

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

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## BOARD'S REPORT

Dear Members,

The Board of Directors of the Company are pleased to present the Twentieth Annual Report and the Company's audited financial statement for the financial year ended March 31, 2018.

### Financial Results

The Company's financial performance, for the year ended March 31, 2018 is summarised below:

	2017-18	2016-17
	₹ in crore	₹ in crore
<b>Turnover</b>	<b>457.27</b>	701.09
<b>Profit before Tax</b>	<b>371.19</b>	424.20
Less: Current Tax	<b>92.50</b>	93.75
Tax for earlier years	<b>0.27</b>	0.48
<b>Profit for the year</b>	<b>278.42</b>	329.97
<b>Add: Balance in Profit and Loss Account</b>	<b>605.85</b>	341.98
<b>Sub-total</b>	<b>884.27</b>	671.95
<b>Less: Appropriation</b>		
Transferred to Statutory Reserve Fund	<b>55.80</b>	66.10
<b>Closing Balance</b>	<b>828.47</b>	605.85

### Material Changes affecting the Company

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this Report. There has been no change in the nature of business of the Company.

### Dividend

The Board of Directors of the Company have not recommended any dividend on the preference shares and equity shares of the Company for the financial year under review.

### Management Discussion and Analysis Report

Management Discussion and Analysis Report for the year under review, as stipulated in Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016, dated September 1, 2016 ("the Master Directions") is annexed herewith marked as "**Annexure 1**".

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## **Subsidiaries, Joint Ventures and Associate Companies**

During the year under review, no company has become or ceased to be a subsidiary company or associate company or joint venture company of the Company.

As on March 31, 2018, the Company has only one associate company viz. Reliance Commercial Dealers Limited.

## **Consolidated Financial Statement**

The Company has not prepared the Consolidated Financial Statement for the year under review, as permitted under Rule 6 of the Companies (Accounts) Rules, 2014.

A report on the performance and financial position of Reliance Commercial Dealers Limited, an associate company, as per the Companies Act, 2013 ("the Act") is provided as Annexure to the financial statement and hence not repeated here for the sake of brevity.

## **Directors' Responsibility Statement**

The Board of Directors of the Company state that:

- a) in the preparation of the annual accounts for the year ended March 31, 2018, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2018 and of the profit of the Company for the year ended on that date;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a 'going concern' basis; and
- e) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## **Contracts and arrangements with Related Parties**

During the year under review, the transactions which were within the purview of Section 188 of the Companies Act, 2013 were on an arm's length basis and entered into in the ordinary course of business.

As stipulated in the Master Directions [erstwhile Revised Regulatory Framework for Non-Banking Financial Companies issued by the Reserve Bank of India vide its

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Notification No. DNBR (PD) CC. NO. 002/03.10.001/2014-15 dated November 10, 2014] the Policy on dealing with related party transactions as approved by the Board, is annexed herewith marked as “**Annexure 2**”.

The Board of Directors of the Company draw attention of the members to Note 25 to the financial statement which sets out related party disclosures.

## **Corporate Social Responsibility (CSR)**

The Board of Directors of the Company has formulated and approved a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company.

In terms of the CSR Policy, the focus areas of engagement shall be rural transformation, affordable healthcare solutions, access to quality education, environmental sustainability and protection of national heritage.

During the year, the Company has spent ₹3,20,00,000/- (around 2.02% of the average net profits of last three financial years) on CSR activities.

The Annual Report on CSR activities is annexed herewith marked as “**Annexure 3**”.

## **Risk Management**

The Company has constituted a Risk Management Committee (‘RMC’) as stipulated in the Master Directions. RMC has been entrusted inter alia with the responsibility to assist the Board in (a) monitoring the asset liability gap; (b) managing market risk, liquidity risk etc. and (c) providing advice to the Board for risk management and compliance activities.

The Company has in place a Risk Management Policy which provides for a robust risk management framework to identify and assess risks such as operational, financial, regulatory and other risks. There is an adequate risk management infrastructure in place capable of addressing these risks.

## **Internal Financial Controls**

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation were observed.

## **Directors and Key Managerial Personnel**

In accordance with the provisions of the Act and the Articles of Association of the Company, Shri Jagannatha Kumar (DIN: 07549304), Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

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The Board of Directors of the Company at its meeting held on September 28, 2017 had appointed Ms. Komal Chhapru as Company Secretary of the Company and Shri Gopalakrishnan J. as Chief Financial Officer of the Company in terms of Section 2(51) of the Act. Subsequently, Shri Gopalakrishnan J. had resigned as the Chief Financial Officer of the Company with effect from the close of working hours on February 28, 2018.

Further the Board of Directors of the Company at its meeting held on April 18, 2018 has appointed Shri Suresh Jagannathan as Chief Financial Officer of the Company in terms of Section 2(51) of the Act with effect from April 18, 2018.

The Company has received declarations from Shri Shivkumar Bhardwaj (DIN: 00001584) and Shri Dhiren Dalal (DIN: 01218886), Independent Directors of the Company, confirming that they meet with the criteria of independence as prescribed under the Act.

The members of the Company at the Annual General Meeting of the Company held on June 29, 2017, had approved by way of a special resolution the re-appointment of Shri Shivkumar Bhardwaj and Shri Dhiren Dalal as Independent Directors of the Company to hold office for a second term of 3 (three) consecutive years and 5 (five) consecutive years respectively, with effect from March 30, 2018.

The following policies of the Company are attached herewith marked as “**Annexure 4**” and “**Annexure 5**”:

- Policy for appointment of Directors and determining Directors’ independence; and
- Remuneration Policy for Directors, Key Managerial Personnel and other employees.

## **Auditors and Auditors’ Report**

M/s. Chaturvedi & Shah, Chartered Accountants and M/s. Rajendra & Co., Chartered Accountants, Statutory Auditors of the Company will hold office subject to ratification by the members at the ensuing Annual General Meeting of the Company. They have confirmed their eligibility and qualifications required under the Act for holding office as Auditors of the Company.

The Notes on financial statement referred to in the Auditors’ Report are self-explanatory and do not call for any further comments. The Auditors’ Report does not contain any qualification, reservation, adverse remark or disclaimer.

## **Disclosures:**

### **(a) Corporate Social Responsibility Committee**

The Corporate Social Responsibility Committee of the Board of Directors of the Company comprises, Shri K. Sethuraman (Chairman), Shri Jagannatha Kumar, Shri Shivkumar Bhardwaj and Shri Dhiren Dalal as other members.

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## **(b) Audit Committee**

The Audit Committee of the Board of Directors of the Company comprises Shri Jagannatha Kumar (Chairman), Shri Shivkumar Bhardwaj and Shri Dhiren Dalal as other members. All the recommendations made by the Audit Committee were accepted by the Board.

## **Meetings of the Board**

Five meetings of the Board were held during the financial year 2017-18.

## **Particulars of loans given, investments made, guarantees given or securities provided**

The Company, being a Non-Banking Financial Company registered under Chapter IIIB of the Reserve Bank of India Act, 1934, is exempted from the provisions of Section 186 of the Act except sub-section (1) of Section 186. Hence, there are no particulars to be disclosed in this report as required under Section 186(4) of the Act.

## **Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo**

### **A. Conservation of Energy**

#### **(i) Steps taken for conservation of energy:**

The Company is not engaged in any manufacturing or processing activity. Considering the nature of Company's business, there is no reporting to be made on conservation of energy in its operations.

Notwithstanding this, the Company recognises the importance of energy conservation in decreasing the adverse effects of global warming and climate change. The Company carries on its activities in an environmental friendly and energy efficient manner.

#### **(ii) Steps taken by the Company for utilising alternate sources of energy:**

Considering the nature of Company's business, the Company has not taken any special measures for utilising alternate sources of energy. However, the Company is committed to reduce dependence on energy from fossil fuel.

#### **(iii) The capital investment on energy conservation equipment :**

The Company has not made any capital investment on energy conservation equipment.

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## Technology Absorption

(i) **Major efforts made towards technology absorption:**

The Company has not entered into any technology agreement or collaborations.

(ii) **The benefits derived like product improvement, cost reduction, product development or import substitution:**

Not Applicable

(iii) **Information regarding imported technology (Imported during last three years):**

The Company has not imported any technology during the last three years.

(iv) **Expenditure incurred on research and development:**

Nil

## B. Foreign exchange earnings and Outgo

There was no foreign exchange earnings and outgo during the year.

## Extract of Annual Return

Extract of annual return of the Company is annexed herewith marked as “**Annexure 6**” to this Report.

## Secretarial Standards

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards viz SS-1 ‘Meetings of the Board of Directors’ and SS-2 ‘General Meetings’, and such systems are adequate and operating effectively.

## Secretarial Auditor

The Board of Directors of the Company had appointed M/s. Shashikala Rao & Co., Company Secretaries, to conduct Secretarial Audit for the financial year under review and the Secretarial Audit Report is annexed herewith marked as “**Annexure 7**” to this Report. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

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## **General**

The Board of Directors of the Company state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares and ESOS) to employees of the Company under any scheme.
4. There were no significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
5. No fraud was reported by the Auditors to the Audit Committee or the Board of Directors of the Company.
6. The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
7. Details in terms of Section 197(12) of the Act.

The Board of Directors of the Company further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## **Acknowledgement**

The Board of Directors of the Company would like to express their grateful appreciation for assistance and co-operation received from Government authorities, Banks and members during the year under review.

For and on behalf of the Board of Directors

**Sd/-**

**K. Sethuraman**  
**Chairman**  
**DIN: 00007787**

**Mumbai**  
**April 18, 2018**

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Annexure 1

## MANAGEMENT DISCUSSION & ANALYSIS REPORT

### FORWARD LOOKING STATEMENT

The report contains forward-looking statements, identified by words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' and so on. All statements that address expectations or projections about the future, but not limited to the company's strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, the company cannot guarantee that these are accurate or will be realized. The company's actual results, performance or achievements could thus differ from those projected in any forward-looking statements. The company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events.

### OVERVIEW

The Company is primarily engaged in non-banking financial activities. As such, the company is impacted by global and domestic economic trends which impact interest rates and equity markets.

### INDUSTRY STRUCTURE AND DEVELOPMENTS

The United States continued to define new trade economics with its protectionist measures, with reduction in corporate tax rates and proposals to impose trade tariffs. The banter between the President of the United States and the President of North Korea provided more amusement than substance, merely reiterating that US is the economic power that will continue to dominate the markets. Jerome Powell assumed the guard at the US Federal Reserve. The US Fed rates were increased three times in 2017 and once in 2018, with the baseline forecast for three hikes in 2018. Monetary stimulus continued to drive growth in Japan. China's rising borrowing has triggered downgrades of sovereign debt rating, even as strong industrial activity and consumption continue to drive stable growth. Eurozone continued to reel under the Brexit crisis, with debt concerns overshadowing growth prospects.

Strength in global manufacturing activity drafted an upward trajectory for global commodity prices, with metals and oil leading the pack. Crude ended the year at \$70/barrel. Global inflation level hovers around 3%. The global growth rate is projected to be ~3.5% for 2018, a 2% growth for advanced economies and 4.6% for emerging economies.



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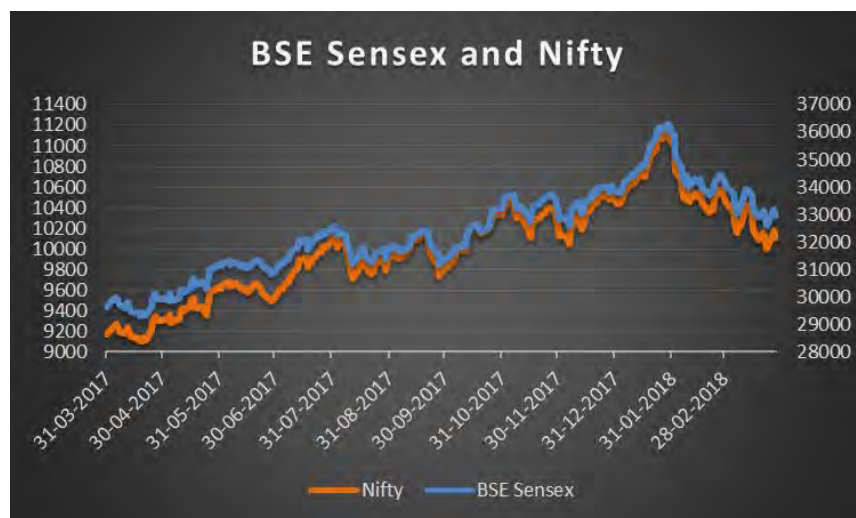
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India continued to be the shining spot in world economics. The government's commitment to fiscal consolidation remains intact, with focus on improving delivery of public services. Structural reforms like GST brought in temporary hiccups to growth, but have renewed the faith of investors in the growth story of the economy. The government introduced a massive 2.11 lakh crore bank recapitalization program to improve the health of the public sector banks. Special emphasis is being laid on the urbanization of rural India, with pro-poor policies, to make them new centres of growth. Consumption remains to be the major growth driver for the economy. Overall investment growth is being constrained by weak private sector capital spending, which accounts for roughly 75% of total investment. Government Capex has been strong, but given its smaller share, it has not been able to offset the impact of low private investment on overall growth.

