100,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,000,000,000	151,000,000	151,000,000	151,000,000

(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				
At the beginning of the year	15,100,000	151,000,000	151,000,000	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	15,100,000	151,000,000	151,000,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0

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

(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		
Date of registration of transfer (Date Month Year)		
Type of transfer	<input type="text"/>	1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.) <input type="text"/>

Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	

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		<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	

(iv) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			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**

990,937,899

(ii) Net worth of the Company

2,948,141,321

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	0	0	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)	6,860,064	45.43	0	
10.	Others	0	0	0	
	Total	6,860,064	45.43	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	6,688,409	44.29	0	
	(ii) Non-resident Indian (NRI)	137,815	0.91	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	0	0	0	
4.	Banks	109,283	0.72	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	300	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,061,539	7.03	0	
10.	Others As per Annexure III	242,590	1.61	0	
	Total	8,239,936	54.56	0	0

Total number of shareholders (other than promoters)

75,391

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

75,392

**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)	77,535	75,391
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	1	5	1	5	0.01	0
(i) Non-Independent	1	2	1	2	0.01	0
(ii) Independent	0	3	0	3	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	1	5	1	5	0.01	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)
MAHESH KALIDAS KAI	00013915	Director	463	
CHANDRA RAJ MEHTA	00002011	Director	0	
SANDEEP JUNNARKA	00003534	Director	0	
DILIPKUMAR VITHALD	00011789	Whole-time director	900	
SUBHASHCHANDRA A	00013967	Director	0	
BHAMA KRISHNAMUR	02196839	Director	0	
SHAILESH NAGINDAS	AABPD7351E	Company Secretary	0	
SALIL KUMAR MISHRA	AFQPM4031C	CFO	0	12/07/2019

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

1

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)
SUBHASHCHANDRA A	00013967	Director	31/03/2019	Cessation

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	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	11/07/2018	76,958	79	45.5

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	12/04/2018	6	5	83.33
2	11/07/2018	6	6	100
3	15/10/2018	6	6	100
4	11/01/2019	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

13

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	Audit Committee	12/04/2018	4	3	75
2	Audit Committee	11/07/2018	4	4	100
3	Audit Committee	15/10/2018	4	4	100
4	Audit Committee	11/01/2019	4	4	100
5	Nomination and Remuneration	12/04/2018	4	4	100
6	Nomination and Remuneration	11/07/2018	4	4	100
7	Nomination and Remuneration	29/03/2019	4	4	100
8	Stakeholders Forum	12/04/2018	4	3	75

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
9	Stakeholders F	11/07/2018	4	4	100
10	Stakeholders F	15/10/2018	4	4	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	28/08/2019
								(Y/N/NA)
1	MAHESH KAL	4	4	100	9	9	100	Yes
2	CHANDRA RA	4	4	100	13	13	100	Yes
3	SANDEEP JU	4	4	100	13	13	100	Yes
4	DILIPKUMAR	4	4	100	0	0	0	Yes
5	SUBHASHCH	4	3	75	10	7	70	Not Applicable
6	BHAMA KRISI	4	4	100	7	7	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	DILIPKUMAR VITH	WHOLE-TIME D	10,261,056	0		362,111	10,623,167
	Total		10,261,056	0		362,111	10,623,167

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	SHAILESH NAGIND	COMPANY SEC	7,800,169	0		303,885	8,104,054
2	SALIL KUMAR MIS	CFO	6,099,248	0		240,917	6,340,165
	Total		13,899,417	0		544,802	14,444,219

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	MAHESH KALIDAS	DIRECTOR	0	0	0	975,000	975,000
2	CHANDRA RAJ ME	DIRECTOR	0	0	0	1,350,000	1,350,000
3	SANDEEP JUNNAF	DIRECTOR	0	0	0	1,350,000	1,350,000
4	SUBHASHCHANDF	DIRECTOR	0	0	0	750,000	750,000
5	BHAMA KRISHNAM	DIRECTOR	0	0	0	900,000	900,000
	Total		0	0	0	5,325,000	5,325,000

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

SHASHIKALA RAO

Whether associate or fellow

Associate Fellow

Certificate of practice number

9482

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. ... 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 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

DILIPKUMAR
VITHALDAS
DHERAI

DIN of the director

00011789

To be digitally signed by

Shailesh
Nagindas
Dholakia

Company Secretary

Company secretary in practice

Membership number

14316

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

Annexures.pdf MGT 8.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

I. REGISTRATION AND OTHER DETAILS

(vi) (a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	A 1
2	National Stock Exchange of India Limited	A 1024



