



**Jio Financial Services Limited**



**Together  
Towards  
Tomorrow**



# Jio Financial Services Limited



Welcome to the inaugural Annual Report 2023-24 of Jio Financial Services Limited (JFSL) post demerging of the financial services business from Reliance Industries Limited into the Company and subsequent listing on the Indian bourses, NSE and BSE. JFSL is a Core Investment Company - Non-Deposit taking - Systemically important Company (CIC), registered with the Reserve Bank of India, and operates its financial services businesses

through its consumer-facing subsidiaries: Jio Finance Limited (JFL), Jio Insurance Broking Limited (JIBL), Jio Payment Solutions Limited (JPSP), Jio Leasing Services Limited (JLSL), and a Joint Venture (JV) with SBI, Jio Payments Bank Limited (JPBL). During FY24, JFSL announced a JV with BlackRock Inc. to establish, pending regulatory approvals, an Asset Management Company, and further expanded the scope of the partnership on April 15, 2024 by entering into another JV for the Wealth Management and Broking businesses. Further, JLSL has set up a 50:50 JV; Reliance International Leasing IFSC Limited (RILIL), with Reliance Strategic Business Ventures Limited (RSBVL), for undertaking a ship leasing business. RILIL is based out of Gujarat International Finance Tec-City (GIFT City), the international financial services centre (IFSC) in Gujarat.

## Together Towards Tomorrow

With a vision to democratise financial services, we are a data and digital led organisation offering diversified, differentiated and bespoke financial solutions catering holistically to our customer needs. We are reimagining the way world-class financial services is delivered and experienced in India. Furthermore, our ability to partner with marquee global players uniquely positions us to support and enhance our customers' aspirations at every stage of their financial journeys. We are actively participating in the digital revolution and positioning ourselves to capitalise on the opportunities arising from India's rapid growth as a global economic player. Together with our subsidiaries and joint ventures, we will target to improve access, affordability, and prosperity for every Indian, while creating long-term value for our stakeholders. We believe we have established a robust foundation in each of our businesses enabling a virtuous cycle of shared progress and paving the way for a secure and prosperous future for the people of India.

## Key Highlights FY24

**₹1,855cr.**  
Total Income  
(Consolidated)

**₹1,605cr.**  
Profit after Tax  
(Consolidated)

**₹2.53**  
Earnings per Share  
(Consolidated)

**₹1,39,148cr.**  
Networth  
(Consolidated)

**584**  
Total Employees

**4.27mn**  
Total Retail  
Shareholders

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Business Responsibility & Sustainability Report (BRSR)

[Click here](#)

ESG Report

[Click here](#)



## Revolutionising Financial Services



Dear Esteemed Shareholders,

It is with immense pride that I present to you the inaugural Annual Report of Jio Financial Services Limited (JFSL), after its listing. This report marks the beginning of a transformative journey in India's financial services landscape, as we set out to empower every Indian with access to world-class financial solutions.

“Our mission is to revolutionise the way financial services are delivered and experienced in India.”

At Reliance, our unwavering commitment to creating value for our stakeholders, while contributing to the growth and prosperity of our nation has been the cornerstone of our success. With JFSL, we are proud to extend this vision to the realm of financial services, aiming to democratise access and ensure that every Indian has the financial tools and resources needed to prosper in today's dynamic digital economy.

The robust foundation of JFSL was built on a substantial net worth of ₹ 1.2 lakh crore and positioned us as one of the world's highest capitalised financial service platforms at inception. This, combined with our cutting-edge digital infrastructure and customer-centric approach, provides us with an unparalleled advantage in reaching millions of Indians, especially those in underserved and unbanked segments.

“Jio Financial Services is uniquely placed to enable financial inclusion in India, leveraging technology to make financial products simple, affordable, and accessible to all.”

As we embark on this exciting journey, our focus remains firmly on innovation, growth, and fostering financial literacy across the nation. We are expanding our portfolio of services, elevating user experience, and harnessing the power of cutting-edge technology to simplify and personalise financial management for our valued customers.

Our mission is to revolutionise the way financial services are delivered and experienced in India. We have laid a strong foundation by integrating technology with a customer-first approach, resulting in seamless, secure, and innovative financial solutions.

Looking ahead, we will continue to leverage our expertise in technology and deep understanding of the Indian market to develop financial products and services that cater to the unique needs of our customers.

Our journey has just begun, and the road ahead is filled with exciting opportunities and challenges. With the unwavering support of our customers, partners, employees, and shareholders, I am confident that JFSL will lead the way in shaping a prosperous and inclusive financial future for India.

I extend my heartfelt gratitude to each one of you for your trust and support. Together, we are building a legacy of financial empowerment and progress that will benefit generations to come.

Thank you.

Warm regards,

**Mukesh D. Ambani**



## Empowering Financial Journeys

Dear Shareholders,

It is a privilege to address you through our inaugural Annual Report for Jio Financial Services Limited (JFSL), after its listing. This report showcases a year of significant achievements and lays the foundation for a future brimming with promise and innovation.

As a Director, I have had the honour of witnessing the dedication and visionary thinking that has propelled our journey thus far. Our mission is unequivocal: to revolutionise financial services, making them accessible, inclusive, and empowering for every Indian. We have made significant strides towards this goal, establishing a robust foundation for sustained success.

“ Our innovation simplifies financial management, making it intuitive and personalised for our customers, empowering them to take control of their financial lives. ”

Central to our strategy is the seamless integration of cutting-edge technology to streamline and enhance the user experience. The launch of the JioFinance App exemplifies this approach, offering a unified, user-friendly platform that provides a comprehensive suite of financial services. Our innovation simplifies financial management, making it intuitive and personalised for our customers, empowering them to take control of their financial future.

In addition, we are committed to promoting financial literacy, equipping individuals with the knowledge and tools to make informed decisions and achieve financial well-being. Our focus on innovation ensures that we strive to deliver simple, yet sophisticated products through a seamless digital interface, potentially collaborating with renowned global partners.

As we forge ahead, we are confident about maintaining our momentum, continuously pushing the boundaries of innovation, and expanding our offerings. With the combined expertise and scale of JFSL and its partners, we are strategically positioned to drive the financialisation of India and contribute significantly to the nation's growth.



We are fostering a culture of excellence within our organisation, attracting and nurturing the best talent in the industry. Our team's diverse expertise and unwavering pledge to our mission are the driving forces behind our success.

I extend my heartfelt gratitude to our customers, partners, employees, and you, our esteemed shareholders, for your continued trust and support. Together, we are shaping a future where financial services serve as a catalyst for empowerment and prosperity for all.

Thank you.

