Reliance Eagleford Upstream GP LLC Financial Statements For the year ended 31st December, 2020

INDEPENDENT AUDITOR'S REPORT TO THE BOARD OF DIRECTORS OF RELIANCE EAGLEFORD UPSTREAM GP LLC.

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Reliance Eagleford Upstream GP LLC. ("the Company"), which comprise the Balance Sheet as at December 31, 2020, the Statement of Profit and Loss including other comprehensive income, Statement of Cash Flows and Statement of Changes in Equity for the year then ended and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS') and other accounting principles generally accepted in India, of the state of affairs of the Company as at December 31, 2020, and its loss, its total comprehensive loss, its cash flows and changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements and we have fulfilled our other ethical responsibilities in accordance with these requirements and ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

As informed to us, there is no information other than the standalone financial statements. Consequently, in our opinion, the reporting requirement under SA 720 "The Auditor's Responsibilities Relating to Other Information" are not applicable.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that

were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures
 that are appropriate in the circumstances but not for the purpose of expressing our opinion on
 whether the Company has adequate internal financial controls system in place and the operating
 effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Reporting Requirements

We further report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid standalone financial statements.
- b) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity, and dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the standalone financial statements.

Restriction on Distribution and Use

These standalone financial statements have been prepared for the limited purpose of preparation of the consolidated financial statements of Reliance Industries Limited, the Ultimate Holding Company. As a result, these standalone financial Statements may not be suitable for another purpose. Our report is intended solely for the use of the Company and should not be distributed to or used by other parties.

For Deloitte Haskins & Sells LLP

Chartered Accountants (Firm's Registration No: 117366W/W-100018)

(Abhijit A. Damle)

Partner

Membership No: 102912

UDIN: 21102912AAAACS9743

Mumbai: April 20, 2021

Balance Sheet as at 31 December, 2020

Datance Sheet as at 51 December, 2020			
		As at	<i>In USD</i> As at
	Notes	31 December, 2020	31 December, 2019
ASSETS			
Non-Current Assets			
(a) Financial assets			
(i) Investments	3	-	25,000
Total Non-Current Assets		_	25,000
Current Assets			
(a) Financial assets			
(i) Cash and cash equivalents	4	9,446	9,750
Total Current Assets		9,446	9,750
Total Assets		9,446	34,750
EQUITY AND LIABILITIES			
Equity			
(a) Member's contribution	5	339,465	61,800
(b) Share of net income	6	(330,019)	(27,050)
Total Equity		9,446	34,750
Total Equity and Liabilities		9,446	34,750
Corporate information and significant accounting policies and notes to			
the financial statements	1-14		
As per our report of even date			
For Deloitte Haskins & Sells LLP		For and on behalf of	the Board
Chartered Accountants			

Abhijit A. Damle Walter Van de Vijver

Partner Director

Membership No. 102912

Place:MumbaiPlace: HoustonDate:20 April, 2021Date: 19 April, 2021

Statement of Profit and Loss for the year ended 31 December, 2020

In USD

	Notes	2020	2019
INCOME:			
Total income			-
EXPENSES:			
Finance costs	7	304	104
Other expenses	8	302,665	
Total expenses		302,969	104
(Loss) for the year		(302,969)	(104)
Other comprehensive income (OCI)		-	-
Total comprehensive (loss) for the year		(302,969)	(104)
Corporate information and significant accounting policies and notes to the financial statements	1-14		

As per our report of even date

For Deloitte Haskins & Sells LLP

Chartered Accountants

For and on behalf of the Board

Abhijit A. Damle

Partner

Membership No. 102912

Place: Mumbai Date: 20 April, 2021 Walter Van de Vijver

Director

Statement of changes in equity for the year ended 31 December, 2020

A. MEMBER'S CONTRIBUTION

In USD

Balance at 1 January, 2019	Changes during the year 2019	Balance at 31 December, 2019	Changes during the year 2020	Balance at 31 December, 2020
36,800	25,000	61,800	277,665	339,465

B. SHARE OF NET INCOME

In USD

Year ended 31 December, 2019	
Balance as at 1 January, 2019	(26,946)
(Loss) for the year	(104)
Balance as at 31 December, 2019	(27,050)
Year ended 31 December, 2020	
Balance as at 1 January, 2020	(27,050)
(Loss) for the year	(302,969)
Balance as at 31 December, 2020	(330,019)