Currency in Circulation reached 100% of its pre-demonetization level of INR 17.8 tn in Feb-18, 15 months after demonetization. Indian rupee underperformed against its peers and closed the year at 65.17/\$ as against the opening of 64.85/\$. The total disinvestment for the year stood at INR 93000 crores, against the target of INR 72500 crs. Rising oil prices will hurt the fiscal pockets and might result in widening of trade deficit. Credit growth in the economy still continues to be slow.

RBI introduced stricter NPA norms by withdrawing Strategic Debt Restructuring allowances. With a stricter Bankruptcy code, the regulator is bent on ensuring a massive clean-up of the banking sector, and ensure that credit off-take happens in the economy.

Indian equity markets witnessed a strong show, as major indices hit lifetime highs, but closed the year lower on account of global risk off, introduction of Long term Capital Gains tax for equities and banking frauds in public sector banks. Structural reforms, strong consumption and financialisation of savings lent immense support to capital markets. Recovery of the economy from demonetization and stabilization of trade post GST rollout brought strength back to the system and reinstated growth. Banking stocks suffered with the unearthing of frauds in a few PSBs, inspite of massive recap plans by the government. Pharma sector continued to be a laggard on growth concerns. Metals, consumption and IT stocks registered strong gains.

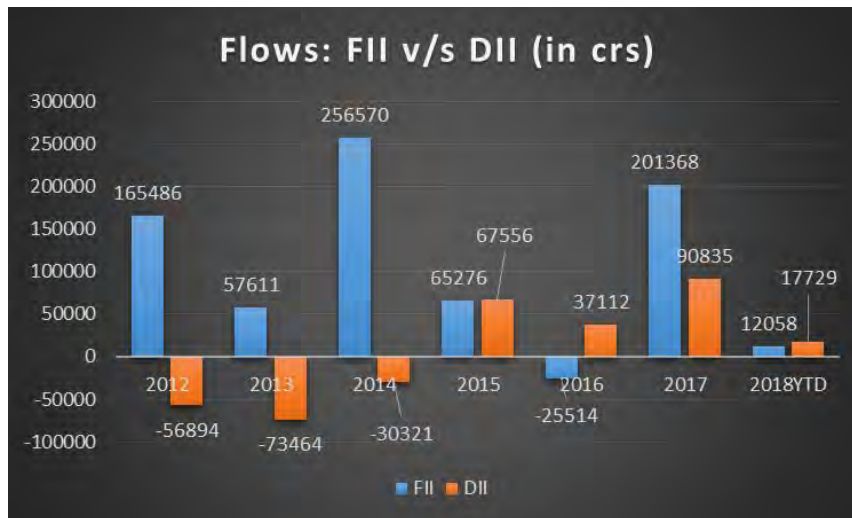


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On the monetary policy front, RBI cut repo rate by 25 bps in 2017, bringing the rate to 6%, and shifting its policy stance to neutral. Inflation remains the key determinant of the rate trajectory. The Monetary Policy Committee estimates a 4.5% inflation at the end of FY19, but intends to have a wait and watch approach to assess the impact of rise in MSPs on inflation, to determine how the rates will move from here. Statutory Liquidity Ratio (SLR) has been brought down to 19.5% to add to the liquidity in the system. G-Sec yields saw a sharp rally during the year on fiscal concerns.

The year witnessed strong flows from both FIIs and DIIs, in debt and equity markets.



The company's operations continue to be focused in the areas of NBFC activities – viz. financing, inter- corporate Investments and capital market activities. The Company primarily manages an investment portfolio and provides loans to group companies.

The company focuses on enhancing returns on its portfolio, while appropriately managing inherent risks.

## OPPORTUNITIES

The Indian economy continues to demonstrate strength amidst a volatile global environment. The RBI's monetary policy measures will depend upon the inflation trajectory, which might see an upside owing to rise in crude oil prices and hike in MSPs. Structural changes and reform measures have made the country a favoured destination for foreign inflows. Consumption in the economy remains the growth catalyst, with rural growth to further strengthen the consumption cycle. Financialisation of savings will drive growth in capital markets.

## THREATS

The company's investment returns are linked to capital market dynamics and domestic interest rates. Adverse events in the Indian economy, political environment or changes in the policy framework could be detrimental to the company's investment plans. The company seeks to mitigate and manage risks, while seeking commensurate returns.

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## PERFORMANCE (As per IND AS financials)

Rs Crs	FY17-18	FY16-17
Revenue from Operations	296	940
Profit before tax	210	663
Profit after tax	242	424
Cash and bank balances	1	352
Investments (Current and Non-current)	3712	2856
Current Liabilities	1737	1826

The year 2017-18 was a volatile year for financial markets. Focus on quality stock selection helped in hedging the risk posed by the markets.

Borrowings from holding company increased to Rs. 1,737 crs from 1,560 crs the previous year. The profit before tax for the year stands at 210 crs (vs. 663 crs last year) on account of lower revenue from operations, attributable to greater volatility in the equity and fixed income markets.

## OUTLOOK

The stance of the United States on protectionism and the progress on balance sheet shrinking would have a major impact on world economics. China's growth will have to continue to remain strong, to support its massive debt levels. Progression on Brexit will determine the trajectory of European markets. Crude supply is expected to remain in the \$70-\$75 per barrel range.

Impending elections would keep the Indian markets volatile. Recovery in rural growth will accelerate, with normal monsoons for the last two years, hike in MSPs and a pro-poor budget. Investment growth will happen amidst a benign rate environment. Clean-up of the banking system and stricter bankruptcy provisions will streamline the banking system and provide more room for credit growth. Banking and Pharma sector will continue face headwinds to growth, whilst consumption and IT sector will demonstrate strength in earnings.

## RISKS AND CONCERNS

Being a NBFC, the Company is exposed to specific risks that are particular to its business and the environment within which it operates, including interest rate volatility, economic cycle, credit risk and market risk. The most important among them are credit risk, market risk and operational risk. The measurement, monitoring and management of risk remains a key focus areas for the company.

Pursuant to the guidelines issued by the Reserve Bank of India, the Company has constituted a Risk Management Committee of the Board of Directors. The Committee manages market risk, liquidity risk and provides advice to the Board for risk management and compliance activities.

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## **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has an Internal Control System which is commensurate with the size, scale and complexity of its operations. The Internal Auditors monitor the efficiency and efficacy of the internal control systems in the Company, compliance with operating systems/accounting procedures and policies of the Company. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board, which then initiates action if required.

## **INTERNAL AUDIT AND COMPLIANCE**

The Company conducts its internal audit and compliance functions within the parameters of regulatory framework which is well commensurate with the size, scale and complexity of operations. Internal controls and compliance functions have been set up and these are constantly reviewed, and upgraded periodically to ensure a robust framework.

The Company has appointed VP Mehta & Co, Chartered Accountants, to conduct internal audit covering all areas of operations. The Audit Committee reviews the performance of the audit and compliance functions, the effectiveness of controls and compliance with regulatory guidelines and gives such directions to the Management as necessary / considered appropriate.

## **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

The Company has delivered a strong performance in FY 2017-18 from investments in shares of listed companies. Across its investments in equity and fixed income the company achieved Net revenue from Operations of Rs. 296 Crs and a net profit of Rs. 242 Crs.

The Company maintained a cautious position in equity stocks, given the market volatility. The company employs a bottom-up stock picking strategy supported by sound fundamental and technical research.

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## **MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED**

There are no material developments in human resources / industrial relations front.

For and on behalf of the Board of Directors

**Sd/-**

**K. Sethuraman  
Chairman  
DIN: 00007787**

**Mumbai  
April 18, 2018**

# **Reliance Strategic Investments Limited**

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### **Annexure 2**

#### **POLICY ON DEALING WITH RELATED PARTY TRANSACTIONS**

##### **INTRODUCTION AND OBJECTIVE**

In terms of Revised Regulatory Framework for Non-Banking Financial Companies issued by the Reserve Bank of India vide its Notification No. DNBR (PD) CC. NO. 002/03.10.001/2014-15 dated November 10, 2014 ('the Framework') Non-Banking Financial Companies with Asset size of Rs. 500 crore and above are required to give additional disclosures in its Balance Sheet and Annual Report as mentioned in Annex-4 to the framework.

As per Annex-4 to the Framework, the aforesaid class of companies shall disclose the policy on dealing with Related Party Transactions on its website and also in the Annual Report.

In accordance with the above, the Board of Directors of Reliance Strategic Investments Limited (herein after referred to as "Company" or "RSIL") has approved the policy on dealing with Related Party Transactions at its meeting held on March 24, 2015.

The policy will be effective from March 31, 2015.

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## **SCOPE AND INCLUSION**

This policy sets definition of related party transactions and dealing with related party transactions.

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## POLICY

1. Contracts / arrangements will be treated as Related Party Transaction if the same has been entered with any entity which fulfils the definition of "Related Party" as per Accounting Standard -18 and / or definition given under Section 2(76) of the Companies Act, 2013.
2. All related party contracts / arrangements shall be entered on arms' length basis.
3. In exceptional circumstances, where permitted by law, related party contracts / Arrangements may deviate from the principle of arm's length, after approval from Audit Committee.
4. All related party contract / arrangements shall comply with the Companies Act, 2013.
5. All related party contract / arrangements shall comply with Accounting Standards.
6. All domestic related party contracts / arrangements shall, wherever applicable, comply with Domestic Transfer Pricing Requirement under section 92BA of Income Tax Act, 1961 including certification from independent accountants under the Transfer Pricing Regulations.
7. All international related party contract / arrangements shall comply with International Transfer Pricing Requirement under section 92B of Income Tax Act, 1961 including certification from independent accountants under the Transfer Pricing Regulations.
8. The Audit Committee should review the transactions entered into with the related party on quarterly basis.

For and on behalf of the Board of Directors

Sd/-

**K. Sethuraman**  
Chairman  
DIN: 00007787

**Mumbai**  
**April 18, 2018**



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## Annexure 3

### Annual Report on Corporate Social Responsibility (CSR) activities for the financial year 2017-18

1.	A brief outline of the Company's CSR Policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs	Refer Annexure 3A - Corporate Social Responsibility Policy
2.	The Composition of the CSR committee	Refer Disclosures Section: Corporate Social Responsibility Committee in this Report
3.	Average net profit of the Company for last three financial years	Rs. 1,59,82,40,139
4.	Prescribed CSR expenditure (two percent of the amount mentioned in item 3 above)	Rs. 3,19,64,803
5.	Details of CSR spent during the financial year:	
	(a) Total amount to be spent for the financial year	Rs. 3,19,64,803
	(b) Total amount spent during the financial year	Rs. 3,20,00,000
	(c) Amount unspent, if any	Not Applicable
	(d) Manner in which the amount spent during the financial year	Refer Annexure 3B

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Annexure 3A

## Corporate Social Responsibility Policy

### 1. Policy Statement

1.1 Reliance Strategic Investments Limited (“the Company”) believes that Corporate Social Responsibility (“CSR”) extends beyond the ambit of business and should focus on a broad portfolio of assets - human, physical, environmental and social.

1.2 This Policy is framed pursuant to the provisions of Section 135 of the Companies Act, 2013.

### 2. CSR Vision

Promote sustainable and inclusive development as a responsible corporate citizen.

### 3. CSR Objective

Promote a comprehensive and integrated development through social and economic transformation.

### 4. Core CSR Commitments (Programs / Activities)

- Addressing identified needs of the underprivileged through initiatives directed towards
  - improving livelihood,
  - alleviating poverty,
  - promoting education,
  - empowerment through vocational skills and
  - promoting health and well-being.
- Preserve, protect and promote art, culture and heritage
  - promoting India’s art, culture and heritage,
  - conducting promotional and developmental activities / programs.
- Ensuring environmental sustainability, ecological balance and protection of flora and fauna
  - conducting activities which promote biodiversity,
  - conducting activities which promote ecological sustainability.
- Any other activity falling within the scope of Schedule VII of the Companies Act, 2013 which would enable the Company to achieve its CSR objectives.

The CSR programs / activities of the Company, as above, are related / will relate to the activities included in Schedule VII of the Companies Act, 2013.

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## 5. CSR Governance and Implementation

The Company would be carrying on its CSR programs / activities through Reliance Foundation and the contributions made by the Company to Reliance Foundation will be utilized for CSR programs / activities on behalf of the Company.

To provide an impetus to various philanthropic initiatives, Reliance Foundation (RF) was set up by Reliance Group in 2010 as an expression of its vision towards sustainable growth in India.

Reliance Foundation has taken the path of inclusive development to address the basic needs of the vulnerable sections of the society. The Foundation has cumulatively touched the lives of 4 million people in over 5000 villages and various urban locations. The Foundation works with some of the most vulnerable and marginalized communities across India, with the objective of integrating them into mainstream development process of the country.