Best regards,

**Isha M. Ambani**  
Director



## Bridging the Aspiration-Access Gap



“ Our vision is rooted in the belief that digital innovation can unlock new opportunities and empower individuals to achieve their financial goals, thereby contributing to a more inclusive and prosperous society. ”

Dear Shareholders,

Amidst the backdrop of uncertain global macroeconomic conditions, the Indian economy has showcased remarkable resilience. India's reset and revival has been commendable, positioning us in a place of strength with a robust financial system and an enhanced adoption of digital technologies. Positioned at the vanguard of the digital revolution, India is poised to emerge as one of the world's fastest-growing digital economies. The proliferation of affordable data and widespread adoption of smart devices are driving societal transformation and inclusive growth. As India progresses towards a US\$ 25 trillion economy in the next 25 years, we must recognise that digitalisation serves as the ultimate enabler for change.

The symbiotic relationship between technology and finance is profound. Digitalisation has significantly reshaped financial services, enhancing efficiency, elevating customer experiences, and fostering innovation. Automated processes and advanced analytics streamline operations, reduce costs, and minimise errors. Innovations such as fintech integration, blockchain technology, and mobile banking have introduced secure financial products and services, expanding the reach and inclusivity of financial institutions. Moreover, the decreasing costs of technology, driven by advancements in artificial intelligence and machine learning, have accelerated the development of more efficient and affordable solutions.

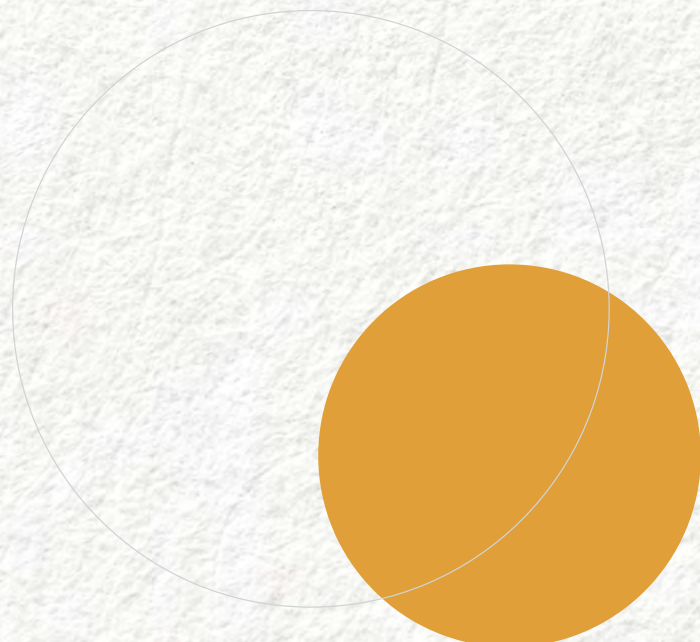
At JFSL, we firmly believe that by harnessing the power of technology, we can bridge the gap between aspiration and access, ensuring that the people of India have the necessary tools to thrive in this digital age. Therefore, we are committed to making financial services more accessible, affordable, and user-friendly. Looking ahead, our focus remains on expanding our digital footprint and improving our digital infrastructure to optimise processes and elevate efficiency. We are dedicated to building a robust digital ecosystem that supports our growth aspirations. Our strategic priorities include deepening customer relationships, strengthening operational efficiencies, and exploring new growth avenues.

We aim to enhance user experience, customer engagement, and spread financial awareness through our unwavering focus on digital transformation, customer-centric solutions, and strategic partnerships to unlock new opportunities and drive sustainable growth. By leveraging cutting-edge technology and fostering innovation, we seek to help shape the future of financial services.

I would like to extend my heartfelt gratitude to our shareholders and stakeholders for your unwavering support. Your trust in our vision has been instrumental in propelling us toward success, and we are committed to continuing this journey of growth and excellence with you.

Sincerely,

**K. V. Kamath**  
Chairman





### Staying Ahead of the Curve Together

#### Dear Esteemed Shareholders,

I am absolutely delighted to have the privilege of presenting this annual report – the first since Jio Financial Services Limited (JFSL) got listed. The ongoing digital transformation led by India Stack—the largest open application programming interface in the world—coupled with the rapid growth of the Indian economy is setting the stage for a truly exhilarating period ahead, creating diverse opportunities for the financial services sector. With a strong foundation, JFSL stands ready to holistically fulfil its customers' needs across Borrowing, Investing, Transacting, and Protecting.

Our ongoing strategic investments in capability-building are meticulously crafted to secure a competitive advantage, harnessing the robust 'Jio' brand and a solid capital structure to nurture a high-growth, risk-conscious business. By harnessing technology and fostering a culture of innovation, JFSL is poised to redefine the financial services landscape for generations to come.

The fiscal 2024 was nothing short of eventful for JFSL. The successful demerger of financial services business from Reliance Industries Limited (RIL) into the Company, with all the necessary regulatory and shareholders approvals, and the subsequent listing of JFSL shares on the BSE and NSE on August 21, 2023, and our ability to partner with marquee global players underscore our commitment to creating holistic value for all our stakeholders.

We have laid down robust foundations across five pivotal areas: First, we have fortified governance structures across JFSL, subsidiaries and associate companies, including customer-facing business entities. This included strengthening the boards, forming governance committees and developing policies aligned with applicable regulations. Second, we have assembled a formidable pool of leaders and operational teams across all the entities, comprising seasoned professionals with extensive experience in regulated financial institutions and fintechs. The guiding principles underlying these appointments emphasise the highest governance standards, a digital-first ethos, diversity, and innovation. These leaders will mentor a cohort of bright young talent, recruited from Tier 1 academic institutions.

Third, we have implemented a modern, bespoke technology stack across each business unit. We have developed a cutting-edge, scalable, cloud-native

technology stack, incorporating Artificial Intelligence (AI) and data-driven capabilities to deliver optimal performance and cost efficiency. Notably, Jio Finance Limited has crafted end-to-end journeys and back-end systems for unsecured lending while accelerating the establishment of secured lending frameworks. The technology infrastructure of other customer-facing entities has been augmented to ensure future readiness. Fourth, we have embarked on new business ventures targeting disruptive opportunities with scalable potential. Noteworthy among these is our joint venture with BlackRock Inc., announced in July 2023, to enter into asset management, subsequently expanding into wealth management and broking services. Additionally, under Jio Leasing Services Limited, JFSL has introduced an operating lease business for home devices.

“JFSL stands ready to holistically fulfil its customers' needs across Borrowing, Investing, Transacting, and Protecting.”

Last but not least, we have placed special emphasis on fostering an organisational culture that champions an owner's mindset. Each of our business units is tasked with upholding our foundational principles, encapsulated in the 4Rs - Reputation above all, Regulatory adherence, Return of Capital, and Return on Capital.

While executing these initiatives and successfully completing several sandbox projects, our management team diligently monitored market trends throughout FY24 to expedite the development of our secured lending products. Additionally, we intensified our focus on managing conduct risk throughout our operations, ensuring alignment with the highest standards of integrity and regulatory compliance.

As we concluded the fiscal year on March 31, 2024, our treasury management activities, among other business endeavours, contributed to our consolidated Profit After Tax (PAT) of ₹ 1,605 crore.