As per our report of even date

For Deloitte Haskins & Sells LLP

Chartered Accountants

For and on behalf of the Board

Abhijit A. Damle

Partner

Membership No. 102912

Place: Mumbai Date: 20 April, 2021 Walter Van de Vijver

Director

Statement of Cash Flows for the year ended 31 December, 2020			
	Notes	2020	<i>In USD</i> 2019
Cash flows from operating activities	1,000		
(Loss) as per Statement of Profit and Loss Adjustments for:		(302,969)	(104)
Provision for impairment in the value of investment	8	302,665	-
Net cash (used in) operating activities		(304)	(104)
Cash flows from investing activities			
Capital contribution to a Partnership	3	(277,665)	(25,000)
Net cash (used in) investing activities		(277,665)	(25,000)
Cash flows from financing activities			
Proceeds towards members contribution	5	277,665	25,000
Net cash generated from financing activities		277,665	25,000
Net (decrease) in cash and cash equivalents		(304)	(104)
Cash and cash equivalents at the beginning of the year	4	9,750	9,854
Cash and cash equivalents at the end of the year	4	9,446	9,750
Corporate information and significant accounting policies and notes to the financial statements	1-14		

As per our report of even date

For Deloitte Haskins & Sells LLP

Chartered Accountants

 $For \ and \ on \ behalf \ of \ the \ Board$

Abhijit A. Damle

Partner

Membership No. 102912

Place: Mumbai

Date: 20 April, 2021

Walter Van de Vijver

Director

1. GENERAL INFORMATION

A. Reliance Eagleford Upstream GP LLC (the "Company") was incorporated as a Texas limited liability company on 17 June, 2010. The registered office of the Company is situated at 800 Brazos, Suite 400, Austin, Texas 78701, United States of America.

The Company is engaged in the business of exploration and production of natural resources, primarily oil and gas from mineral properties through its investment in Reliance Eagleford Upstream Holding LP ("Partnership", "Reliance LP").

The Company is a general partner holding 0.01% in the Partnership.

The Company was a wholly owned subsidiary of Reliance Holding USA Inc. ("RHUSA"). On 14 February, 2020 the entire shareholding of the company was transferred from RHUSA to one of its subsidiaries, Reliance Marcellus, LLC ("RMLLC"), as part of internal restructuring. Effective 14th February, 2020, the Company is a wholly owned subsidiary of RMLLC. Reliance Industries Limited, India continues to remain the ultimate parent of the Company.

2.1 STATEMENT OF COMPLIANCE

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ('Ind AS'), notified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015.

2.2 BASIS OF PREPARATION AND PRESENTATION

The financial statements have been prepared on the historical cost convention and on accrual basis of accounting except for certain financial instruments that are measured at fair value at the end of each reporting period, as explained in the accounting policies below. The accounting policies have been applied consistently over all period presented in these financial statement.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

In addition, for financial reporting purposes, fair value measurement are categorised within the fair value hierarchy into Levels 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- ii. Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- iii. Level 3 inputs are unobservable inputs for the asset or liability.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Borrowing Costs:

Borrowing costs directly attributable to the acquisition or construction of qualifying assets are capitalised as a part of cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss in the year in which they are incurred.

B. Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognised when the Company has a present obligation as a result of past event(s) and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed unless the possibility of outflow of resources is remote. Contingent assets are not recognised but disclosed in the financial statements only where inflow of economic benefit is probable.

C. Taxation:

The Company on a standalone basis is not a tax paying entity for federal or state income tax purpose and accordingly it does not recognize any expense for such taxes. The income tax liability from Company's activities is the responsibility of the Holding Company as it will be filing consolidated tax return for all its subsidiaries.

D. Revenue Recognition:

Revenue is recognized based on the delivery of performance obligation and assessment of when control of promised goods / services is transferred to a customer, at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods / services. Revenue is measured at the amount of the transaction price allocated to that performance obligation.

E. Investment in Subsidiary:

The Company has elected to recognize its investment in Partnership at cost in accordance with the option available in Ind AS 27, 'Separate Financial Statements'. The details of such investments are given in Note 3. Impairment policy applicable on such investments is explained in note 2.3 (F).

F. Impairment of Investment:

Assets representing investment in subsidiary company is reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environment.

Impairment losses, if any, are recognized in the Statement of Profit and Loss. Impairment losses are reversed in the Statement of Profit and Loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognized.

G. Financial Instruments:

I Non-derivative financial instruments

i. Financial Assets.

a. Initial recognition and measurement

All financial assets are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are recognised using trade date accounting.

b. Subsequent measurement

Financial assets carried at amortised cost (AC)

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

c. Impairment of financial assets

The Company assesses impairment based on expected credit loss (ECL) model to the following:

- (a) Financial assets at amortised cost
- (b) Financial assets measured at fair value through Other Comprehensive Income

The Company follows 'simplified approach' for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The Company uses historical loss experience to determine the impairment loss allowance on the portfolio of trade receivables. At every reporting date, the historical observed default rates are updated and changes in the forward looking estimates are analysed.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ii. Financial liabilities

a. Initial recognition and measurement

All financial liabilities are recognised initially at fair value and in case of loans and borrowings and payables, net of directly attributable cost. Fees of recurring nature are directly recognised in Statement of Profit and Loss as finance cost.

b. Subsequent measurement

Financial liabilities are subsequently carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

II. De-recognition of financial instruments

The Comapny derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. On derecognition of a financial asset, the difference between the carrying amount and the consideration received is recognised in the Statement of Profit and Loss. A financial liability (or a part of a financial liability) is derecognised from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires. On derecognition of a financial liability, the difference between the carrying amount and the consideration paid is recognised in the Statement of Profit and Loss.

III. Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may vary from actual realisation on future date.

2.4 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, the directors of the Company are required to make judgements, estimates and assumptions about the carrying amount of the assets and liability that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

3	NON-	CURR	ENT	INVES	TMENTS
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-		As 31 Decem	at iber, 2020	As 31 Decem	
	Capital contribution in Reliance Eagleford Upstream Holding LP, a partnership # Less: Provision for impairment TOTAL		325,500 325,500	-	47,835 22,835 25,000
	# Company is 0.01% partner, the balance 99.99% is held by the holding	ng company, Reli	ance Marcellus L	LC.	
4	CASH AND CASH EQUIVALENTS				
		As 31 Decem	at ber, 2020	As 31 Decem	
			, = v = v		<u> </u>
	Balance with bank TOTAL		9,446 9,446	- -	9,750 9,750
5	MEMBER'S CONTRIBUTION				
		As	at	As	In USD
		31 Decem	ber, 2020	31 Decem	ber, 2019
	Contribution by Member (Refer note 1.A)				
	Reliance Holding USA Inc.		-		61,800
	Reliance Marcellus LLC TOTAL		339,465 339,465	-	61,800
	TOTAL	;	337,403	=	01,000
5.1	Details of members holding more than 5% common membership		, ,		. 1
		As 31 Decem	at ber, 2020	As at 31 December, 2019	
	Name of the Member	Number of	% held	Number of	% held
	Name of the Member	Common Membership		Common Membership	
		Interest		Interest	
	Reliance Holding USA Inc.	-	-	-	100%
	Reliance Marcellus LLC	-	100% 100%	-	100%
		-	100 70		100 / 0
6	SHARE OF NET INCOME				
		As 31 Decem	at ber, 2020	As 31 Decem	
	Opening balance (Loss) for the year	(27,050) (302,969)		(26,946) (104)	
	(Loss) for the year	(302,707)	(330,019)	(104)	(27,050)
	TOTAL	,	(330,019)	=	(27,050)
7	FINANCE COSTS				
		20	20	20:	19
	Other borrowing costs		304	_	104
	TOTAL		304	=	104
8	OTHER EXPENSES	20	20	20-	10
		20	20	20:	17
	Provision for diminution in value of investments		302,665	-	
	TOTAL 12	;	302,665	=	

9 FINANCIAL RISK MANAGEMENT OBJECTIVES

The Company does not have financial liabilities. The Company's financial assets comprise cash and cash equivalents and investment in Group Company. The Company manages the risk by dealing with related parties.

10 CATEGORYWISE CLASSFICATION OF FINANCIAL INSTRUMENTS

in USD

	Notes	As at 31 December, 2020	As at 31 December, 2019
Financial assets			
A. Measured at amortised cost (AC)			
Investment in Patnership	3	-	25,000
Cash and cash equivalents	4	9,446	9,750

11 RELATED PARTY

As per Ind AS 24, list of related parties where control exists and related parties with whom transactions have taken place and relationships are given below:

Name of the related party	Relation
Reliance Industries Limited	Ultimate Holding Company (Control exists)
Reliance Holding USA Inc (upto 13 February 2020)	Holding Company (Control exists)
Reliance Marcellus LLC (effective 14 February 2020)	Holding Company (Control exists)
Reliance Eagleford Upstream Holding LP	Partner Company

Related Party Transactions

in USD

			in CDD
Name of related party	Nature of transaction	2020	2019
Reliance Holding USA Inc	Members contribution	-	25,000
Reliance Marcellus LLC	Members contribution	277,665	-
Reliance Eagleford Upstream Holding LP	Investment in Partnership	277,665	25,000

12 SEGMENT REPORTING

The Company engaged is in the business of exploration and production of oil and gas from shale reservoirs in the United States of America though its investments. Consequently, there is a single business and geographical segment.

- 13 The outbreak of Coronavirus (COVID-19) pandemic globally has caused significant disturbance and slowdown of economic activity; it has also led to significant volatility in prices. However, subsequent to third and fourth quarter of 2020, the business activities have shown sign of recovery and are recovering gradually nearing to pre-Covid levels. The Company has reviewed the consequences of COVID-19 and other events and conditions and has determined that they do not create a material uncertainty that casts significant doubt upon the Company's ability to continue as a going concern. The COVID-19 may impact the future performance or measurement of some of the assets and liabilities or the liquidity positions of the Company. However, the Company has determined that there are no significant changes as of December 2020, which will have impact on the assets and liabilities and future performance of the Company.
- 14 The financial statements are approved for issue by the Holding Company's Board of Directors on 19 April, 2021.

For and on behalf of the board

Walter Van de Vijver Director