

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)

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
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (iv)

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 Yes No
- (vi) *Whether shares listed on recognized Stock Exchange(s) Yes No

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Trade	G2	Retail Trading	94.43

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	RELIANCE INDUSTRIES LIMITED	L17110MH1973PLC019786	Holding	0
2	RELIANCE RETAIL VENTURES LI	U51909MH2006PLC166166	Holding	99.94
3	RELIANCE CLOTHING INDIA PR	U17120MH2008PTC180384	Subsidiary	100
4	RELIANCE-GRANDOPTICAL PRI	U51900MH2007PTC175638	Subsidiary	100
5	RELIANCE PETRO MARKETING I	U74210MH1999PLC120377	Subsidiary	100
6	RELIANCE-VISION EXPRESS PRI	U51900MH2007PTC175637	Joint Venture	50
7	RELIANCE-GRANDVISION INDI	U51109MH2007PTC176276	Joint Venture	50

8	MARKS AND SPENCER RELIANCE	U51900MH2007PTC175711	Joint Venture	49
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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	13,500,000,000	4,990,422,513	4,990,422,513	4,990,422,513
Total amount of equity shares (in Rupees)	135,000,000,000	49,904,225,130	49,904,225,130	49,904,225,130

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	13,500,000,000	4,990,422,513	4,990,422,513	4,990,422,513
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	135,000,000,000	49,904,225,130	49,904,225,130	49,904,225,130

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,500,000,000	800,000,000	800,000,000	800,000,000
Total amount of preference shares (in rupees)	15,000,000,000	8,000,000,000	8,000,000,000	8,000,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
8.5% Non-cumulative Optionally Convertible Preference Shares				
Number of preference shares	1,500,000,000	800,000,000	800,000,000	800,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	15,000,000,000	8,000,000,000	8,000,000,000	8,000,000,000

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	1,375,040	4,989,029,449	4990404513	49,904,045	49,904,045	
Increase during the year	0	18,000	18000	13,162,000	13,162,000	0
i. Public 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	18,000	18000	180,000	180,000	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				12,982,000	12,982,000	0
Dematerialisation of shares (Net)						
Decrease during the year	0	0	0	12,982,000	12,982,000	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				12,982,000	12,982,000	
Dematerialisation of shares (Net)						
At the end of the year	1,375,040	4,989,047,449	4990422513	49,904,225	49,904,225	
Preference shares						
At the beginning of the year	10,394	799,989,606	800000000	8,000,000	2,000,000	
Increase during the year	0	0	0	48,120	6,000,000	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				48,120	6,000,000,0	
Dematerialisation of shares (Net) and Call Money to						
Decrease during the year	0	0	0	48,120	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				48,120	0	
Dematerialisation of shares (Net) and Call Money to						
At the end of the year	10,394	799,989,606	800000000	8,000,000,0	8,000,000,0	

ISIN of the equity shares of the company

INE742O01010

(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

30/09/2020

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.)	<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.)	<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

(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	3,300	1000000	3,300,000,000
Total			3,300,000,000

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	3,300,000,000	0	0	3,300,000,000

(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**

1,499,248,872,644

(ii) Net worth of the Company

249,461,964,739

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)	4,987,026,060	99.93	799,989,606	100
10.	Others	0	0	0	0
	Total	4,987,026,060	99.93	799,989,606	100

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	3,359,017	0.07	10,394	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)	37,436	0	0	0
10.	Others	0	0	0	0
	Total	3,396,453	0.07	10,394	0

Total number of shareholders (other than promoters)

4,185

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

4,186

**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)	1,591	4,185
Debenture holders	1	1

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	6	1	6	0	0
(i) Non-Independent	1	3	1	3	0	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	6	1	6	0	0

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

(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)
Venkatachalam Subram	00009621	Whole-time director	0	
Sanjay Jog	01727602	Director	0	
Pankaj Mohan Pawar	00085077	Director	0	
Dipak Chand Jain	00228513	Director	0	
Ranjit Vasant Pandit	00782296	Director	0	
Krishnan Sudarshan	01029826	Director	0	
Geeta Kalyandas Fulwa	03341926	Director	0	
Dinesh Thapar	ABPPT6011L	CFO	0	
Sridhar Kothandaraman	AKMPK3675M	Company Secretary	100	

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

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)

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

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	30/09/2020	3,129	99	99.94

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	18/04/2020	7	7	100
2	28/04/2020	7	7	100
3	28/07/2020	7	7	100
4	30/10/2020	7	7	100
5	21/01/2021	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