Aligned with our vision to enhance affordability, accessibility, and prosperity for our customers by simplifying financial services, we announced the launch of a series of innovative products. To address the borrowing needs of our customers, we have introduced Loan against Mutual Funds and beta launched Home Loans.

Moreover, our Operating Lease business for home devices is already underway. To

“We are committed to continually enriching and expanding our product suite and maintaining our position at the forefront of technological and financial innovations.”

meet the diverse insurance needs of our customers, we will continue expanding our suite of digital and embedded insurance solutions.

For daily banking and payment requirements, we have rolled out a digital savings account complete with a debit card, UPI, and IMPS capabilities. Enhancing customer convenience further, a unified JioFinance App, providing seamless access to our services has been launched. Products catering to the investment needs of our customers will be introduced upon obtaining necessary regulatory approvals, the processing of which is underway.

On the merchant side, we have piloted a merchant app along with voice box solutions, and embedded UPI 123PAY in Jio Bharat phones to streamline payment processes. Our supply chain financing solutions are designed to meet the working capital needs of businesses, ensuring that they have the financial resources to thrive.

As we look to the future, JFSL's commitment to innovation continues as we plan to further invest in cutting-edge technologies like AI and ML. These investments will enhance JFSL's service offerings, improve process efficiencies, and offer tailored financial solutions to its customers. We are also exploring partnerships with fintech startups to stay at the forefront of technological advancements in the financial sector.

At JFSL, maintaining the highest standards of data security and privacy remains a priority as we expand our technological capabilities. By integrating advanced security measures and stringent compliance protocols, JFSL ensures the protection of its customers' data and maintain their trust.

I conclude by extending my deepest appreciation to you, our esteemed stakeholders, for your steadfast support and unwavering belief in our vision. As we progress on this remarkable journey, we are dedicated to evolving into a formidable financial services group that creates and captures significant value for all our stakeholders.

Thank you for being integral to our continued success.

Best Regards,

**Hitesh Kumar Sethia**  
Managing Director &  
Chief Executive Officer



# Corporate Overview



## About Jio Financial Services Limited (JFSL)

JFSL was a systemically important non-deposit taking non-banking financial company ("NBFC"), registered with the Reserve Bank of India (RBI). The RBI, while granting its approval for change in the shareholding pattern and control of the Company, pursuant to the Scheme of Demerger ("the Scheme") from Reliance Industries Limited, had stipulated that JFSL shall meet the eligibility criteria for Core Investment Company ("CIC"), and apply to RBI for conversion to CIC within six months of the date of the Scheme becoming effective or three months of the date of listing of its equity shares, whichever is earlier. In November 2023, the Company had applied to the RBI for conversion to a CIC. Accordingly, JFSL has received approval to become a Core Investment Company - Non-Deposit taking - Systemically important Company ("CIC") effective from July 9, 2024. JFSL, as a CIC, is a holding company and will operate its financial services business through its consumer-facing subsidiaries and joint ventures.

## Democratising Financial Services

JFSL is building a customer-first, digital-led, and data and analytics centric financial services organisation, committed to enhancing accessibility, affordability and prosperity. We have the building blocks to drive this vision given our adjacency to the ecosystem, strong consumer brand, scalable technology stack, ability to partner with marquee players and prudent capital deployment with effective risk guardrails.

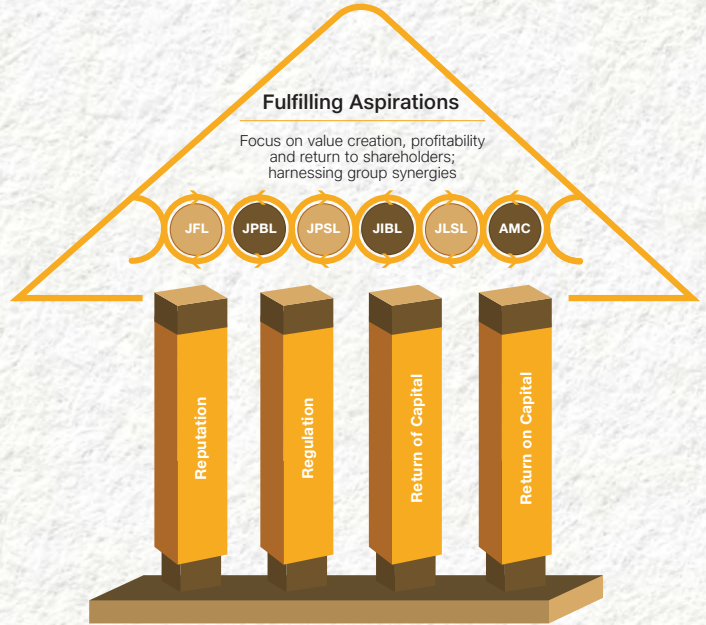
## Vision

Our vision is to digitally deliver a range of financial products to promote the financial well-being of the people of India. Over the next decade, the digital economy will be the primary catalyst for the Indian economy and will generate cost efficiencies and productivity gains across sectors and industries, creating a virtuous cycle of continuous, sustainable, and inclusive growth.

## Mission

Our operational ethos and strategic decisions are guided by the 4Rs—Reputation, Regulatory Adherence, Return of Capital, and Return on Capital. These principles are intricately linked with our vision and how we operate, emphasising the vast possibilities as we aim to be full stack financial services entity fulfilling customers aspirations at all levels.

## The 4Rs Guiding Principles of Our Operations



### Reputation

Reputation above all. We will relentlessly focus on building and maintaining trust and integrity with all stakeholders, reinforcing our position as a reliable financial services provider. Reputation serves as a fundamental building block of trust, credibility, and success.

### Return of Capital

Our capital allocation strategy is designed to balance growth and security. We will carefully evaluate potential investment opportunities and allocate funds in a manner that maximises returns while ensuring the principal investment is secure. This commitment underpins our promise to deliver not only returns on investment but also the security of the initial capital, reinforcing our reputation as a trustworthy and reliable financial services provider.

### Regulatory Adherence

We are multi-regulated across our businesses. We are committed to complying with regulatory standards, ensuring our operations set industry benchmarks for compliance and ethical conduct. This commitment to regulatory adherence reinforces our reputation as a trustworthy and responsible organisation, dedicated to safeguarding the interests of all our stakeholders.

### Return on Capital

We will aim to maximise the return on capital employed, ensuring that our investments generate significant profits and contribute to long-term shareholder value. This principle drives our strategic initiatives and operational decisions, reinforcing our commitment to financial excellence and sustainable growth.