Reliance Foundation focuses on these core pillars - Rural Transformation, Education, Health, Urban Renewal and Arts, Culture & Heritage.

In view of the organization structure, reach and expertise of Reliance Foundation in CSR related programs / activities, the Company will continue to carry on its CSR programs / activities through Reliance Foundation.

## 6. Monitoring of CSR Activities

The CSR Committee of Directors of the Company will recommend to the Board of Directors of the Company the amount of expenditure to be incurred on CSR programs/activities, monitor the CSR Policy of the Company and review its implementation by the Company through Reliance Foundation.

## 7. CSR Reporting and Communication

The Company will report on the progress of its CSR initiatives in its Annual Report.

## 8. Corporate Social Responsibility Committee (CSR Committee)

- The Board of Directors will constitute at least 3 member CSR Committee consisting of atleast 1 Independent Director.
- The CSR Committee would formulate and recommend the draft CSR Policy to the Board of Directors and the Board of Directors would approve the Policy.
- The Board would approve and adopt any changes in the CSR Policy subject to prevailing provisions of laws in this regard. The CSR Committee is responsible for decision making with respect to the CSR Policy.

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- CSR Committee will meet at least twice a year to review and monitor the implementation of CSR programs /activities of the Company.

## 9. Budget

- The Board shall ensure that a minimum of 2% of the average net profits of the Company of the last 3 years is spent on the CSR programs / activities of the Company.
- In case at least 2% of the average net profits of the Company of the last 3 years is not spent in a financial year, reasons for the same shall be specified in the Board's report.
- All expenditure towards the CSR programs / activities will be diligently documented.
- Any surplus generated out of the CSR programs / activities of the Company will not be added to the normal business profits of the Company.

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For and on behalf of the Corporate Social Responsibility Committee

Sd/-

**K. Sethuraman**  
Chairman  
DIN: 00007787

Sd/-

**Jagannatha Kumar**  
Director  
DIN: 07549304

**Mumbai**  
April 18, 2018

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

## Annexure 3B

### Details of amount spent on CSR activities during the financial year 2017-18

Sr. No.	CSR project or Activity Identified	Sector in which the project is covered (Clause number of Schedule VII to the Companies Act, 2013, as amended)	Project or Program 1. Local Area or Other 2. Specify the State and district where projects or programs was undertaken	Amount Outlay (Budget) Project or Program wise (Rs.)	Amount spent on the Projects or Programs: Sub Heads (1) Direct Expenditure on Projects or Programmes (2) Overheads (Rs.)	Cumulative Expenditure upto the reporting period (Rs.)	Amount Spent Direct or through Implementing Agency
1	Sports Reliance Foundation Jr. NBA Programme	Cl (vii) Training to promote rural sports, Nationally recognized sports	1. Maharashtra - District - Mumbai	14,750,000	14,750,000	14,750,000	Implementing Agency - Reliance Foundation*
2	Sports Reliance foundation Young Champs programme	Cl. (i) Training to promote rural nationally recognised sports	1. Maharashtra - District - Mumbai	6,750,000	6,781,753	6,781,753	Implementing Agency - Reliance Foundation*

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3	Animal Welfare	Cl (iv) Ensuring environmental sustainability, ecological balance	1. Maharashtra - District - Mumbai	10,500,000	10,468,247	10,468,247	Implementing Agency - Reliance Foundation*
4	Education - Dhirubhai Ambani Scholarships	Cl. (ii) Promoting Education	1. Gujarat - District - Vadodara, Valsad, 2. Haryana - District - Ambala, Bhiwani, Faridabad, Gurgaon, Hisar, Jhajjar, Jind, Kaithal, Mahendragarh, Panipat, Rewari, Rohtak, Sonapat 3. Himachal Pradesh - District - Bilaspur, Hamirpur, Kangra, Kullu, Mandi, Shimla, Una 4. Jammu & Kashmir - District - Amira Kadal, Anantnag, Baramula, Beerwah, Jammu, Kupwara, Kulgam, Srinagar 5. Jharkhand - District - Bokaro, Chatra, Dhanbad, Dumka, Giridih, Hazaribagh, Jamtara, Jamshedpur, Palamu, Purbi Singhbhum, Ramgarh, Ranchi 6. Karnataka - District - Banglore, Dakshin Kannada, Shimoga, Davangere, Kolar, North Kannada, Shimoga, Tumkur, Udupi, Uttara Kannada 7. Kerala - District - Ernakulam, Kannur, Kollam, Kottayam, Kozhikode, Thrissur, Thiruvananthapuram, Alappuzha, Kasaragod, Palakkad 8. Madhya Pradesh - District - Bhopal, Chhatarpur, Chhindwara, Damoh, Harda 9. Maharashtra - District - Akola, Amravati,	-	-	18,800,000	Implementing Agency - Reliance Foundation*

Registered Office: 9<sup>th</sup> Floor, Maker Chambers IV, 222 Nariman Point, Mumbai 400 021  
Phone No. 022 - 22785000

# Reliance Strategic Investments Limited

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			Aurangabad, Beed, Bhandara, Buldhana, Chandrapur, Dhule, Gadchirali, Gondia, Hingoli, Jalgaon				
				<b>32,000,000</b>	<b>32,000,000</b>	<b>50,800,000</b>	

# **Reliance Strategic Investments Limited**

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\*Reliance Foundation (RF) is a Company within the meaning of Section 8 of the Companies Act, 2013 and has a comprehensive approach towards development with an overall aim to create and support meaningful and innovative activities that address some of India's most pressing development challenges, with the aim of enabling lives, living and livelihood for a stronger and inclusive India.

RF has an established track record of more than three years in undertaking such projects and programs.

For and on behalf of the Corporate Social Responsibility Committee

**Sd/-**

**K. Sethuraman**  
**Chairman**  
**DIN: 00007787**

**Sd/-**

**Jagannatha Kumar**  
**Director**  
**DIN: 07549304**

**Mumbai**  
**April 18, 2018**



# **Reliance Strategic Investments Limited**

**CIN: U65990MH1999PLC120918**

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## **RESPONSIBILITY STATEMENT**

The Responsibility Statement of the Corporate Social Responsibility Committee of the Board of Directors of the Company, is reproduced below:

'The implementation and monitoring of Corporate Social Responsibility (CSR) Policy, is in compliance with CSR objectives and policy of the Company.'

For and on behalf of the Corporate Social Responsibility Committee

**Sd/-**

**K. Sethuraman**  
**Chairman**  
**DIN: 00007787**

**Sd/-**

**Jagannatha Kumar**  
**Director**  
**DIN: 07549304**

**Mumbai**  
**April 18, 2018**

# Reliance Strategic Investments Limited

## CIN: U65990MH1999PLC120918

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### Annexure 4

#### **Policy for Appointment of Directors and determining Directors' Independence**

#### **1. Introduction**

- 1.1 Reliance Strategic Investments Limited (RSIL) believes that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. Towards this, RSIL ensures constitution of a Board of Directors with an appropriate composition, size, diversified expertise and experience and commitment to discharge their responsibilities and duties effectively.
- 1.2 RSIL recognizes the importance of Independent Directors in achieving the effectiveness of the Board. RSIL aims to have an optimum combination of Executive, Non-Executive and Independent Directors.

#### **2. Scope and Purpose:**

- 2.1. This Policy sets out the guiding principles for the Nomination and Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent directors of the Company.

#### **3. Terms and References:**

In this Policy, the following terms shall have the following meanings:

- 3.1. “**Director**” means a director appointed to the Board of a company.
- 3.2. “**Nomination and Remuneration Committee**” means the committee constituted by RSIL’s Board in accordance with the provisions of Section 178 of the Companies Act, 2013
- 3.3. “**Independent Director**” means a director referred to in sub-section (6) of Section 149 of the Companies Act, 2013.

#### **4. Policy:**

##### **4.1. Qualifications And Criteria**

The Nomination and Remuneration (NR) Committee, and the Board, shall review on an annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a Board with diverse background and experience that are relevant for the Company’s operations.

In evaluating the suitability of individual Board members, the NR Committee shall take into account many factors, including the following:

- General understanding of the Company’s business dynamics, global business and social perspective,

# Reliance Strategic Investments Limited

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- Educational and professional background;
- Standing in the profession;
- Personal and professional ethics, integrity and values;
- Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively;

The proposed appointee shall also fulfill the following requirements:

- Shall possess a Director Identification Number;
- Shall not be disqualified under the Companies Act, 2013;
- Shall give his written consent to act as a Director;
- Shall endeavour to attend all Board Meetings and wherever he is appointed as a Committee Member, the Committee Meetings;
- Shall abide by the Company's Code of Conduct;
- Shall disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
- Such other requirements as may be prescribed, from time to time, under the Companies Act, 2013, and other relevant laws.

The NR Committee shall evaluate each individual with the objective of having a group that best enables the success of the Company's business.

## 4.2. Criteria of Independence

The NR Committee shall assess the independence of Directors at the time of appointment / re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interests or relationships are disclosed by a Director.

The criteria of independence, as laid down in Companies Act, 2013 is as below:

An independent director in relation to a company, means a director other than a managing director or a whole-time director or a nominee director—

- a. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;
- b. (i) who is or was not a promoter of the company or its holding, subsidiary or associate company;  
(ii) who is not related to promoters or directors in the company, its holding, subsidiary or associate company;
- c. who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
- d. none of whose relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent or more of its gross

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

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- turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- e. who, neither himself nor any of his relatives—
- (i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;
  - (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of—
    - (A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
    - (B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;
  - (iii) holds together with his relatives two per cent or more of the total voting power of the company; or
  - (iv) is a Chief Executive or director, by whatever name called, of any non-profit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company;
- f. shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations, corporate social responsibility or other disciplines related to the Company's business.
- g. shall possess such other qualifications as may be prescribed, from time to time, under the Companies Act, 2013.

The Independent Directors shall abide by the "Code for Independent Directors" as specified in Schedule IV to the Companies Act, 2013.

## 4.3. Other Directorships / Committee Memberships

- 4.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as directors of the Company. The NR Committee shall take into account the nature of, and the time involved in a Director's service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.
- 4.3.2 A Director shall not serve as Director in more than 20 companies of which not more than 10 shall be Public Limited Companies.

# **Reliance Strategic Investments Limited**

**CIN: U65990MH1999PLC120918**

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4.3.3 A Director shall not serve as an Independent Director in more than 7 Listed Companies and not more than 3 Listed Companies in case he is serving as a Whole-time Director in any Listed Company.

For and on behalf of the Board of Directors

**Sd/-**

**K. Sethuraman**  
**Chairman**  
**DIN: 00007787**

**Mumbai**  
**April 18, 2018**

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

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Annexure 5

## Remuneration Policy for Directors, Key Managerial Personnel and other Employees

### 1. Introduction

1.1 Reliance Strategic Investments Limited (RSIL) recognizes the importance of aligning the business objectives with specific and measurable individual objectives and targets. The Company has therefore formulated the remuneration policy for its directors, key managerial personnel and other employees keeping in view the following objectives:

- 1.1.1 Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully
- 1.1.2 Ensuring that relationship of remuneration to performance is clear and meets the performance benchmarks
- 1.1.3 Ensuring that remuneration involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals

### 2. Scope and Purpose:

2.1 This Policy sets out the guiding principles for the Nomination and Remuneration Committee for recommending to the Board the remuneration of the Directors, Key Managerial Personnel and other employees of the Company.

### 3. Terms and References:

In this Policy, the following terms shall have the following meanings:

3.1 “**Director**” means a director appointed to the Board of a company.

3.2 “**Key Managerial Personnel**” means

- (i) the Chief Executive Officer or the managing director or the manager;
- (ii) the company secretary;
- (iii) the whole-time director;
- (iv) the Chief Financial Officer; and
- (v) such other officer as may be prescribed under the Companies Act, 2013

3.3 “**Nomination and Remuneration Committee**” means the committee constituted by RSIL’s Board in accordance with the provisions of Section 178 of the Companies Act, 2013.

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

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## 4. Policy:

### 4.1 Remuneration to Executive Directors and Key Managerial Personnel

4.1.1 The Board, on the recommendation of the Nomination and Remuneration (NR) Committee, shall review and approve the remuneration payable to the Executive Directors of the Company within the overall limits approved by the shareholders.

The remuneration structure to the Executive Directors and Key Managerial Personnel shall include the following components:

- (i) Basic Pay
- (ii) Perquisites and Allowances
- (iii) Stock Options
- (iv) Commission (Applicable in case of Executive Directors)
- (v) Retiral benefits
- (vi) Annual Performance Bonus

### 4.2 Remuneration to Non-Executive Directors

The Board on the recommendation of the NR Committee shall review and approve the remuneration payable to the Non-Executive Directors of the Company within the overall limits approved by the shareholders.

Non-Executive Directors may be entitled to sitting fees for attending the meetings of the Board and the Committees thereof. The Non-Executive Directors may also be entitled to profit related commission in addition to the sitting fees.

