

May 30, 2023

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1,  
G Block, Bandra - Kurla Complex,  
Bandra (East), Mumbai 400 051

Scrip Code: **500325**

Trading Symbol: **RELIANCE**

Dear Sirs,

**Sub.: Annual Secretarial Compliance Report for the financial year ended  
March 31, 2023**

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In terms of Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose Annual Secretarial Compliance Report, duly issued by Dr. K. R. Chandratre, Practising Company Secretary, for the financial year ended March 31, 2023.

Thanking you

Yours faithfully,

For **Reliance Industries Limited**

**Savithri Parekh**  
**Company Secretary and**  
**Compliance Officer**

Encl.: a/a

Copy to:  
Luxembourg Stock Exchange  
35A Boulevard Joseph II  
L-1840 Luxembourg

Singapore Exchange Limited  
2 Shenton Way, #02-02 SGX Centre 1  
Singapore 068804

# CS DR. K. R. CHANDRATRE

FCS, M Com, LL B, Ph D

## Practising Company Secretary

'Purtata', 15 Milan Coop. Housing Society, Mayur Colony, Kothrud, Pune 411038

Telephones- Office: 9307670759. Personal Mobile: 9881235586

Email- [krchandratre@gmail.com](mailto:krchandratre@gmail.com); [krchandratreoffice@gmail.com](mailto:krchandratreoffice@gmail.com)

Website: [www.drkrchandratre.net](http://www.drkrchandratre.net)

### Secretarial compliance report of Reliance Industries Limited for the year ended 31 March 2023

To:

The Board of Directors  
Reliance Industries Limited.

I have examined:

- (a) all the documents and records made available to us and explanation provided by Reliance Industries Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31 March 2023 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable to the listed entity during the Review Period);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (Not applicable to the listed entity during the Review Period);

- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and clause 6(A) and 6(B) of the circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by the Securities and Exchange Board of India on “Resignation of statutory auditors from listed entities and their material subsidiaries”;

and based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- (b) The listed entity has taken the following actions to comply with the observations made in the previous reports: Not Applicable.

I report below the compliance status by the listed entity of the items stated in the table:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
1.	<u>Secretarial Standard</u>  The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI).	Yes	--
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entity; and</li> <li>• All the policies are in conformity with SEBI Regulations and have been reviewed and timely updated as per the regulations/circulars/guidelines issued by SEBI.</li> </ul>	Yes	--
3.	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> <li>• The listed entity is maintaining a functional website;</li> </ul>		

	<ul style="list-style-type: none"> <li>• Timely dissemination of the documents/ information under a separate section on the website; and</li> <li>• Web-links provided in annual corporate governance reports under regulation 27(2) of the SEBI LODR are accurate and specific which re-directs to the relevant document(s)/ section of the website.</li> </ul>	Yes	--
4.	<u>Disqualification of director:</u>  None of the directors of the listed entity is disqualified under section 164 of Companies Act, 2013.	Yes	--
5.	<u>Details related to subsidiaries of listed entity:</u>  a) Identification of material subsidiary companies; and b) Requirements with respect to disclosure of material as well as other subsidiaries.	Yes	--
6.	<u>Preservation of documents:</u>  The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under the SEBI LODR.	Yes	--
7	<u>Performance Evaluation:</u>  The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	--
8	<u>Related Party Transactions:</u>  a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; and b) In case where no prior approval was obtained, the listed entity provided detailed reasons along with confirmation that the transactions were subsequently approved/ratified by the Audit committee.	Yes  NA	--  No such instances observed.

9	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under regulation 30 read with schedule III to SEBI LODR within the time limits prescribed thereunder.</p>	Yes	--
10	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with regulation 3(5) and 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	--
11	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>No Action has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder, except as stated below:</p> <p>On December 22, 2021, SEBI issued a show cause notice <i>inter alia</i> to RIL asking it to show cause as to why inquiry should not be held against it in terms of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995 read with Section 151 of the SEBI Act, 1992 for alleged violation of Principle No. 4 under Schedule A-Principles for Fair Disclosure of UPSI read with Regulation 8(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015 read with Regulation 30(11) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the matter of disclosure of the Jio-Facebook deal to the Stock Exchanges in the year 2020. The Adjudicating Officer of SEBI has passed an order on June 20, 2022 imposing a penalty of Rs. 30 lakhs. Appeal has been filed before the Securities Appellate Tribunal ("SAT") against this order. SAT has stayed the operation of the order dated June 20, 2022 and the appeal is pending.</p>	Yes	--

12	<u>Additional Non-compliances, if any:</u>		
	No additional non-compliance observed for all SEBI regulations/circulars/guidance notes, etc.	Yes	--

KISHOR  
RAMDAS  
CHANDRAT  
RE



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KISHOR RAMDAS  
CHANDRATRE  
Date: 2023.05.30  
15:13:30 +05'30'

**Dr. K. R. Chandratre**  
**FCS No.: 1370, C. P. No.: 5144**  
**Place: Pune**  
**Date: 30 May 2023**

**UDIN: F001370E000424452**  
**Peer Review Certificate No.: 1206/2021**