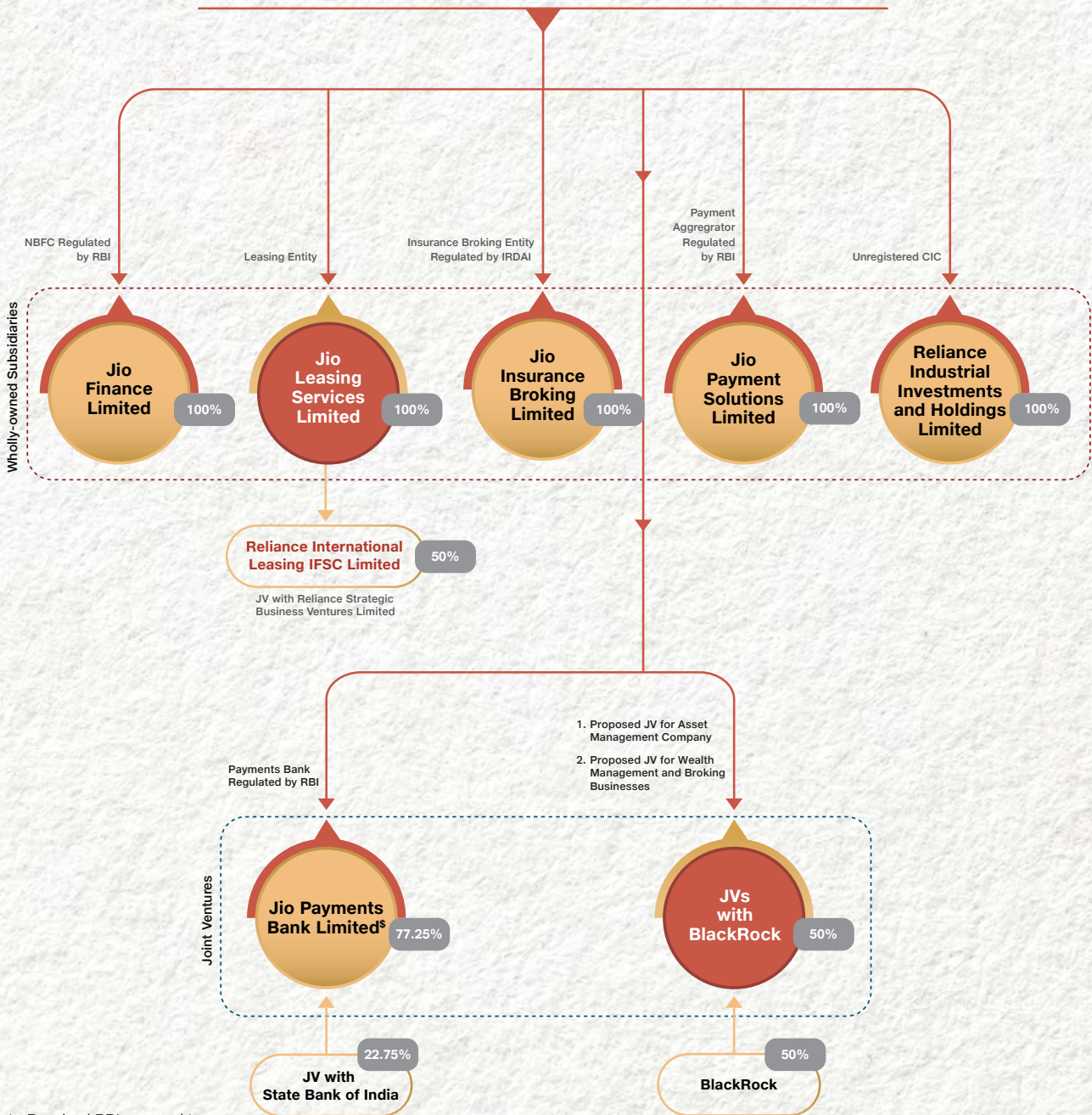


# Our Group Structure



Jio Financial Services Limited\* is the Holding Company for the Group

## Jio Financial Services Limited



\* Received RBI approval to become a CIC with effect from July 9, 2024.

<sup>s</sup> A joint venture between the Company and State Bank of India with 50:50 voting rights.

Legend: ● New Business ● Existing Business ● Share in Business



# Simplifying Financial Journeys

JFSL aims to fulfil and surpass the four core needs of customers—transacting, borrowing, investing, and protecting—through its wide array of financial services. We aim to comprehensively address these needs, through each of our business lines, while ensuring the highest level of service and support to our customers throughout their financial journey.

## Lend & Lease

Through Jio Finance Limited (JFL) and Jio Leasing Services Limited (JLSL), JFSL aims to holistically meet the financing needs of customers and merchants by offering digital lending and operating lease solutions. These products are designed to be both accessible and affordable. Initially, JFSL has pivoted towards offering secured products such as supply chain financing, however, in the medium term, the lending portfolio will include a mix of both secured and unsecured products, with new offerings introduced in a risk-calibrated manner.

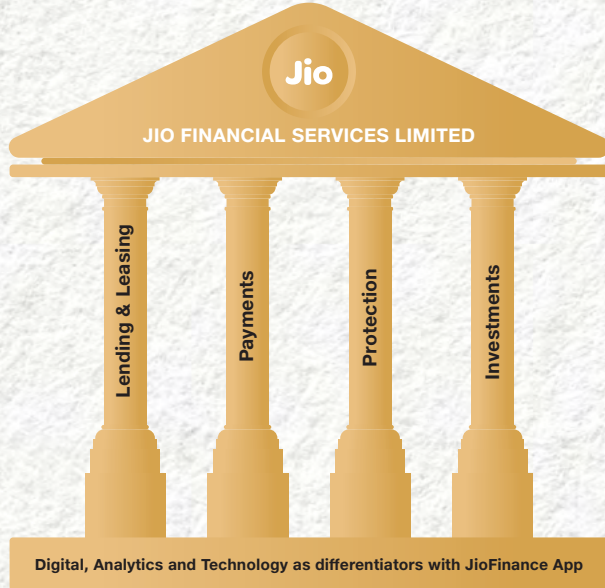


## Protect

Through its insurance broking arm – Jio Insurance Broking Limited (JIBL) – JFSL offers comprehensive range of insurance products, including general, life, health, auto, home, and insurance on consumer durable products such as extended warranty, which will safeguard against various risks and uncertainties, offering peace of mind in times of need to customers. JIBL has partnered with 31 insurers and leverages digital platforms to enhance the reach and effectiveness of the insurance offerings.

## Transact

JFSL's transacting solutions, through Jio Payment Solutions Limited (JPBL) and Jio Payments Bank Limited (JPBL), include checking accounts, debit and credit cards, and payment solutions – through payment aggregator and payment gateway routes, are aimed at making everyday transactions quick and convenient. JPBL offers features like UPI, online bill pay, money transfers, and account management, accessible anytime and anywhere. Emphasising efficiency and cost-effectiveness, JPBL and JPBL provide payment solutions to merchants and customers across the country. By leveraging new age technology enabled solutions such as digital wallets and seamless payments, JFSL ensures that customers can manage their financial transactions securely and effortlessly, enhancing their overall banking experience.