### 4.3 Remuneration To Other Employees

Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration is determined within the appropriate grade and is based on various factors such as job profile, skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

For and on behalf of the Board of Directors

Sd/-

**K. Sethuraman**  
Chairman  
DIN: 00007787

**Mumbai**  
**April 18, 2018**

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

Annexure 6

Form No. MGT-9

## EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2018

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

<b>I.</b>	<b>REGISTRATION AND OTHER DETAILS</b>	
i)	CIN	U65990MH1999PLC120918
ii)	Registration Date	22.07.1999
iii)	Name of the Company	Reliance Strategic Investments Limited
iv)	Category / Sub-Category of the Company	Public Company/ Limited by shares
v)	Address of the Registered office and contact details	9th Floor, Maker Chambers IV, 222, Nariman Point, Mumbai - 400021, Maharashtra, Tel: +91 22 22785000
vi)	Whether listed company	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Computershare Private Limited Karvy Selenium Tower B Plot 31-32, Gachibowli, Financial District Nanakramguda, Hyderabad - 500 032 Tel: +91 4067161700 Fax: +91 4067161680
<b>II.</b>	<b>PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY</b>	
	All the business activities contributing 10% or more of the total turnover of the company	As per Attachment A
<b>III.</b>	<b>PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES</b>	
		As per Attachment B
<b>IV.</b>	<b>SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)</b>	
i)	Category-wise Share Holding	As per Attachment C
ii)	Shareholding of Promoters	As per Attachment D
iii)	Change in Promoters' Shareholding	As per Attachment E
iv)	Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)	As per Attachment F
v)	Shareholding of Directors and Key Managerial Personnel	As per Attachment G
<b>V.</b>	<b>INDEBTEDNESS</b>	
	Indebtedness of the Company including interest outstanding/accrued but not due	As per Attachment H



# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

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	for payment	
<b>VI.</b>	<b>REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL</b>	
A.	Remuneration to Managing Director, Whole-time Directors and/or Manager	As per Attachment I
B.	Remuneration to other directors	As per Attachment J
C.	Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD	As per Attachment K
<b>VII.</b>	<b>PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES</b>	As per Attachment L

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

## ATTACHMENT A

### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company are given below :-

Sl. No.	Name and Description of main products/services	NIC Code of the product/service *	% to total turnover of the company #
1	Investment and Lending Activities as a Non-Banking Financial Company registered under Chapter IIIB of the Reserve Bank of India Act, 1934	64990	100.00%

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

# On the basis of Gross Turnover

## ATTACHMENT B

### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

#### (a) Particulars of Holding Company

Sr. No.	Name of Company	Address of Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares held*	Applicable section
1	Reliance Industries Limited	3rd Floor, Maker Chambers IV, 222, Nariman Point, Mumbai - 400021, Maharashtra	L17110MH1973PLC019786	Holding Company	100.00	2 (46)

\* Representing aggregate % of shares held by the Holding Company alongwith its nominees

#### (b) Particulars of Subsidiary Companies – Nil

#### (c) Particulars of Associate Companies

Sr. No.	Name of Company	Address of Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares held	Applicable section
1	Reliance	9th Floor, Maker	U51909MH2006PLC1	Associate	25	2(6)

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

Sr. No.	Name of Company	Address of Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares held	Applicable section
	Commercial Dealers Limited	Chambers IV, 222, Nariman Point, Mumbai - 400021, Maharashtra	66162	Company		

## IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

### i) Category-wise Share Holding

	Category of Shareholders	No. of Shares held at the beginning of the year (As on 01-04-2017)				No. of Shares held at the end of the year (As on 31-03-2018)				% of change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
<b>A</b>	<b>PROMOTERS</b>									
(1)	Indian									
a)	Individual / HUF	0	0	0	0.00	0	0	0	0.00	0.00
b)	Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c)	State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d)	Bodies Corporate	2020194	6	2020200*	100.00	2020194	6	2020200*	100.00	0.00
e)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f)	Any other...	0	0	0	0.00	0	0	0	0.00	0.00
	<b>SUB - TOTAL (A)(1)</b>	2020194	6	2020200*	100.00	2020194	6	2020200*	100.00	0.00
(2)	Foreign									
a)	NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b)	Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Any other...	0	0	0	0.00	0	0	0	0.00	0.00
	<b>SUB - TOTAL (A)(2)</b>	0	0	0	0.00	0	0	0	0.00	0.00
	<b>TOTAL SHAREHOLDING OF PROMOTER (A) = (A)(1) + (A)(2)</b>	2020194	6	2020200*	100.00	2020194	6	2020200*	100.00	0.00
<b>B</b>	<b>PUBLIC SHAREHOLDING</b>									
1	Institutions									

# Reliance Strategic Investments Limited

**CIN: U65990MH1999PLC120918**

	Category of Shareholders	No. of Shares held at the beginning of the year (As on 01-04-2017)				No. of Shares held at the end of the year (As on 31-03-2018)				% of change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
a)	Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c)	Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d)	State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g)	FIs	0	0	0	0.00	0	0	0	0.00	0.00
h)	Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
	<b>SUB - TOTAL (B)(1)</b>	0	0	0	0.00	0	0	0	0.00	0.00
<b>2</b>	<b>Non-institutions</b>									
a)	Bodies Corporate									
i)	Indian	0	0	0	0.00	0	0	0	0.00	0.00
ii)	Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b)	Individuals									
i)	Individual shareholders holding nominal share capital up to Rs.1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
ii)	Individual shareholders holding nominal share capital in excess of Rs.1 lakh	0	0	0	0.00	0	0	0	0.00	0.00
c)	Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
	<b>SUB - TOTAL (B)(2)</b>	0	0	0	0.00	0	0	0	0.00	0.00
	<b>TOTAL PUBLIC SHAREHOLDING (B) = (B)(1) + (B)(2)</b>	0	0	0	0.00	0	0	0	0.00	0.00
<b>C.</b>	<b>SHARES HELD BY CUSTODIAN FOR GDRS &amp; ADRS</b>	0	0	0	0.00	0	0	0	0.00	0.00
	<b>GRAND TOTAL</b>	<b>2020194</b>	<b>6</b>	<b>2020200*</b>	<b>100.00</b>	<b>2020194</b>	<b>6</b>	<b>2020200*</b>	<b>100.00</b>	<b>0.00</b>

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01-04-2017)				No. of Shares held at the end of the year (As on 31-03-2018)				% of change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(A+B+C)									

\* Includes 1 share each held by 6 nominees (other than promoters) jointly with Reliance Industries Limited (RIL), Beneficial interest is with RIL.

## ATTACHMENT D

### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01-04- 2017)			Shareholding at the end of the year (As on 31-03-2018)			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in shareholding during the year
1	Reliance Industries Limited	2020200*	100.00	Nil	2020200*	100.00	Nil	Nil

\* Includes 1 share each held by 6 nominees jointly with Reliance Industries Limited (RIL), Beneficial interest is with RIL.

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

## ATTACHMENT E

### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year (As on 01-04-2017)		Cumulative Shareholding during the year (01-04-2017 to 31-03-2018)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	2020200*	100.00	2020200*	100.00
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	Nil	Nil	Nil	Nil
3	At the End of the year	2020200*	100.00	2020200*	100.00

\* Includes 1 share each held by 6 nominees (other than promoters) jointly with Reliance Industries Limited (RIL), Beneficial interest is with RIL.

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

## ATTACHMENT F

### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

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

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason (e.g. allotment / transfer / bonus / sweat equity etc)	Cumulative Shareholding during the year (01-04-17 to 31-03-18)	
		No. of Shares at the beginning (01-04-17)/end of the year(31-03-18)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1.	Shri L.V. Merchant jointly with Reliance Industries Limited (RIL)*	1	0.00005	01-04-2017	0	-	1	0.00005
		1	0.00005	31-03-2018				
2.	Shri Rohit C. Shah jointly with RIL*	1	0.00005	01-04-2017	0	-	1	0.00005
		1	0.00005	31-03-2018				
3.	Shri Sudhakar Saraswatula jointly with RIL*	1	0.00005	01-04-2017	0	-	1	0.00005
		1	0.00005	31-03-2018				
4.	Shri Ramesh Kumar Damani jointly with RIL*	1	0.00005	01-04-2017	0	-	1	0.00005
		1	0.00005	31-03-2018				
5.	Shri Raj Mullick jointly with RIL*	1	0.00005	01-04-2017	0	-	1	0.00005
		1	0.00005	31-03-2018				

\* Included in the promoter shareholding mentioned at point no. IV(i), (ii), (iii). Holding in the capacity as nominee of Reliance Industries Limited (RIL), Beneficial interest is with RIL.

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

## ATTACHMENT G

### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason (e.g. allotment / transfer / bonus / sweat equity etc)	Cumulative Shareholding during the year (01-04-17 to 31-03-18)	
		No. of Shares at the beginning (01-04-17) / end of the year (31-03-18)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Shri K. Sethuraman*	1	0.00005	01-04-2017	0	-	1	0.00005
		1	0.00005	31-03-2018				

\*Holds jointly with Reliance Industries Limited (RIL), Beneficial interest is with RIL



# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

## ATTACHMENT H

### V. INDEBTEDNESS

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

	Amount (in Rs.)			
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year (01.04.2017)</b>				
i) Principal Amount	-	1559,60,00,000	-	1559,60,00,000
ii) Interest due but not paid	-		-	
iii) Interest accrued but not due	-	239,90,75,137	-	239,90,75,137
<b>TOTAL (i+ii+iii)</b>	-	<b>1799,50,75,137</b>	-	<b>1799,50,75,137</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	-	4186,74,35,259	-	4186,74,35,259
Reduction	-	(4248,95,10,396)	-	(4248,95,10,396)
<b>Net Change</b>	-	<b>(62,20,75,137)</b>	-	<b>(62,20,75,137)</b>
<b>Indebtedness at the end of the financial year (31.03.2018)</b>				
i) Principal Amount	-	1737,30,00,000	-	1737,30,00,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>TOTAL (i+ii+iii)</b>	-	<b>1737,30,00,000</b>	-	<b>1737,30,00,000</b>

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

## ATTACHMENT I

### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

#### A. Remuneration to Managing Director, Whole-time Directors and/or Manager – Not applicable

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager					Total Amount (In Rs.)
1	Gross salary	-	-	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-	-	-
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-
4	Commission	-	-	-	-	-	-
	- as % of profit	-	-	-	-	-	-
	- others	-	-	-	-	-	-
5	<b>OTHERS</b>	-	-	-	-	-	-
	<b>TOTAL (A)</b>	-	-	-	-	-	-
	Ceiling as per the Act						

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

## ATTACHMENT J

### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

#### B. Remuneration to other directors

SI No.	Particulars of remuneration	Shri K. Sethuraman	Shri Jagannatha Kumar	Ms. Jayashri Rajesh	Shri Shivkumar Bhardwaj	Shri Dhiren Dalal	Total Amount (in Rs)
1.	<b>Independent Directors</b>						
	· Fee for attending board / committee Meetings				3,75,000	3,75,000	7,50,000
	· Commission						
	· Others						
	<b>TOTAL (1)</b>				<b>3,75,000</b>	<b>3,75,000</b>	<b>7,50,000</b>
2.	<b>Other Non-Executive Directors</b>						
	· Fee for attending board / committee meetings	50,000	70,000	50,000			1,70,000
	· Commission						
	· Others						
	<b>TOTAL (2)</b>	<b>50,000</b>	<b>70,000</b>	<b>50,000</b>			<b>1,70,000</b>
	<b>TOTAL (B)=(1+2)</b>	<b>50,000</b>	<b>70,000</b>	<b>50,000</b>	<b>3,75,000</b>	<b>3,75,000</b>	<b>9,20,000</b>
	<b>TOTAL MANAGERIAL REMUNERATION*</b>						<b>9,20,000</b>
	Overall Ceiling as per the Act	Sitting Fees: one lakh rupees per meeting of the Board or Committee					

\* Total remuneration to all the Directors (being the total of A and B)

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

## ATTACHMENT K

### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount (In Rs.)
		CEO	Company Secretary – Ms Komal Chhapru*	CFO – Shri Gopalakrishnan J.**	
1	Gross salary	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others	-	-	-	-
5	Others	-	1,01,370#	2,10,959#	3,12,329#
	<b>TOTAL</b>	-	<b>1,01,370#</b>	<b>2,10,959#</b>	<b>3,12,329#</b>

\*Remuneration paid w.e.f. 28.09.2017

\*\*Remuneration paid w.e.f. 28.09.2017 to 28.02.2018

#Payment on secondment basis exclusive of taxes.