V. *Turnover and net worth of the company:

Calculation of Net-worth as on March 31, 2019:

	in Rs.
Equity Share Capital	15,10,00,000
Other Equity	
Capital Reserve	29,52,96,000
Securities Premium Reserve	9,60,00,000
General Reserve	196,00,00,000
Retained Earnings	44,58,45,321
Total	294,81,41,321

Notes:

In calculation of Networth, Other Comprehensive Income is not included, as it is not mentioned in the definition of Networth as provided under section 2(57) of the Companies Act, 2013

Turnover for the financial year 2018-19:

	in Rs.
Income from Services (Gross inclusive of GST)	99,09,37,899



VI (b) SHARE HOLDING PATTERN – Public / Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
10	Others				
i.	Clearing Member	71 191	0.47	0	0
ii.	Investor Education and Protection Fund (IEPF) Authority	1 63 319	1.08	0	0
iii.	Trusts	1 060	0.01	0	0
iv.	Foreign Portfolio Investors – Corporate	7 020	0.05	0	0
	Total	2 42 590	1.61	0	0

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

The total number of shareholders (other than promoter) as on 31.03.2019 as per Register of Members is 76939.

The total number of shareholders (other than promoter) as on 31.03.2018 after PAN wise consolidation is 75391.

The total number of shareholders (including promoter) as on 31.03.2019 as per Register of Members is 76940.

The total number of shareholders (including promoter) as on 31.03.2019 after PAN wise consolidation is 75392.



VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

(Details, Promoters, Members (other than promoters), Debenture holders)

The total number of members (other than promoters) as on 31.03.2019 as per Register of Members is 76939.

The total number of members (other than promoters) as on 31.03.2019 after PAN wise consolidation is 75391.



Annexure V

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

C. COMMITTEE MEETINGS

Number of meetings held

13

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	Audit Committee	12/04/2018	4	3	75
2	Audit Committee	11/07/2018	4	4	100
3	Audit Committee	15/10/2018	4	4	100
4	Audit Committee	11/01/2019	4	4	100
5	Nomination and Remuneration Committee	12/04/2018	4	4	100
6	Nomination and Remuneration Committee	11/07/2018	4	4	100
7	Nomination and Remuneration Committee	29/03/2019	4	4	100
8	Stakeholders Relationship Committee	12/04/2018	4	3	75
9	Stakeholders Relationship Committee	11/07/2018	4	4	100
10	Stakeholders Relationship Committee	15/10/2018	4	4	100
11	Stakeholders Relationship Committee	11/01/2019	4	4	100
12	Corporate Social Responsibility Committee	12/04/2018	4	3	75
13	Corporate Social Responsibility Committee	11/07/2018	4	4	100



X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

An amount of ₹ 8,104,054/-, paid towards remuneration to Shri. Shailesh Nagindas Dholakia, Company Secretary, is on secondment exclusive of GST.



Shashikala Rao & Co.

Company Secretaries

4112, "C" Wing, Oberoi Garden Estate, Chandivali Farm Road, Off. : Saki Vihar Road, Andheri (East), Mumbai - 400 072 (INDIA)

Tel.: (022) 42951866 Email : skraoco@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 **Reliance Industrial Infrastructure Limited ("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 **March 31, 2019 ("Financial Year")**. 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 and Rules made thereunder in respect of:
 1. its status under the Act;
 2. maintenance of registers/records and 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/~~beyond~~ the prescribed time;
 4. calling/ convening/ holding meetings of Board of Directors or its committees, and the meeting of the members of the Company on due date as stated in the annual return, in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and ~~resolutions passed by postal ballot, if any,~~ have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. closure of Register of Members / ~~Security holders, as the case may be;~~
 6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act - **There were no transactions under section 185 of the Act during the Financial Year;**
 7. contracts/arrangements with related parties as specified in section 188 of the Act;



Shashikala Rao & Co.
Company Secretaries

8. ~~issue or allotment or transfer or transmission or buyback of 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;~~
9. keeping in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act - **No such requirement occurred during the year;**
10. 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 Companies Act, 2013;
11. signing of audited financial statement 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-appointments/ retirement/ ~~filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;~~
13. appointment/ reappointment/ ~~filling up casual vacancies of auditors as per the provisions of section 139 of the Act;~~
14. 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- **No approvals were required to be taken during the Financial Year;**
15. acceptance/ renewal/ repayment of deposits- **No deposits were accepted/renewed/repaid during the Financial Year;**
16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/satisfaction of charges in that respect, wherever applicable -**There were no transactions during the Financial Year;**
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act - **There were no transactions during the Financial Year;**
18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company – **There were no alterations during the Financial Year.**

Place: Mumbai

Date: October 9, 2019



For Shashikala Rao & Co.
Company Secretaries

Shashikala Rao

Practising Company Secretary

FCS 3866 CP No 9482

UDIN: F003866A000038065