## Invest

JFSL's investment services include savings and deposit accounts with JPBL offering competitive interest rates, and investment opportunities through the proposed AMC – Jio BlackRock – a JV with BlackRock Inc., which will collectively provide a secure foundation for financial growth and digitally delivering a range of investment products to millions of investors in India. Another JV with BlackRock Inc. has been signed which will offer brokerage and wealth management services. The brokerage services will enable customers to invest in stocks, bonds, mutual funds, and other securities, supported by expert investment advice and comprehensive market research. High networth individuals would benefit from the JV's wealth management services, which would include personalised financial planning, estate planning, and tailored investment strategies.





## Serving One Nation with Many Possibilities

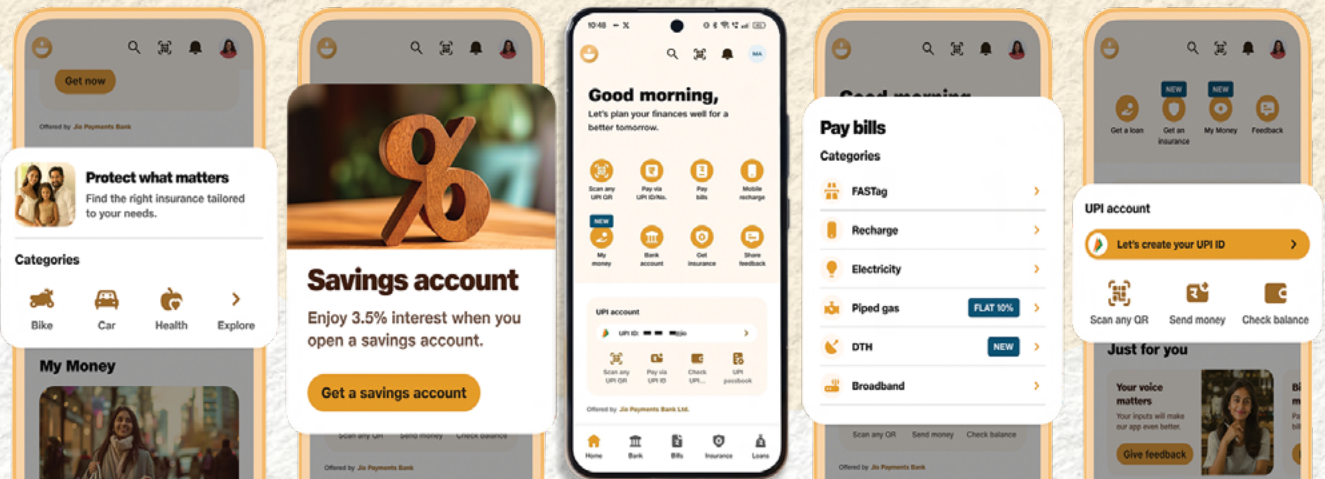
JFSL, through its subsidiaries and JVs, offers diversified, differentiated, and bespoke financial products, with the objective of becoming the most trusted platform for delivering digital financial solutions. We seek to maximise synergies across our operative subsidiaries and JVs, within prudent risk and regulatory guardrails.

### JioFinance App

**The JioFinance App** is a state-of-the-art platform that addresses everyday financial needs of its customers by integrating digital banking, UPI transactions, bill payments, and insurance advisory through a user-friendly interface. It offers a unified view of accounts and savings, delivering a seamless experience and catering holistically to our user requirements. Powered by an agile technology architecture with no legacy systems, the app ensures rapid

execution, significant cost efficiencies, and enhanced capabilities. Designed for intuitive navigation, the app accommodates users of all proficiency levels, making money management effortless and accessible.

In line with our philosophy of being customer-first, we have launched the App on a Beta version. We would like to evolve the App into a world class offering with the active participation and support of our customers.



*Sirf app nahi,  
appnapan hai.*



# Jio Finance Limited (JFL)

Jio Finance Limited (JFL), formerly Reliance Retail Finance Limited, is a wholly-owned subsidiary of JFSL and is registered with the RBI as a systemically important non-deposit taking NBFC. With a digital first approach, JFL is primarily engaged in Consumer Lending, and Corporate and MSME lending.

### Product Offerings and Innovations

JFL's product offerings are segmented into two primary categories:

- **Consumer Lending** JFL's initial focus is on offering secured loans aimed at both salaried and self-employed individuals, taking into account their risk profiles and business dynamics. Its product suite includes loan against mutual funds, home loan (beta launch), with plans to offer loan against securities, loan against property and other secured lending products. During FY24, JFL successfully completed the sandbox for consumer durable loans and personal loans.

The entire loan process is digital, supported by new age technology solutions for underwriting and customer journeys to ensure adequate risk guardrails and a seamless customer experience. In response to the current regulatory environment, JFL is aligning its credit frameworks to maintain strong foundational blocks in risk management and underwriting.

- **MSME and Corporate Lending** JFL provides a spectrum of financing options designed to support the operations of MSMEs and corporates. The offerings include working capital loans and supply chain finance.



### Technology and Infrastructure

JFL has implemented robust applications, infrastructure, and processes to support its operations. The technology framework is built on a fit-for-purpose architecture designed specifically to meet the unique needs of the business. This framework incorporates commercial SaaS-based solutions to streamline and enhance business processes, ensuring efficient and effective operations.

Additionally, JFL utilises configurable cloud-based solutions that provide the agility to quickly adapt to changing market conditions, the scalability to grow with the business, and the interoperability to seamlessly integrate with various systems and platforms. This comprehensive approach ensures that JFL can maintain a high level of performance and responsiveness in a dynamic business environment.

### People, Leadership and Governance

JFL attracts top talent in finance and technology, particularly individuals with a strong background in digital lending and a passion for innovation. JFL's Board of Directors comprises distinguished professionals with extensive expertise in banking, finance, risk management, and technology. Aligned with its commitment to diversity, women account for ~67% of the CXO positions, and ~35% of the workforce.

JFL has established dedicated Board Committees responsible for audit, risk, IT, investment and lending, customer service, people, and CSR. Further, internal management committees overseeing operational risk management, fraud monitoring, asset liability management, and IT are led by its senior leadership. Policies set by the Board and operational processes approved by the internal management committees ensure alignment with JFSL's governance framework and the overarching strategic objectives.



## Jio Payments Bank Limited (JPBL)

Jio Payments Bank Limited, a joint venture between the Company and State Bank of India with shareholding of 77.25% : 22.75%, holds a payments bank license issued by RBI, to provide digital banking solutions to consumers and small businesses. The services include savings account, debit card, current account, wallet, and a host of consumer payment solutions such as UPI, Aadhaar Enabled Payment System (AePS), remittances etc. Customers are acquired and serviced digitally and through a network of business correspondents (BC).

### Product Offerings and Innovation

As a digital-first bank, JPBL offers a powerful neighbourhood banking experience, in the phygital world, which is driven by simple, smart and secure solutions. JPBL offers a fully capable mobile banking app. Customers can also walk into any of JPBL touchpoints for assisted account opening and transaction services, all done digitally. The JPBL touchpoints provide a safe and trustworthy environment to avail assisted service.