8

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	28/04/2020	3	3	100
2	Audit Committee	28/07/2020	3	3	100
3	Audit Committee	29/10/2020	3	3	100
4	Audit Committee	21/01/2021	3	3	100
5	Nomination and Remuneration	28/04/2020	4	4	100
6	Corporate Social Responsibility	28/04/2020	4	4	100
7	Corporate Social Responsibility	15/01/2021	4	4	100
8	Stakeholders Forum	28/04/2020	3	3	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	28/09/2021
								(Y/N/NA)
1	Venkatachalam	5	5	100	0	0	0	Yes
2	Sanjay Jog	5	5	100	4	4	100	Yes
3	Pankaj Mohan	5	5	100	8	8	100	Yes
4	Dipak Chand	5	5	100	0	0	0	Yes
5	Ranjit Vasant	5	5	100	7	7	100	Yes
6	Krishnan Suda	5	5	100	8	8	100	No
7	Geeta Kalyand	5	5	100	0	0	0	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	Venkatachalam Sub	Whole Time Dire	54,686,280	0	0	1,335,503	56,021,783
	Total		54,686,280	0	0	1,335,503	56,021,783

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	Dinesh Thapar	CFO	24,773,692	0	0	970,105	25,743,797
2	Sridhar Kothandara	Company Secre	2,695,739	0	0	186,596	2,882,335
	Total		27,469,431	0	0	1,156,701	28,626,132

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sanjay Jog	Director	0	0	0	65,000	65,000
2	Geeta Kalyandas Fu	Director	0	0	0	90,000	90,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Krishnan Sudarshan	Independent Dir	0	0	0	560,000	560,000
4	Dipak Chand Jain	Independent Dir	0	0	0	240,000	240,000
	Total		0	0	0	955,000	955,000

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

DIN of the director

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number

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

-
-
-
-

List of attachments

- RRL LOD.pdf
- RRL MGT 8 FY 2020-21.pdf
- RRL Optional Attachment.pdf**

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

Shashikala Rao & Co.

Company Secretaries

4112, "C" Wing, Oberoi Garden Estate, Chandivali Farm Road, Off. : Saki Vihar Road, Andheri (East), Mumbai -400072

Tel.: (022) 4295 1866 Email: skraoco@gmail.com

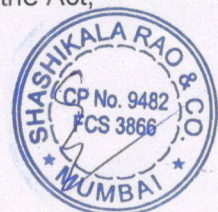
Form No. MGT- 8

[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 Retail 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, 2021** ("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 or such time as permitted under Companies Fresh Start Scheme, 2020 (CFSS-2020) vide Ministry of Corporate Affairs General Circular Number 12/2020 dated 30/03/2020;
 4. calling / convening / holding meetings of Board of Directors or its committees and the meeting of the members of the Company on due dates 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(s) / registers maintained for the purpose and the same have been signed;
 5. closure of Register of Members / Security holders, as the case may be – **There were no such transactions during the Financial Year;**
 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 of securities / purchase and cancellation of debentures / 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 Financial 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 Act - **There were no such transactions during the Financial Year;**
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 - **There were no such transactions during the Financial Year;**
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;
16. borrowings from the holding company, its directors, members, public financial institutions, banks and others and creation / ~~modification /~~ satisfaction of charges in that respect, wherever applicable;
17. loans and investments ~~or guarantees given or providing of securities to/in other bodies corporate or persons~~ falling under the provisions of section 186 of the Act;
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company -**There were no such alterations during the Financial Year.**

For Shashikala Rao & Co.

Company Secretaries

ICSI Unique Code: P2010MH067400

PR 845/2020



Shashikala Rao

Partner

FCS 3866 CP No 9482

UDIN: F003866C001245139

Place: Mumbai

Date: October 22, 2021



List of Zero Coupon Unsecured Compulsorily Convertible Debentureholder

Sr. No.	DP ID / Client ID	Debenture Holder's Name	Number of Debentures held (of Face Value of Rs. 10,00,000/- each)	Address
1	IN302927-10104961	Reliance Retail Ventures Limited	3,300	4 th Floor, Court House, Lokmanya Tilak Marg, Dhobi Talao, Mumbai, Maharashtra - 400002

For **Reliance Retail Limited**

A handwritten signature in blue ink, appearing to read 'K Sridhar', is positioned above the printed name and title.

K Sridhar
(Company Secretary)

Reliance Retail Limited

CIN: U01100MH1999PLC120563 Phone: +91 22 35553800

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www.relianceretail.com



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

Sr. No	Name of the Company	CIN/ FCRN	Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held
1	Reliance Industries Limited	L17110MH1973PLC019786	Ultimate Holding	99.94*
2	Reliance Retail Ventures Limited	U51909MH2006PLC166166	Holding	99.94
3	Reliance Clothing India Private Limited	U17120MH2008PTC180384	Subsidiary	100
4	Reliance-GrandOptical Private Limited	U51900MH2007PTC175638	Subsidiary	100
5	Reliance Petro Marketing Limited	U74210MH1999PLC120377	Subsidiary	100
6	Reliance-Vision Express Private Limited	U51900MH2007PTC175637	Joint Venture	50
7	Reliance-GrandVision India Supply Private Limited	U51109MH2007PTC176276	Joint Venture	50
8	Marks and Spencer Reliance India Private Limited	U51900MH2007PTC175711	Joint Venture	49