# Reliance Strategic Investments Limited

CIN: U65990MH1999PLC120918

## ATTACHMENT L

### VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

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

For and on behalf of the Board of Directors

Sd/-

**K. Sethuraman**  
Chairman  
DIN: 00007787

Mumbai  
April 18, 2018s

# 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

## SECRETARIAL AUDIT REPORT

*For the Financial Year ended March 31, 2018*

*[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]*

To,  
The Members,  
Reliance Strategic Investments Limited  
9th Floor, Maker Chambers IV 222,  
Nariman Point,  
Mumbai - 400021

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Reliance Strategic Investments Limited** ("the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2018 ("the Financial Year"), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year according to the provisions of:

- i) The Companies Act, 2013 ("the Act") and the rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder- **Not Applicable to the Company during the Audit Period;**
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings- **Not Applicable to the Company during the Audit Period;**



# Shashikala Rao & Co.

Company Secretaries

- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- **Not Applicable to the Company during the Audit Period;**
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015- **Not Applicable to the Company during the Audit Period;**
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009- **Not Applicable to the Company during the Audit Period;**
  - d) Securities And Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not Applicable to the Company during the Audit Period;**
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- **Not Applicable to the Company during the Audit Period;**
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - **Not Applicable to the Company during the Audit Period;**
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- **Not Applicable to the Company during the Audit Period;** and
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - **Not Applicable to the Company during the Audit Period;**
- vi) The Reserve Bank of India Act, 1934, Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 and other notifications / circulars / guidelines / Directions issued by the Reserve Bank of India from time to time.

I have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreements entered into by the Company with Stock Exchange(s) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, if applicable - **Not Applicable to the Company during the Audit Period;**  
However, the Company has made appropriate related party disclosures in terms of Para A of Schedule V to SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.



**Shashikala Rao & Co.**  
Company Secretaries

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During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**I further report that-**

The Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions made at Board Meetings and Committee Meetings have unanimous consent as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

**I further report that** having regard to the compliance system prevailing in the Company and as per explanations and management representations obtained and relied upon by me the Company has adequate systems and processes commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For Shashikala Rao & Co.  
Company Secretaries



Shashikala Rao  
Practising Company Secretary  
FCS 3866 CP No 9482

Place: Mumbai  
Date: April 18, 2018



## **INDEPENDENT AUDITOR'S REPORT**

### **To the Members of Reliance Strategic Investments Limited Report on the Financial Statements**

We have audited the accompanying financial statements of **Reliance Strategic Investments Limited** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2018, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of the appropriate accounting policies; making judgements 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 fair presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the order under section 143(11) of the Act.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

#### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2018, and its profit and its cash flows for the year ended on that date.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we 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.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
  - c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of written representations received from the directors as on 31<sup>st</sup> March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2018, from being appointed as a director in terms of section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rules 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i) The Company does not have any pending litigations which would impact its financial position.
    - ii) The Company did not have any material foreseeable losses on long-term contracts including derivative contracts that require provision under any law or accounting standards.
    - iii) There were no amounts outstanding which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **Chaturvedi & Shah**  
Chartered Accountants  
(Registration no. 101720W)

Sd/-  
**Jignesh Mehta**  
Partner  
Membership No.: 102749

Place: Mumbai  
Date: April 18, 2018

For **Rajendra & Co.**  
Chartered Accountants  
(Registration no. 108355W)

Sd/-  
**Sanket. M. Shah**  
Partner  
Membership No.: 148270

Place : Mumbai  
Date : April 18, 2018

**“Annexure A” to Independent Auditors’ Report on the Financial Statements of Reliance Strategic Investments Limited**

**(Referred to in Paragraph 1 under the heading of “Report on other legal and regulatory requirements” of our report of even date)**

- i) As the Company had no Fixed Assets during the year, clause (i) of paragraph of 3 of the order is not applicable to the company.
- ii) As explained to us, physical verification of the inventories have been conducted at reasonable intervals by the Management, which in our opinion is reasonable, having regard to the size of the Company and nature of its inventories. No material discrepancies were noticed on such physical verification.
- iii) The Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. Consequently, the requirement of clause (iii) (a) to clause (iii) (c) of paragraph 3 of the Order is not applicable to the Company.
- iv) Company has not directly or indirectly advanced loan to the person or given guarantees or securities in connection with the loan taken by persons covered under Section 185 of the Act. The provisions of section 186 of the Act, in respect of investments, loans, guarantee or security given are not applicable to the company.
- v) According to the information and explanations given to us, the Company has not accepted any deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Therefore, the clause (v) of paragraph 3 of the Order is not applicable to the Company.
- vi) To the best of our knowledge and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub section (1) of Section 148 of the Act in respect of the activities undertaken by the Company.
- vii) In respect of Statutory dues :
  - a) According to the records of the Company, undisputed statutory dues including provident fund, employees’ state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues have been regularly deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues, were outstanding as at March 31, 2018 for a period of more than six months from the date they became payable.
  - b) According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax , cess on account of any dispute, which have not been deposited.
- viii) In our opinion and according to the information and explanation given to us the Company has not raised loans from financial institutions or banks or government or by issue of debentures and hence clause (viii) of paragraph 3 of the Order is not applicable to the Company.
- ix) The company has not raised money by way of initial public offer or further public offer (including debt instruments) and terms loans have been used for the purpose for which it has been raised.
- x) Based on the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

- xi) The Company has not paid any managerial remuneration during the year and hence clause (xi) of paragraph 3 of the Order is not applicable to the Company.
- xii) In our opinion Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the company.
- xiii) In our opinion and according to the information and explanations given to us, the Companies transaction with its related parties are in compliance with sections 177 and 188 of the Act and their details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- xiv) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence reporting under clause (xiv) of paragraph 3 of the Order is not applicable to the company.
- xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transaction with the directors or persons connected with him and covered under section 192 of the Act, Hence, reporting under clause (xv) of the paragraph 3 of the Order is not applicable to the Company.
- xvi) Based on information and explanation given to us, the Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and necessary registration has been obtained by the Company.

For **Chaturvedi & Shah**  
Chartered Accountants  
(Registration no. 101720W)

Sd/-  
**Jignesh Mehta**  
Partner  
Membership No.: 102749

Place: Mumbai  
Date: April 18 , 2018

For **Rajendra & Co.**  
Chartered Accountants  
(Registration no. 108355W)

Sd/-  
**Sanket. M. Shah**  
Partner  
Membership No.: 148270

Place : Mumbai  
Date : April 18 , 2018

## **ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT ON THE FINANCIAL STATEMENTS OF RELIANCE STRATEGIC INVESTMENTS LIMITED**

**(Referred to in paragraph 2 (f) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date)**

### **Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the Internal Financial Control over financial reporting of **Reliance Strategic Investments Limited** (“the company”) as of 31<sup>st</sup> March, 2018 in conjunction with our audit of the financial statements of the Company for the year then ended.

#### **Management Responsibility for the Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditor’s Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls Over Financial Reporting**

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **Chaturvedi & Shah**  
Chartered Accountants  
(Registration no. 101720W)

Sd/-  
**Jignesh Mehta**  
Partner  
Membership No.: 102749

Place: Mumbai  
Date: April 18 , 2018

For **Rajendra & Co.**  
Chartered Accountants  
(Registration no. 108355W)

Sd/-  
**Sanket. M. Shah**  
Partner  
Membership No.: 148270

Place : Mumbai  
Date : April 18 , 2018

**Reliance Strategic Investments Limited**  
**Balance Sheet as at 31st March, 2018**

` in lakhs

	Note	As at 31st March, 2018	As at 31st March, 2017	
<b>EQUITY AND LIABILITIES</b>				
<b>Shareholders' Funds</b>				
Share Capital	1	2 33	2 33	
Reserves and Surplus	2	<u>1922 37</u>	<u>1643 95</u>	
		<b>1924 70</b>		1646 28
<b>Current Liabilities</b>				
Short Term Borrowings	3	1737 30	1559 60	
Trade Payables	4			
Micro, Small and Medium Enterprises		-	-	
Others		-	-	
Other Current Liabilities	5	29	266 67	
Short Term Provisions	6	<u>13</u>	<u>7 35</u>	
		<b>1737 72</b>		1833 62
<b>TOTAL</b>		<u><u>3662 42</u></u>	<u><u>3479 90</u></u>	
<b>ASSETS</b>				
<b>Non-Current Assets</b>				
Non-Current Investments	7	726 73	255 80	
Long-Term Loans and Advances	8	<u>73 39</u>	<u>15 01</u>	
		<b>800 12</b>		270 81
<b>Current Assets</b>				
Inventories	9	2779 83	2268 55	
Trade Receivable	10	40 32	37 79	
Cash and Bank Balances	11	1 68	352 36	
Short Term Loans and Advance	12	25 00	150 45	
Other Current Assets	13	<u>15 47</u>	<u>399 94</u>	
		<b>2862 30</b>		3209 09
<b>TOTAL</b>		<u><u>3662 42</u></u>	<u><u>3479 90</u></u>	

Significant Accounting Policies

See accompanying Notes to the Financial Statements 1 to 26

As per our Report of even date

For and on behalf of the Board

For **Chaturvedi & Shah**

Firm Registration No : 101720W  
Chartered Accountants

For **Rajendra & Co.**

Firm Registration No : 108355W  
Chartered Accountants

sd/-

**K. Sethuraman**  
Chairman

sd/-

**Jignesh Mehta**

Partner  
Membership No. 102749

sd/-

**Sanket M. Shah**

Partner  
Membership No. 148270

sd/-

**Jagannatha Kumar**  
Director

Mumbai

Date : 18th April, 2018

sd/-

**Jayashri Rajesh**  
Director

sd/-

**Dhiren Dalal**  
Independent Director

sd/-

**Shivkumar Bhardwaj**  
Independent Director

sd/-

**Komal Chhapru**  
Company Secretary

sd/-

**Suresh Jagannathan**  
Chief Financial Officer



## Reliance Strategic Investments Limited

### Statement of Profit and Loss for the year ended 31st March, 2018

	Note	2017-18	` in lakhs 2016-17
<b>INCOME</b>			
Revenue from Operations	14	457 27	701 09
Other Income	15	1 20	1 08
<b>Total Income</b>		<b>458 47</b>	<b>702 17</b>
<b>EXPENSES</b>			
Finance Cost	16	71 44	266 56
Other Expenditure	17	15 84	11 41
<b>Total Expenses</b>		<b>87 28</b>	<b>277 97</b>
Profit before tax		371 19	424 20
<b>Tax Expense</b>			
Current tax		92 50	93 75
Tax for earlier years		27	48
Profit for the year		<b>278 42</b>	<b>329 97</b>
Earnings per Equity Shares of face value of ` 10 each	18		
Basic (in `)		1,378.18	1,633.35
Diluted (in `)		538.70	638.44
<b>Significant Accounting Policies</b>			
See accompanying Notes to the Financial Statements	1 to 26		

As per our Report of even date

For and on behalf of the Board

For **Chaturvedi & Shah**

Firm Registration No : 101720W  
Chartered Accountants

For **Rajendra & Co.**

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Independent Director

sd/-

**Komal Chhapru**  
Company Secretary

sd/-

**Suresh Jagannathan**  
Chief Financial Officer

## Reliance Strategic Investments Limited

### Cash Flow Statement for the year ended 31st March, 2018

` in lakhs

	2017-18	2016-17
<b>A Cash Flow from Operating Activities</b>		
Net Profit before tax as per Profit and Loss Statement	371 19	424 20
Adjusted for :		
Interest income	(14 31)	(52 48)
Dividend income on investments / Stock	(40 99)	(40 73)
Share of income on investment in Venture fund	(39 34)	(23 48)
Profit on sale of non current investments	(12 91)	-
Reversal of general Provision on Standard Assets	( 95)	-
Finance costs	71 44	266 56
	(37 06)	149 87
<b>Operating Profit / (Loss) before working capital changes</b>	<b>334 13</b>	<b>574 07</b>
Adjusted for :		
Trade and other receivables	369 04	53 89
Inventories	(511 27)	898 69
Trade payables	5	(73 96)
	(142 18)	878 62
<b>Cash generated from operations</b>	<b>191 95</b>	<b>1452 69</b>
Taxes paid	(166 10)	(74 29)
Net Cash Flow from Operating Activities	<b>25 85</b>	<b>1378 40</b>
<b>B Cash flow from Investing Activities</b>		
Purchase of investments	(561 44)	(3 73)
Sale of investments	103 42	173 10
Dividend income on investments / stock	40 99	40 73
Share of income on investment in Venture fund	39 34	23 48
Movement in loans	133 92	76 72
Investment in / proceeds from fixed deposits	350 00	-
Interest income	27 40	64 58
Net Cash Flow from Investing Activities	<b>133 63</b>	<b>374 88</b>
<b>C Cash flow from financing Activities</b>		
Proceeds from :		
Loan taken from the holding company	4122 45	5133 72
Loan repaid to the holding company	(3944 75)	(6598 62)
Interest paid	(337 86)	(287 39)
Net Cash Flow (used in) Financing Activities	<b>(160 16)</b>	<b>(1752 29)</b>
Net Increase / (Decrease) in Cash and Cash Equivalents	<b>( 68)</b>	<b>99</b>
Opening Balance of Cash and Cash Equivalents	<b>1 36</b>	<b>37</b>
Closing Balance of Cash and Cash Equivalents (Refer Note no. 11)	<b>68</b>	<b>1 36</b>

As per our Report of even date

For and on behalf of the Board

For **Chaturvedi & Shah**

Firm Registration No : 101720W

Chartered Accountants

For **Rajendra & Co.**

Firm Registration No : 108355W

Chartered Accountants

sd/-

**K. Sethuraman**

Chairman

sd/-

**Jignesh Mehta**

Partner

Membership No. 102749

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**Sanket M. Shah**

Partner

Membership No. 148270

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**Jagannatha Kumar**

Director

Mumbai

Date : 18th April, 2018

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**Jayashri Rajesh**

Director

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**Dhiren Dalal**

Independent Director

sd/-

**Shivkumar Bhardwaj**

Independent Director

sd/-

**Komal Chhapru**

Company Secretary

sd/-

**Suresh Jagannathan**

Chief Financial Officer

# Reliance Strategic Investments Limited

## Significant Accounting Policies

### a) **Basis of Preparation of Financial Statements**

The financial statements have been prepared under the historical cost convention, in accordance with the generally accepted accounting principles in India and the provisions of the Accounting Standards notified under the relevant Companies Act, 2013.