JPBL has built a relevant suite of banking products, customer service and operations within the ambit of the legal and regulatory framework. The Payments Bank has successfully operationalised liability offerings of saving account, current accounts and prepaid instruments served through both self-service and assisted channel.

The secure self-service customer app allows the customer to self-onboard any of the products offered by the bank. With this digital app, the customer has all the transaction capabilities at their fingertips with easy money transfer, UPI, and bill payments.

The assisted channel is supported through a Business Correspondent (BC) App which allows the JPBL channel

partners to offer diverse financial services to the underserved and underbanked customer base. The app powers 2,300 BC network partners spread across various Reliance Smart points, Reliance Trendz stores, Jio Points etc. Services available through the partner network include cash deposit, cash withdrawal, remittance, and AePS.

### Near-term focus areas:

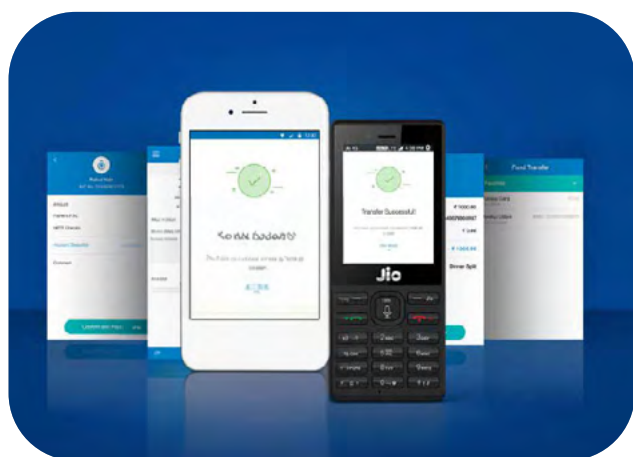
- Diversify product suite by bringing in a physical debit card, saving account variants and subscription module to name a few.
- Expand geographic presence from the current 2,300 BCs in order to provide further support to JPBL's on-ground presence.
- Leverage ecosystem synergies by partnering with Jio's large telecom network to increase the service points multi-fold.
- Continued focus on the tech architecture to deliver an unparalleled customer experience.

In its endeavour to further deliver customer service excellence, JPBL is working towards implementing AI/ML driven automation platform for intuitive DIY (Do It Yourself) tools via WhatsApp, chatbot, and voice-bot for its customers.

### Technology and Infrastructure

JPBL's tech systems have been re-architected to support high volumes of transactions, through higher availability of processing infrastructure. The Payments Bank has adopted a cloud-based infrastructure keeping the organisation nimble footed to scale as per need. Some of the key initiatives undertaken during FY24 include migration to core banking system, bringing in a new and enhanced fraud management system, and implementation of a new corporate BC management platform.

JPBL customers are supported through a mix of channels including in-app servicing, e-mail-based resolutions, contact centre, as well as through service requests at BC outlets.



### People and Governance

The core team at JPBL, draws on insights of the team members from varied fields to propel the Payments Bank forward. Also, under the guidance of its board, JPBL is fostering creativity and critical thinking to nudge the team to develop innovative solutions to provide the best user experience to its customers.



## Jio Payment Solutions Limited (JPSSL)

Jio Payment Solutions Limited (JPSSL), formerly Reliance Payment Solutions Limited, has an in-principle approval from the RBI to operate as a Payment Aggregator (PA) to capitalise on the emerging opportunities in the fast-expanding payments industry. JPSSL aims to drive its business by predominantly using the Payment Gateway (PG) and Unified Payments Interface (UPI) for both large enterprises and small businesses/merchants. JPSSL has built partnerships and integrated with multiple banks and financial institutions with a clear focus on building cost efficiencies and having a sustained path to profitability.

### Product Offerings and Innovation

JPSSL offers an extensive array of online and offline payment solutions tailored for diverse merchant categories, from large enterprises to government entities and SMEs/MSMEs. Such a comprehensive product suite enables seamless transaction capabilities across merchant websites, facilitating an efficient management system for reconciliations, settlements, and refunds, thus allowing merchants to focus primarily on their core business operations. Understanding the challenges that merchants face in managing receivables and cash flows, JPSSL collaborates closely with them to offer bespoke collection solutions. These solutions not only aid in their business growth but also drive operational efficiency. JPSSL also has deep expertise across various sectors such as telecom, e-commerce and education. It leverages this expertise to provide category-specific payment insights and best practices, empowering merchants to streamline their business operations.

During FY24, JPSSL undertook significant migration projects to enhance its payment platform, accommodating growing user demands and industry expansion. These initiatives included upgrading fraud risk management systems, creating digital onboarding platforms for smaller merchants, and enhancing backend systems for flawless merchant integration and service delivery.

Looking ahead, JPSSL is poised to adapt to the evolving payments landscape, which is witnessing the emergence of new business categories and customer segments. Upcoming initiatives include developing a unified app experience for value added services and creating affordable retail payment solutions targeting the lower tiers of the merchant pyramid. JPSSL is also focused on integrating advanced payment solutions for SME and MSME sectors, aligning with global economic interests to strengthen India's 'Make in India' initiative.

### Technology and Infrastructure

At the core of JPSSL's operation is a robust online payment stack capable of horizontal and vertical scaling to service precise merchant needs. The platform supports approximately 120+ payment options, including credit and debit cards, net banking, UPI, and wallets, ensuring that merchants can offer their customers a broad spectrum of seamless and secure payment methods. For retail environments, JPSSL offers cost-effective and scalable payment interfaces, such as static UPI QR for smaller merchants and dynamic QR for organised retail outlets, as well as POS solutions for card acceptance.

### People and Governance

The success of JPSSL is propelled by a dedicated team, with 50+ years of combined expertise across payment systems, banking, and technology. The JPSSL Board, with its diverse experiences and innovative insights, plays a crucial role in steering the Company through the complexities of the industry landscape. JPSSL maintains high compliance standards with several rule-based engines in place to mitigate industry-specific risks.





# Jio Insurance Broking Limited (JIBL)

Jio Insurance Broking Limited (JIBL), formerly Reliance Retail Insurance Broking Limited, obtained its direct broker licence from the Insurance Regulatory Development Authority of India (IRDAI) in 2007. JIBL operates in a sweet spot, because, with significant underinsurance, India presents a substantial opportunity for growth. The insurance industry, which garners an annual premium of ₹10 lakh crore across life and non-life businesses, is projected to expand at a CAGR of 15-16% over the next decade. JIBL has emerged as a key player by distributing life, non-life, and health insurance products digitally and has partnerships with 31 leading insurance providers, across public and private sector.