* Representing aggregate % of shares held by the said company at its own and / or together with its subsidiary(ies)

For **Reliance Retail Limited**

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

(i) Share Capital

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity Shares						
At the beginning of the year	13,75,040	498,90,29,473	499,04,04,513	4990,40,45,130	4990,40,45,130	-
Increase during the year	0	13,16,200#	13,16,200#	1,31,62,000	1,31,62,000	0
i. Public issue	0	0	0	0	0	0
ii. Right 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	18,000	18,000	1,80,000	1,80,000	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						
Dematerialisation of shares (Net)*	0	12,98,200#	12,98,200#	1,29,82,000	1,29,82,000	0

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Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity Shares						
Decrease during the year	12,98,200#	0	12,98,200#	1,29,82,000	1,29,82,000	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						
Dematerialisation of shares (Net)*	12,98,200#	0	1298200#	1,29,82,000	1,29,82,000	0
At the end of the year	76,840	499,03,45,673	499,04,22,513	4990,42,25,130	4990,42,25,130	
Preference Shares						
At the beginning of the year	10,394	799,989,606	800,000,000	800,000,000	200,00,00,000	800,00,00,000
Increase during the year	0	4,812#	4,812#	48,120	600,00,00,000	2400,00,00,000
i. Issue of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Dematerialisation of shares (Net)*	0	4,812#	4,812#	48,120	12,030	
Call Money towards Optionally Convertible Preference Shares***	0	0	0	0	600,00,00,000	2400,00,00,000

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Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Preference Shares						
Decrease during the year	4,812#	0	4,812#	48,120	12,030	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						
Dematerialisation of shares (Net)*	4,812#	0	4,812#	48,120	12,030	
At the end of the year	5,582	799,994,418	800,000,000	800,000,000	800,000,000	3200,00,00,000

* Does not relate to any increase / decrease in the share capital during the year.

**18,000 equity shares were allotted by the Company on March 31, 2021 and were dematerialised with NSDL on April 19, 2021.

***8.5% Non-Cumulative Optionally Convertible Preference Shares of ₹ 10 each, fully paid up (Previous year ₹ 2.5 paid up).

#After Prescrutiny, figures are disappearing in Form.

For Reliance Retail Limited

K Sridhar
(Company Secretary)

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- (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)***

Transfers in respect of Equity Shares held in Physical Form - NIL

In respect of equity shares in demat mode, transfers are not recorded by the Company.

For **Reliance Retail Limited**

A handwritten signature in blue ink, appearing to read 'K Sridhar', is written over a faint, light blue circular stamp.

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VI (b) Shareholding Pattern – Public/ other than promoters

Total Number of Shareholders (other than promoters) - 4,185

Total Number of shareholders (Promoters+ Public/ Other than Promoters) - 4,187*

*It includes 4,183 Equity shareholders and 4 Preference shareholders of the Company.

*Reliance Retail Ventures Limited, Promoter of the Company, holds equity and preference shares of the Company. As promoter, RRVL is shown as '1' and as shareholder, RRVL is shown as '2'.

For **Reliance Retail Limited**

A handwritten signature in blue ink, appearing to read 'K Sridhar', is positioned above the name of the Company Secretary.

K Sridhar
(Company Secretary)

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X. REMUNERATION OF DIRECTOR AND KEY MANAGERIAL PERSONNEL

(Amount in Rs.)

Sr. No.	Name	Designation	Gross Salary	Payment on Secondment	Retirals	Total
1	Venkatachalam Subramaniam	Whole-Time Director	5,46,86,280	-	13,35,503	5,60,21,783
2	Sridhar Kothandaraman	Company Secretary	2,47,73,692	-	9,70,105	2,57,43,797
3	Dinesh Thapar	Chief Financial Officer	26,95,739	-	1,86,596	28,82,335

(Amount in Rs.)

Sr. No.	Name	Designation	Gross Salary	Commission	Stock option / Sweat Equity	Others*	Total Amount
1.	Sanjay Jog	Director	-	-	-	65,000	65,000
2.	Geeta Fulwadaya	Director	-	-	-	90,000	90,000
3.	Krishnan Sudarshan	Independent Director	-	-	-	5,60,000	5,60,000
4.	Dipak Chand Jain	Independent Director	-	-	-	2,40,000	2,40,000
	TOTAL		-	-	-	9,55,000	9,55,000

*Sitting fees paid the directors of the Company for attending the meetings of the Board and Committees

For **Reliance Retail Limited**

K Sridhar
(Company Secretary)

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