### b) **Use of Estimates**

The preparation of financial statements in conformity with Indian GAAP requires judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known/materialised.

### c) **Revenue recognition**

The Company follows mercantile system of accounting and recognises significant items of income and expenditure on accrual basis. Dividend income is recognised when right to receive is established. Interest income is recognised on time proportion basis taking into account the amount outstanding and interest rate applicable.

### d) **Investments**

Current investments are carried at the lower of cost and quoted/fair value, computed category wise. Long term Investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary in the opinion of the management.

### e) **Inventories**

Stock in Trade is valued at cost or market value / net asset value whichever is lower.

### f) **Provision for Current and Deferred Tax**

Provision for current Income Tax is made on the taxable income under the Income Tax Act, 1961. Deferred tax arising on account of "timing difference" and which are capable of reversal in one or more subsequent periods, is recognised using the tax rates and tax laws that are enacted or substantively enacted. Deferred tax assets is recognised only to the extent there is virtual or reasonable certainty with respect to reversal of the same in future years as a matter of prudence.

### g) **Provisions, Contingent Liabilities and Contingent Assets**

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

### h) **Derivative transactions**

In respect of derivative contracts, premium paid, gains / losses on settlement and losses on restatement are recognised in the Profit and Loss Account.

## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

` in lakhs

		As at 31st March, 2018	As at 31st March, 2017
<b>1</b>	<b>Share Capital</b>		
	<b>Authorised :</b>		
	21,00,000 Equity shares of ` 10 each (21,00,000)	2 10	2 10
	2,25,00,000 Preference shares of ` 100 each (2,25,00,000)	225 00	225 00
	5,00,00,000 Preference shares of ` 1 each (5,00,00,000)	5 00	5 00
		<b>232 10</b>	<b>232 10</b>
	<b>Issued, Subscribed and Paid up:</b>		
*	20,20,200 Equity shares of ` 10 each fully paid up (20,20,200)	2 02	2 02
**	4,02,800 9% Non-Cumulative Compulsorily Convertible (4,02,800) Preference Shares of ` 1 each	4	4
***	27,45,355 9% Non-Cumulative Compulsorily Convertible (27,45,355) Preference Shares of ` 1 each	27	27
		<b>2 33</b>	<b>2 33</b>

Note

a) Details of Share holders holding more than 5% shares

Name of the Shareholders	Type	As at 31st March, 2018		As at 31st March, 2017	
		No. of shares	Held (%)	No. of shares	Held (%)
* Reliance Industries Limited (Holding Company)	Equity	20 20 200	100.00	20 20 200	100.00
** Reliance Industries Limited (Holding Company)	Preference	4 02 800	100.00	4 02 800	100.00
*** Reliance World Trade Private Limited (Fellow Subsidiary Company)	Preference	27 45 355	100.00	27 45 355	100.00

b) Reconciliation of Shares outstanding at the beginning and at the end of the year

Particulars	As at 31st March, 2018		As at 31st March, 2017	
	Equity Nos.	Preference Nos.	Equity Nos.	Preference Nos.
	Shares at the beginning of the year	20 20 200	31 48 155	20 20 200
Add : Shares issued during the year	-	-	-	-
Shares at the end of the year	20 20 200	31 48 155	20 20 200	31 48 155

c) Terms of Preference shares

\*\* Each Compulsorily convertible preference share (CCPS) shall be convertible into one equity share of ` 10 each at a premium of ` 2790 per share at any time after 5 years from the date of issue i.e. 31.03.2010 upto 20 years from the date of issue. Outstanding CCPS, if any on the expiry of 20 years from the date of issue will automatically and compulsorily be converted into one equity share for every one CCPS.

\*\*\* Each Compulsorily convertible preference share (CCPS) shall be convertible into one equity share of ` 10 each at a premium of ` 2790 per share at any time after 5 years from the date of respective issues i.e. 06.01.2010 & 13.01.2010 upto 20 years from the date of respective issues. Outstanding CCPS, if any on the expiry of 20 years from the date of respective issues will automatically and compulsorily be converted into one equity share for every one CCPS.

d) Rights, Preferences and Restrictions attached to shares

The Equity Shareholder is eligible for one vote per share held. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to their shareholding.

All the Preference Shares shall carry a preferential right over the Equity shares of the Company as regards to payment of dividend and repayment of capital, in the event of winding-up of the Company. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting.

## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

		As at 31st March, 2018	As at 31st March, 2017	in lakhs
<b>2 Reserves and Surplus</b>				
<b>Capital Redemption Reserve</b>				
As per last Balance sheet		1 23	1 23	
<b>Securities Premium Reserve</b>				
As per last Balance sheet		881 17	881 17	
<b>Statutory Reserve Fund *</b>				
As per last Balance sheet	155 70		89 60	
Add : Transferred from Profit and Loss Account	<u>55 80</u>		<u>66 10</u>	
		211 50	155 70	
<b>Profit and Loss Account</b>				
As per last Balance Sheet	605 85		341 98	
Add: Profit for the year	<u>278 42</u>		<u>329 97</u>	
	884 27		671 95	
Appropriation :				
Statutory Reserve Fund	<u>55 80</u>		<u>66 10</u>	
		828 47	605 85	
		<u>1922 37</u>	<u>1643 95</u>	

\* Created pursuant to Section 45-IC of the Reserve Bank of India Act, 1934.

		As at 31st March, 2018	As at 31st March, 2017	in lakhs
<b>3 Short Term Borrowings</b>				
Unsecured Loans				
Loans from Holding Company		1737 30	1559 60	
		<u>1737 30</u>	<u>1559 60</u>	

# Reliance Strategic Investments Limited

## Notes on the Financial Statement for the year ended 31st March, 2018

### 4 Trade Payables

The Company does not have any creditors governed by the Micro, Small and Medium Enterprises Development Act, 2006.

	As at 31st March, 2018	in lakhs As at 31st March, 2017
5 Other Current Liabilities		
Interest accrued but not due, to the Holding company	-	239 91
* Others	29	26 76
	<u>29</u>	<u>266 67</u>

\* Includes statutory dues, and provision for revenue expenditure

	As at 31st March, 2018	in lakhs As at 31st March, 2017
6 Short Term Provisions		
Other provisions		
# Contingent provision against standard asset	13	1 07
Provision for taxation	-	6 28
	<u>13</u>	<u>7 35</u>

# Created pursuant to Section 45JA of the Reserve Bank of India Act, 1934 and Para 14 of Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016

Provision required is ₹ 13 lakhs (previous year ₹ 58 lakhs)



## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

		As at		in lakhs	
7 Non-Current Investments	Face Value	31st March, 2018		As at 31st March, 2017	
<i>(Long Term Investments)</i>		Units	Amount	Units	Amount
<i>(Valued at Cost less other than temporary diminution in value, if any)</i>					
<b>Other Investments</b>					
<b>(A) Quoted</b>					
<b>In Equity shares - fully paid up</b>					
Care Rating Limited	10	235,923	37 59	-	-
Den Networks Limited	10	1,487,160	14 33	1,487,160	14 33
HPCL Limited	10	3,478,237	85 03	-	-
Indiabulls Housing Finance Limited	10	77,888	7 97	-	-
Indusind Bank Limited	10	708,622	63 31	-	-
Indian Oil Corporation Limited	10	297,996	5 68	-	-
ITC Limited	1	750,000	19 37	-	-
LIC Housing Finance Limited	2	802,500	41 47	-	-
			<b>274 75</b>		<b>14 33</b>
<b>In Debentures - fully paid up</b>					
HDB Financial Services Limited 0% Secured Redeemable Non Convertible Debentures - Series 113	1,000,000	1,000	100 00	-	-
Kotak Mahindra Prime Limited 0% Secured Redeemable Non Convertible Debentures - Series I	1,000,000	1,000	100 00	-	-
PNB Housing Finance Limited 0% Secured Redeemable Non Convertible Bonds - Series XLIII-A	1,000,000	1,000	100 00	-	-
			<b>300 00</b>		<b>-</b>
<b>In Warrants - fully paid up</b>					
HDFC Limited		2,036,700	35 52	2,036,700	35 52
<b>TOTAL (A)</b>			<b>610 27</b>		<b>49 85</b>
<b>(B) Unquoted</b>					
<b>In Equity shares of Associate Company - fully paid up</b>					
Reliance Commercial Dealers Limited	10	37,50,000	3 75	37,50,000	3 75
			<b>3 75</b>		<b>3 75</b>
<b>In Equity shares - fully paid up</b>					
National Stock Exchange of India Limited	1	735,000	22 38	935,000	28 48
			<b>22 38</b>		<b>28 48</b>

## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

7 <b>Non-Current Investments</b> <i>(Long Term Investments)</i> <i>(Valued at Cost less other than temporary diminution in value, if any)</i>	<b>Face Value</b>	<b>As at 31st March, 2018</b>		<b>As at 31st March, 2017</b>	
<b>Other Investments</b>	`	<b>Units</b>	<b>Amount</b>	Units	Amount
` in lakhs					
<b>In Venture fund - fully paid up</b>					
Peninsula Realty fund	100,000	-	-	1,525	15 25
KKR India Debt Fund I	1,000	<b>481,250</b>	<b>48 13</b>	892,060	89 21
DSP Blackrock India Enhanced Equity Fund - Class B	100	-	-	2,000,000	20 00
			<u><b>48 13</b></u>		<u>124 46</u>
<b>In Venture fund - partly paid up</b>					
Multiples Private Equity Fund - Scheme I paid up ` 48580.59 (previous year ` 62084.24) each	100,000	<b>5,000</b>	<b>24 27</b>	5,000	31 04
LICHFL Urban Development Fund paid up ` 7172.32 (previous year ` 7287.40) each	10,000	<b>25,000</b>	<b>17 93</b>	25,000	18 22
			<u><b>42 20</b></u>		<u>49 26</u>
<b>Total (B)</b>			<b>116 46</b>		205 95
<b>Total (A+B)</b>			<u><b>726 73</b></u>		<u>255 80</u>
Aggregate amount of quoted investments			<b>610 27</b>		49 85
Market Value of quoted investments			<b>744 67</b>		48 14
Aggregate amount of unquoted investments			<b>116 46</b>		205 95

## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

	As at 31st March, 2018	` in lakhs As at 31st March, 2017
<b>8 Long Term Loans and Advances</b>		
(Unsecured and considered good)		
Loan to Fellow Subsidiary Companies *	6 54	8 01
Loan to others	-	7 00
Advance payment of taxes (net of provision)	66 85	-
	73 39	15 01

\* Refer note 24 and 25

	As at 31st March, 2018	` in lakhs As at 31st March, 2017
<b>9 Inventories</b>		
Stock-in-trade	2779 83	2268 55
	2779 83	2268 55

	As at 31st March, 2018	` in lakhs As at 31st March, 2017
<b>10 Trade Receivables</b>		
(Unsecured and considered good)		
Over six months	-	-
Others	40 32	37 79
	40 32	37 79

	As at 31st March, 2018	` in lakhs As at 31st March, 2017
<b>11 Cash and Bank Balances</b>		
<b>Cash and cash equivalents</b>	-	-
<b>Balance with Banks</b>		
In current accounts	68	1 36
<b>Other bank balances</b>		
In deposits #	1 00	351 00
	1 68	352 36

# Deposits with banks of ` NIL (previous year ` NIL) with maturity more than 12 months.

Deposits of ` 100 lakhs (previous year ` 35100 lakhs) are given under pledge against option dealings and others.

Cash and Cash Equivalents include deposits maintained by the Company with banks, which can be withdrawn by the Company at any point of time without prior notice or penalty on the principal.

## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

	As at 31st March, 2018	in lakhs As at 31st March, 2017
<b>12 Short Term Loans and Advances</b>		
<b>Unsecured and considered good</b>		
Loan to Fellow Subsidiary Companies *	-	147 50
Loan to others	25 00	2 95
	<b>25 00</b>	<b>150 45</b>

\* Refer note 24 and 25

	As at 31st March, 2018	in lakhs As at 31st March, 2017
<b>13 Other Current Assets</b>		
Interest receivable	53	13 62
Dividend receivable	-	48
Income receivable from Venture funds	14 93	18 67
Future and Option premium on open position (net)	-	367 16
Deposits	1	1
	<b>15 47</b>	<b>399 94</b>

	2017-18	in lakhs 2016-17
<b>14 Revenue from Operations</b>		
Interest income		
on loans	11 70	25 06
on fixed deposits	2 61	27 42
	<b>14 31</b>	<b>52 48</b>
Income from Non-Current investments		
Income from investment in venture funds	38 25	22 56
Dividend on investments	7 91	1 30
Dividend from venture fund	1 09	92
Profit on sale of investments	12 91	-
	<b>60 16</b>	<b>24 78</b>
Income from stock in trade		
Dividend income	33 08	39 43
Interest on securities	1 86	9 04
Profit on sale of stock in trade (Refer note 23)	363 92	557 06
	<b>398 86</b>	<b>605 53</b>
Profit on Future and Option dealings	(16 06)	18 30
	<b>457 27</b>	<b>701 09</b>

## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

	2017-18	` in lakhs 2016-17
<b>15 Other Income</b>		
Interest others	25	1 08
Reversal of general Provision on Standard Assets	95	-
	1 20	1 08

	2017-18	` in lakhs 2016-17
<b>16 Finance Cost</b>		
Interest on Loans	71 44	266 56
	71 44	266 56

	2017-18	` in lakhs 2016-17
<b>17 Other Expenses</b>		
Auditors remuneration		
Statutory audit fees	5	6
Tax audit fees	1	1
Certification fees (previous year ` 5750/-)	0	0
	6	7
Professional fees	79	46
Brokerage	32	32
Securities Transaction Tax	11 18	9 72
Directors sitting fees	9	8
Charity and donations *	3 20	73
Other administrative expenses	20	3
	15 84	11 41

\* Expenditure related to Corporate Social Responsibility (CSR) as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof

- a) CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the company during the year was ` 320 lakhs (previous year ` 72 lakhs)
- b) Expenditure related to CSR is ` 320 lakhs (previous year ` 73 lakhs) is spent through Reliance Foundation

	2017-18	` in lakhs 2016-17
<b>Particulars</b>		
Education	-	73
Sports	2 15	-
Animal Welfare	1 05	-
<b>Total</b>	3 20	73

## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

18 Earnings per share (EPS)	2017-18	2016-17
<b>Face value per equity share ( ` )</b>	<b>10</b>	10
<b>Basic earnings per share ( ` )</b>	<b>1378.18</b>	1633.35
Net Profit after Tax as per Statement of Profit and Loss Account attributable to Equity Shareholders ( ` in lakhs)	<b>278 42</b>	329 97
Weighted average number of equity shares used as denominator for calculating Basic EPS	<b>20 20 200</b>	20 20 200
 <b>Diluted earnings per equity share ( ` )</b>	 <b>538.70</b>	 638.44
Net Profit after Tax as per Profit and Loss Statement attributable to Equity Shareholders ( ` in lakhs)	<b>278 42</b>	329 97
Weighted average number of Equity shares used as denominator for calculating Diluted EPS	<b>516 83 55</b>	516 83 55
 <b>Reconciliation of weighted number of shares outstanding</b>		
Weighted average number of Equity shares used as denominator for calculating Basic EPS	<b>20 20 200</b>	20 20 200
Total Weighted Average Potential Equity Shares	<b>31 48 155</b>	31 48 155
Weighted average number of Equity shares used as denominator for calculating Diluted EPS	<b>51 68 355</b>	51 68 355

19 The Previous year figures have been regrouped / reclassified, wherever necessary to conform to the current year presentation.

20 The Company does not have any Timing differences between taxable income and accounting income requiring provision for deferred tax liability. The company has available amount of carried forward losses under Income Tax Act, however as a matter of prudence no deferred tax asset has been recognised.

21 Contingent Liabilities	As at 31st March, 2018 ` in lakhs	As at 31st March, 2017 ` in lakhs
i) Commitments towards venture fund units	<b>1 81</b>	2 83

#### 22 Segment Reporting

The Company is engaged in business of finance, Trading / investments in shares and securities in India only and there are no separate business / geographical segments as per Accounting Standard - 17 "Segment Reporting".

## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

#### 23 Profit on sale of stock in trade

	Unit	As at 31st March, 2018		As at 31st March, 2017	
		Quantity nos.	Value ` in lac	Quantity nos.	Value ` in lac
<b>Opening Stock</b>					
Equity shares	Nos.	59419974	2268 55	63727595	3167 24
Units	Nos.	-	-	-	-
Debentures	Nos.	-	-	-	-
Bonds	Nos.	-	-	-	-
Government Securities	Nos.	-	-	-	-
	Face value		<u>2268 55</u>		<u>3167 24</u>
<b>Purchases</b>					
Equity shares	Nos.	197089885	5933 95	133409595	4124 78
Units	Nos.	104311702	2645 95	-	-
Debentures	Nos.	-	-	4002	414 40
Bonds	Nos.	2573	257 04	1801	206 65
Government Securities	Face value	2173400000	224 84	2312490000	240 51
			<u>9061 78</u>		<u>4986 34</u>
<b>Sales</b>					
Equity shares	Nos.	166637301	5787 83	137717216	5563 80
Units	Nos.	104311702	2646 62	-	-
Debentures	Nos.	-	-	4002	430 21
Bonds	Nos.	2573	255 53	1801	207 38
Government Securities	Face value	2173400000	224 44	2312490000	240 70
			<u>8914 42</u>		<u>6442 09</u>
<b>Closing Stock</b>					
Equity shares	Nos.	89872558	2779 83	59,419,974	2268 55
Units	Nos.	-	-	-	-
Debentures	Nos.	-	-	-	-
Bonds	Nos.	-	-	-	-
Government Securities	Face value	-	-	-	-
			<u>2779 83</u>		<u>2268 55</u>
			<u>363 92</u>		<u>557 06</u>

## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

24 Disclosure under Para 2 of Schedule V of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015

**a) Loans and advances in the nature of loans**

in lakhs

Sr No.	Name of the Company		As at 31st March, 2018	Maximum balance during the year	As at 31st March, 2017	Maximum balance during the year	
1	Reliance Global Commercial Limited	Subsidiaries	-	-	-	4 43	
2	Reliance Universal Commercial Limited		-	-	-	4 43	
3	Reliance Petroinvestments Limited	Fellow Subsidiaries	-	<b>3 40</b>	3 40	14 25	
4	Reliance Aromatic & Petrochemicals Limited		<b>20</b>	<b>20</b>	12	12	
5	Reliance Energy & Project Development Limited		<b>23</b>	<b>23</b>	15	15	
6	Reliance Chemicals Limited		<b>69</b>	<b>69</b>	44	44	
7	Reliance Energy Generation & Distribution Limited		<b>50</b>	<b>50</b>	3	3	
8	Reliance Universal Enterprises Limited		<b>1 90</b>	<b>1 90</b>	1 60	1 60	
9	Reliance World Trade Private Limited		<b>3 02</b>	<b>3 02</b>	2 27	2 27	
10	Reliance Jio Infratel Private Limited		-	-	-	11 15	
11	Reliance Jio Media Private Limited		-	-	-	10 00	
12	Reliance Jio Digital Services Limited		-	<b>135 00</b>	135 00	135 00	
13	Reliance Jio Messaging Services Limited		-	<b>79 68</b>	12 50	12 50	
14	Reliance Fire Brigade Services Private Limited		Others	-	<b>50</b>	50	50
15	Reliance Group Support Services Private Limited			-	<b>2 45</b>	2 45	2 45
16	JM Financial Products Limited	<b>25 00</b>		<b>25 00</b>	-	25 00	
17	Raghuleela Builders Private Limited	-		-	-	160 00	

Note All above loans and advances (Loans) are towards business purpose :

- i) Loans shown above under item no. 3 to 9, to Fellow subsidiary companies fall under the Category of "Loans and Advances" - in nature of zero coupon optionally convertible for a period of 10 years
- ii) Loans shown above under item no. 12 & 13, to Fellow subsidiary companies fall under the Category of "Loans and Advances" - in nature of short term interest bearing loan
- iii) Loans shown above under item no. 14 to 16, to Others fall under the Category of "Loans and Advances" - in nature of short term interest bearing loan.

**b) Investment by the loanee in the shares of the Company, out of loans given is NIL**



## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

#### 25 Related Party

As per Accounting Standard 18, the disclosures of transactions with the related parties as defined in the Accounting Standard are given below :

##### i) List of related parties with whom transactions have taken place and relationship:

Sr. No.	Name of the Related Party	Relationship
1	Reliance Industries Limited	Holding Company
2	Reliance Industrial Investments and Holdings Limited	Fellow Subsidiary Companies
3	Reliance Ventures Limited	
4	Reliance Global Commercial Limited ( From 30.08.2016 to 01.11.2017)	
5	Reliance Universal Commercial Limited (From 30.08.2016 to 01.11.2017)	
6	Reliance Petroinvestments Limited (From 30.08.2016 to 01.11.2017)	
7	Reliance Polyolefins Limited	
8	Reliance Energy and Project Development Limited	
9	Reliance Aromatics and Petrochemicals Limited	
10	Reliance Chemicals Limited	
11	Reliance Universal Enterprises Limited	
12	Reliance World Trade Private Limited	
13	Kanhatech Solutions Limited	
14	Reliance Jio Infratel Private Limited	
15	Reliance Jio Media Private Limited	
16	Reliance Jio Digital Services Limited	
17	Reliance Jio Messaging Services Limited	
18	Reliance Commercial Dealers Limited	Associate Company
19	Komal Chhapru (From 28.09.2017)	Key Managerial Personnel
20	Gopalakrishnan J (From 28.09.2017 to 28.02.2018)	
21	Tapas Mitra	

## Reliance Strategic Investments Limited

Notes on the Financial Statement for the year ended 31st March, 2018

### 25 Related Party

#### ii) Transactions during the year with related parties:

Sr. No.	Nature of Transaction	Holding Company	Subsidiary Companies	Fellow Subsidiaries	Key Managerial personnel	Total
1	Loans taken / (repaid) (net)	<b>177 70</b> <i>(1464 90)</i>	-	-	-	<b>177 70</b> <i>(1464 90)</i>
2	Loans and Advances given / (returned) (net)	-	-	<b>(148 97)</b> <i>109 34</i>	-	<b>(148 97)</b> <i>109 34</i>
3	Purchase of Investments / (stock)	-	-	-	-	-
		-	-	<i>264 38</i>	-	<i>264 38</i>
4	Sale / Redemption of Investments	-	-	-	-	<b>0</b>
		<i>160 12</i>	-	<i>5</i>	-	<i>160 17</i>
5	Interest income	-	-	<b>9 28</b>	-	<b>9 28</b>
		-	-	<i>5 93</i>	-	<i>5 93</i>
6	Expenses					
	Finance Cost	<b>71 44</b>	-	-	-	<b>71 44</b>
		<i>266 56</i>	-	-	-	<i>266 56</i>
	Professional fees	<b>19</b> ^	-	<b>55</b>	<b>6</b>	<b>80</b>
		-	-	<i>33</i>	-	<i>33</i>

^ includes remuneration paid to Key Managerial Personnel on secondment basis ` 3 lakhs

#### Balance as at 31st March, 2018

1	Equity share capital	<b>2 02</b>	-	-	-	<b>2 02</b>
		<i>2 02</i>	-	-	-	<i>2 02</i>
2	Preference share capital (including premium)	<b>112 78</b>	-	<b>768 70</b>	-	<b>881 48</b>
		<i>112 78</i>	-	<i>768 70</i>	-	<i>881 48</i>
3	Loans taken	<b>1737 30</b>	-	-	-	<b>1737 30</b>
		<i>1559 60</i>	-	-	-	<i>1559 60</i>
4	Interest accrued but not due	-	-	-	-	-
		<i>239 91</i>	-	-	-	<i>239 91</i>
5	Long Term Loans and Advances given	-	-	<b>6 54</b>	-	<b>6 54</b>
		-	-	<i>155 51</i>	-	<i>155 51</i>
6	Interest receivable	-	-	-	-	-
		-	-	<i>4 74</i>	-	<i>4 74</i>
7	Trade receivable/(payable)	<i>(17)</i>	-	<i>( 59)</i>	-	<b>( 76)</b>
		-	-	-	-	-
8	Investments	-	-	<b>3 75</b>	-	<b>3 75</b>
		-	-	<i>3 75</i>	-	<i>3 75</i>