## Product Offerings and Innovations

JIBL offers a diverse range of products including fire, marine, property, group health, group term life, extended warranty, and motor insurance, along with bespoke sachet products integrated into the consumer journey. JIBL's strategy involves using digital platforms to directly reach customers and develop large enterprise relationships, thus ensuring customised and need-based insurance solutions for both retail and corporate clients. The Company's expertise spans across various insurance categories, enabling it to offer comprehensive solutions in both life and non-life sectors.

During FY24, JIBL launched the Embedded Insurance Channel, to enhance its product portfolio with innovative solutions tailored to modern consumer needs. The channel's key offerings include cyber insurance cover for protecting against digital frauds, an EMI Protection product that covers loan payments during hospitalisations,

and bespoke UPI with Mobile Wallet Cover to secure mobile transactions. JIBL has also expanded its Extended Warranty offerings to include consumer durables like mobile phones, providing comprehensive coverage that extends beyond traditional manufacturer warranties.

JIBL has launched an online direct-to-consumer (D2C) platform that will allow customers to purchase general, health, and life insurance products from various insurers. The Company is also developing new embedded sachet products in collaboration with insurers and aims to expand its institutional sales channel to acquire new corporate clients for employee benefits and commercial line products.

JIBL aims to strengthen its market position by leveraging strategic partnerships and its advanced digital platform to meet the evolving needs of its customers.

## Technology and Infrastructure

The company's robust digital framework supports an efficient claim settlement process, providing a hassle-free experience for customers throughout their insurance journey. JIBL is committed to delivering innovative solutions and exceptional service to its customers in the ever-evolving landscape of insurance. The Company's technology and infrastructure play a pivotal role in achieving this mission by enabling efficient operations, seamless client interactions, and proactive risk management. JIBL's technology ecosystem is designed to streamline every aspect of the insurance brokerage process, from customer acquisition to policy management and claims processing. Leveraging industry-leading software platforms and proprietary tools, the Company empowers its team to deliver tailored insurance solutions that meet the unique needs of each customer.

JIBL's applications are engineered on a cloud native architecture for scalability, reliability, security and easy extensibility. This ensures that the Company's systems remain resilient in the face of changing market dynamics and evolving cybersecurity threats.

Through strategic partnerships with InsurTech startups and participation in industry forums, the Company is catalysing innovation and shaping the future of insurance brokerage.

## People and Governance

JIBL's success is driven by a team of seasoned insurance professionals who bring extensive industry knowledge to the table. They are adept in both digital and in-person service delivery models. Continuous training and development are prioritised to keep the team updated on industry trends,



emerging risks, and regulatory changes, ensuring they provide informed advice and innovative solutions. This is complemented by JIBL's strong compliance and governance frameworks. Strong corporate governance is fundamental to JIBL's business operations. The Company's board and management team adhere to stringent regulatory standards and best practices. JIBL has implemented an internal governance structure with clearly defined roles and responsibilities for every constituent of the system. The board governs the Company and has established various committees to effectively discharge its responsibilities. Through robust risk management, transparent communication, and ethical conduct, JIBL ensures sustainable growth.



## Jio BlackRock - Joint Venture



On July 26, 2023, JFSL took a significant stride into the asset management sector by forming a joint venture with BlackRock Inc. Group, the world's largest asset manager. The strategic partnership, a 50:50 JV, is aimed to leverage JFSL's extensive market reach and BlackRock's investment acumen to democratise consumer access to top-tier investment solutions across India. The collaboration is founded on a shared vision to make advanced investment solutions accessible to a wider audience. Both the institutions have committed an initial investment of US\$ 150 million, underpinning the JV's robust financial base. Key components of the JV include the establishment of an AMC and a trustee company. The agreement outlines the structure for share subscriptions, governance, management roles, and mutual obligations, ensuring a clear operational roadmap.

“ This is an exciting partnership between JFSL and BlackRock, one of the largest and most respected asset management companies globally. The partnership will leverage BlackRock's deep expertise in investment and risk management along with the technology capability and deep market expertise of JFSL to drive digital delivery of products. Jio BlackRock will be a truly transformational, customer-centric and digital-first enterprise with the vision to democratise access to financial investment solutions and deliver financial well-being to the doorstep of every Indian. ”

**Hitesh Kumar Sethia**  
MD and CEO, JFSL

“ India represents an enormously important opportunity. The convergence of rising affluence, favourable demographics, and digital transformation across industries is reshaping the market in incredible ways. We are very excited to be partnering with JFSL to revolutionise India's asset management industry and transform financial futures. Jio BlackRock will place the combined strength and scale of both of our companies in the hands of millions of investors in India. ”

**Rachel Lord**  
Chair & Head of APAC,  
BlackRock Inc.

Further expanding this partnership, on April 15, 2024, JFSL has entered into another JV with BlackRock Inc. for wealth management and broking services, signifying a comprehensive

approach to offer investment management solutions. The commencement of these additional JVs are contingent upon receiving the necessary regulatory and statutory approvals.

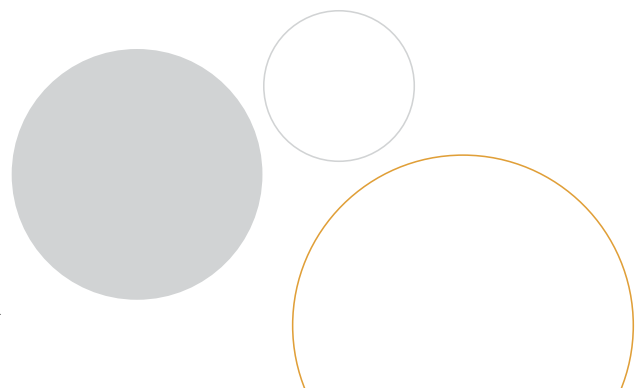
## Jio Leasing Services Limited (JLSL)

Jio Information Aggregator Services Limited (JIASL), later renamed as Jio Leasing Services Limited (JLSL), offers operating lease solutions to consumers and businesses through a Device-as-a-Service (DaaS) model.

DaaS is a new-age service model where businesses or individuals lease certain goods along with associated services, instead of purchasing the devices outright. DaaS typically includes installation, maintenance, support, and sometimes additional services like updates, offering an operating lease structure to customers.

The DaaS model presents a significant opportunity for JLSL to boost revenue, enhance customer loyalty, and cultivate robust customer relationships, thereby enriching the overall customer value proposition.

The JLSL team comprises specialists in leasing, technology management, and customer support. As JLSL launches the pioneering venture, the combined expertise of the JLSL team will play a crucial role in setting up robust operations that ensure that the DaaS model meets market needs effectively while maintaining the highest service standards.







## Nurturing Leaders of Tomorrow

JFSL is creating a sustainable, nimble, and forward-looking 'talent intensive' organisation, and an 'enriching place to work'. The core strength of JFSL lies in enabling its young and diverse talent to harness technology and digital prowess through continuous learning and developmental interventions. At the heart of JFSL's growth lies a commitment to exceptional people-leadership, inspiring, empowering, and nurturing leaders of tomorrow.