Note : Figures in Italic represents previous year's amount

## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

#### 25 Related Party (contd...)

Disclosure in Respect of Material Related Party Transactions during the year:			(` in lakhs)	
Particulars	Relationship	2017-18	2016-17	
<b>1 Loans taken / (repaid) (net)</b>				
Reliance Industries Limited	Holding Company	177 70	(1464 90)	
<b>2 Loans and Advances given / (returned) net</b>				
Reliance Global Commercials Limited	Fellow Subsidiary	-	(4 43)	
Reliance Universal Commercials Limited	Fellow Subsidiary	-	(4 43)	
Reliance Petroinvestments Limited	Fellow Subsidiary	(3 40)	(10 29)	
Reliance World Trade Private Limited	Fellow Subsidiary	75	1 08	
Reliance Energy Generation & Distribution Limited	Fellow Subsidiary	47	3	
Reliance Energy Project and Development Limited	Fellow Subsidiary	8	9	
Reliance Aromatics and Petrochemicals Limited	Fellow Subsidiary	8	8	
Reliance Chemicals Limited	Fellow Subsidiary	25	44	
Reliance Universal Enterprises Limited	Fellow Subsidiary	30	43	
Reliance Jio Infratel Private Limited	Fellow Subsidiary	-	(11 15)	
Reliance Jio Media Limited	Fellow Subsidiary	-	(10 00)	
Reliance Jio Digital Services Limited	Fellow Subsidiary	(135 00)	135 00	
Reliance Jio Messaging Services Limited	Fellow Subsidiary	(12 50)	12 50	
<b>3 Sale / Redemption of investments</b>				
Reliance Industries Limited	Holding Company	-	160 12	
Reliance Industrial Investments and Holdings Limited	Fellow Subsidiary	-	5	
<b>4 Purchase of Investments (including stock)</b>				
Reliance Ventures Limited	Fellow Subsidiary	-	264 38	
<b>5 Interest income</b>				
Reliance Jio Infratel Private Limited	Fellow Subsidiary	-	52	
Reliance Jio Media Limited	Fellow Subsidiary	-	15	
Reliance Jio Digital Services Limited	Fellow Subsidiary	6 93	5 22	
Reliance Jio Messaging Services Limited	Fellow Subsidiary	2 35	4	
<b>6.1 Interest expense</b>				
Reliance Industries Limited	Holding Company	71 44	266 56	
<b>6.2 Professional fees</b>				
Reliance Industries Limited	Holding Company	19 ^	-	
Reliance Corporate IT Park Limited	Fellow Subsidiary	55	33	
Komal Chhapru	Key Managerial Personnel	1	-	
Gopalakrishnan J	Key Managerial Personnel	2	-	
Tapas Mitra	Key Managerial Personnel	3	-	

^ includes remuneration paid to Key Managerial Personnel on secondment basis ` 3 lakhs

## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

#### 26 NBFC Disclosures

26.1 Disclosures of details as required by Paragraph 16 and 18 of Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016, are given to the extent applicable.

Liabilities side	Amount outstanding	` in lakhs Amount overdue	
I Loans and advances availed by the NBFC inclusive of interest accrued thereon but not paid			
a) Inter-corporate loans and borrowing	1737 30	-	
<b>Assets side</b>			
		` in lakhs Amount outstanding	
II Break-up of Loans and Advances including bills receivables			
a) Secured		-	
b) Unsecured		154 18	
III Break up of Leased Assets and Stock on hire and other assets counting towards AFC activities		-	
IV Break-up of Investments			
Current Investments (Including Stock-in-trade)			
1 Quoted			
i) Shares			
a) Equity		2779 83	
2 Unquoted		-	
Long Term Investments			
1 Quoted			
i) Shares : Equity		274 75	
ii) Warrants		35 52	
ii) Debentures		300 00	
2 Unquoted			
i) Shares : Equity		26 13	
ii) Units of venture funds / AIF		90 33	
V Borrower group-wise classification of assets financed as in (II) and (III) above :			
Category	Secured	Amount net of provision Unsecured	Total
1 Related parties			
i) Subsidiaries	-	-	-
ii) Other related party	-	6 54	6 54
2 Other than related parties	-	147 64	147 64
Total	-	154 18	154 18
VI Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)		Market value/Break up or fair value or NAV	Book value (net of provisions)
Category			
1 Related Parties			
i) Subsidiaries		-	-
ii) Other related parties		3 75	3 75
2 Other than related parties		3637 20	3502 81
Total		3640 95	3506 56
VII Other information			Amount
Particulars			
1 Gross Non-Performing Assets			-
2 Net Non-Performing Assets			-

3 Assets acquired in satisfaction of debt -

## Reliance Strategic Investments Limited

### Notes on the Financial Statement for the year ended 31st March, 2018

#### 26 NBFC Disclosures (Contd...)

##### 26.2 Capital to Risk Assets Ratio (CRAR)

	As at 31st March, 2018 (%)	As at 31st March, 2017 (%)
i) CRAR	50.73	50.16
ii) CRAR - Tier I Capital	50.73	50.12
iii) CRAR - Tier II Capital	-	0.04

##### 2 Exposure to Real Estate Sector Category

	As at 31st March, 2018	As at 31st March, 2017
a) Direct exposure		in lakhs
i) Residential Mortgages	-	-
Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented; (Individual housing loans up to ₹.15 lakh may be shown separately)		
ii) Commercial Real Estate	-	-
Lending secured by mortgages on commercial real estates (office buildings, retail space, multipurpose commercial premises, multi-family residential building, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits;		
iii) Investments in Mortgage Backed Securities (MBS) and other securitised exposures		
- Residential	-	-
- Commercial Real Estate	-	-
b) Indirect Exposure *		
Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs)	367 03	185 72
* Investment in property venture funds / equity shares / warrants of HDFC Limited		

##### 3 Asset Liability Management - maturity pattern of certain items of assets and liabilities

	1 day to 30/ 31 days one month	Over one month to 2 months	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years to 5 years	Over 5 years	Total
<b>Liabilities</b>									
Borrowings from Banks	-	-	-	-	-	-	-	-	-
Market Borrowings	-	-	-	-	-	-	-	-	-
Loan from Holding Company	500 00	500 00	737 50	-	-	-	-	-	1737 50
<b>Assets</b>									
Advances	65 84	1	-	-	66 85	14 94	-	6 54	154 18
Investments	500 00	500 00	750 00	792 52	286 83	625 33	48 13	3 75	3506 56

26.3 The frauds detected and reported for the year amounted to ₹ Nil (Previous year ₹ Nil).

## Reliance Strategic Investments Limited

### Notes on Financial Statement for the Year ended 31st March, 2016

**26.4** Disclosures under para 70 of Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016, are given to the extent applicable.

a) <b>Capital</b>	<b>As at 31st March, 2018</b>	As at 31st March, 2017
i) CRAR (%)	50.73	50.16
ii) CRAR – Tier I Capital (%)	50.73	50.12
iii) CRAR – Tier II Capital (%)	-	0.04
iv) Amount of subordinated debt raised as Tier-II capital (₹)	-	-
v) Amount raised by issue of Perpetual Debt instruments (₹)	-	-
		` in lakhs
b) <b>Investments</b> (Incl. Stock - in - Trade)	<b>As at 31st March, 2018</b>	As at 31st March, 2017
i) Value of Investments		
(a) Gross Value of Investments		
i) In India	3652 82	2524 35
ii) Outside India	-	-
(b) Provision for Depreciation		
i) In India	146 26	-
ii) Outside India	-	-
(c) Net Value of Investments		
i) In India	3506 56	2524 35
ii) Outside India	-	-
ii) Movement of provisions held towards depreciation on investments	146 26	-
		` in lakhs
c) Derivatives: Forward Rate Agreement / Interest Rate Swap	<b>As at 31st March, 2018</b>	As at 31st March, 2017
d) Exchange Traded Interest Rate (IR) Derivatives	-	-
e) Disclosures on Risk Exposure in Derivatives		
i) Qualitative Disclosure	-	-
ii) Quantitative Disclosures	-	-
f) Securitisation	-	-
g) Financial Assets sold to Securitisation / Reconstruction Company for Asset Reconstruction	-	-
h) Assignment transactions	-	-
i) Non-Performing Financial Assets Purchased	-	-
j) Non-Performing Financial Assets Sold	-	-
k) Exposure to Real Estate Sector - Refer 26 (2)(2)	-	-
l) Exposure to Capital Market		
i) Investment in quoted equity shares and bonds	3390 10	2318 40
ii) Exposure to Venture Capital Funds	90 33	192 39
	3480 43	2510 79
m) Provisions and Contingencies - Refer note : 6 & 21	1 94	10 18

## Reliance Strategic Investments Limited

### Notes on Financial Statement for the Year ended 31st March, 2016

**26.4** Disclosures under para 70 of Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016, are given to the extent applicable.

	in lakhs <b>As at 31st March, 2018</b>
n) Details of financing of parent company products	-
o) Details of Single Borrower Limit / Group Borrower Limit exceeded	-
p) Unsecured Advances	
Total amount of advances for which intangible securities such as charge over the rights, licenses, authority, etc. has been taken as also the estimated value of such intangible collateral	-
q) Registration obtained from other financial sector regulators	-
r) Penalties imposed by RBI and other regulators	-
s) Ratings assigned by credit rating agencies and migration of ratings during the year	-
t) Remuneration of Directors and Transactions with non executive directors (Directors sitting fees)	<b>9</b>
u) Impact of prior period items on current year's profit and loss	-
v) Revenue recognition has been postponed:	-
w) Accounting Standard 21 - Consolidated Financial Statements (CFS)	<b>Refer Note I</b>
x) Country of Operation is whole of India and there are no joint venture partners and Overseas Subsidiaries of the Companies	
y) Draw Down from Reserves	-
z) Concentration of Deposits, Advances, Exposures and NPAs	
aa) Concentration of Deposits	-
ab) Concentration of Advances	
Total Advances to twenty largest borrowers	<b>32 06</b>
Percentage of Advances to twenty largest borrowers to total advances	<b>100</b>
ac) Concentration of Exposure	
Total exposure to twenty largest borrowers / customers	<b>32 06</b>
Percentage of exposures to twenty largest borrowers / customers to total exposure	<b>100</b>
ad) Concentration of NPAs	-
ae) Sector-wise NPAs	-
af) Movement of NPAs	-
ag) Overseas Assets (for those with Joint Ventures and Subsidiaries abroad)	-
ah) Off-balance Sheet SPVs sponsored	-
ai) Customer Complaints	-
aj) Asset Liability Management Maturity pattern of certain items of Assets and Liabilities - Refer note : 26(2)(3)	

**Note I**

Exemption availed under Rule 6 of Companies (Accounts) Rules, 2014

## Reliance Strategic Investments Limited

### Salient Features of Financial Statements of Subsidiary / Associates as per Companies Act, 2013

**Part 'A' : Subsidiaries**

There are no subsidiaries as at the year end

**Names of Subsidiaries which are yet to commence operation - NIL**

**Names of Subsidiaries which have been liquidated or sold during the year - NIL**

**Part 'B' : Associates and Joint Ventures**

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Sr no.	Name of Associates/Joint Ventures	Latest audited Balance Sheet Date	Date on which the Associate or Joint Venture was associated or acquired	Shares of Associate/Joint Venture held by the company on the year end			Description of how there is significant influence	Reason why the associate/ joint venture is not consolidated	Networth attributable to Shareholding as per latest audited Balance Sheet (` in lacs)	Profit/Loss for the year	
				No.	Amount of Investment in Associate/ Joint Venture (` in lacs)	Extend of Holding %				Considered in Consolida- tion (` in lacs)	Not Considered in Consolida- tion (` in lacs)
1	Reliance Commercial Dealers Limited	31.03.2018	11.07.2007	37 50 000	3 75	25.00%	Refer Note A Refer Note B	6 63	-	Refer Note B	

**Associates**

Notes

A There is significant influence due to percentange (%) holding of share capital

B Consolidated accounts not prepared. Exemption availed as per Rule 6 of Companies (Accounts) Rules, 2014

The above statement also indicates performance and financial position of each of the associates

**Names of Associates or Joint Ventures which are yet to commence operation - NIL**

**Names of Associates or Joint Ventures which have been liquidated or sold during the year - NIL**



As per our Report of even date

For and on behalf of the Board

For **Chaturvedi & Shah**

Firm Registration No : 101720W  
Chartered Accountants

For **Rajendra & Co.**

Firm Registration No : 108355W  
Chartered Accountants

sd/-

**K. Sethuraman**  
Chairman

sd/-

**Jignesh Mehta**

Partner  
Membership No. 102749

sd/-

**Sanket M. Shah**

Partner  
Membership No. 148270

sd/-

**Jagannatha Kumar**  
Director

Mumbai

Date : 18th April, 2018

sd/-

**Jayashri Rajesh**  
Director

sd/-

**Dhiren Dalal**  
Independent Director

sd/-

**Shivkumar Bhardwaj**  
Independent Director

sd/-

**Komal Chhapru**  
Company Secretary

sd/-

**Suresh Jagannathan**  
Chief Financial Officer