### Leadership and People

In a short span of under a year, JFSL has expanded its team with over 580 of the best minds in the country. The leadership team comprises seasoned professionals who prioritise employee development through mentoring and engagement. The focus is on open communication and feedback through various platforms. This inclusivity has been instrumental in building trust and loyalty.

### Leveraging Technology, Driving Efficiency and Innovation

JFSL has made significant strides by integrating advanced technological solutions across its operations. Each employee resonates with the common dream that JFSL stands for. From AI-driven analytics to enabling employees to leverage state-of-the-art tools to enhance efficiency, reduce risks, and deliver superior customer experiences.



### Cultivating a Strong Company Culture

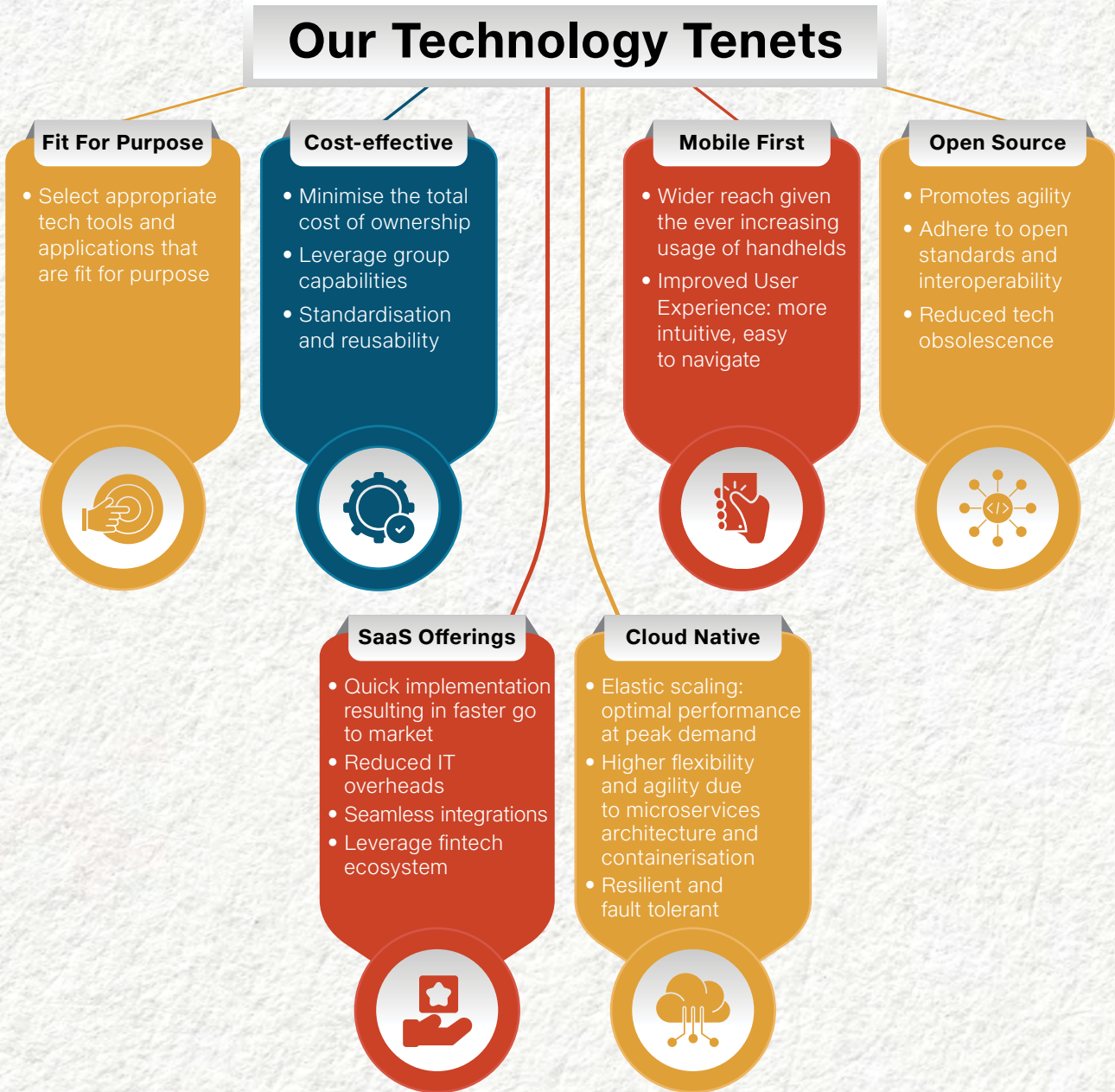
JFSL is building a strong team of young and high calibre professionals who can challenge the status quo through constant innovation. Its people culture is anchored on being agile, having a digital DNA, and ensuring efficiency. Inclusivity permeates every aspect of JFSL. Diverse teams bring varied perspectives, fostering creativity and innovation. This not only enriches the workplace but also enhances problem-solving and decision-making capabilities. Further, the teams at JFSL, with prudent diversity from banks, NBFCs, fintechs, and other relevant sectors have the capability to create trailblazing solutions.





## Tech-enabling the Way Forward

Technology is at the heart of JFSL's commitment to providing efficient and reliable financial services, playing a pivotal role in the way we operate, aim to grow and stay ahead in a fast-evolving environment. Our businesses are aligned with our technology tenets – Fit for Purpose, Cloud Native, Evolving, Mobile First, Cost-efficient, Agile, Reusable and Interoperable with data and analytics at the core.



We adhere to a digital-first strategy across all platforms, focusing on achieving operational excellence with minimal manual intervention. This is exemplified by our aspiration to be a “Zero-Ops” organisation built on straight through processing architecture, auto-recon solutions and self healing systems.

The recent transformations include the rapid digital overhaul at JPBL. Within a span of two months, JPBL transitioned its technology stack from legacy systems to a streamlined, cost-

effective SaaS model. This has significantly shortened product rollout times and enhanced operational capabilities at JPBL.

At JFL, the core systems of the NBFC operations were established in under 90 days, utilising a flexible, low code/no code platform that accelerates JFL's go-to-market for new products and updates.



## Deploying Capital with Robust Guardrails

JFSL's integrated risk management approach is overseen by the Board of Directors. The Board has set up a Risk Management Committee (RMC) which monitors all the risks and ensures effective implementation of the risk management framework across JFSL and its major subsidiaries. The RMC plays a crucial role in providing guidance on establishing the risk appetite, in the policy formation, and in ensuring continuous improvement in risk identification and monitoring. The Chief Risk Officer (CRO) is an independent position, and reports to JFSL's Managing Director and the Chief Executive Officer.

The Company is committed to maintaining financial stability and sustainability through a robust risk management framework that includes detailed risk policies and limits, closely monitored to ensure stability. Additionally, it has a thorough capital adequacy assessment process for both pillar 1 and 2 risks, complemented by a robust stress testing framework.

The Company and its subsidiaries are primarily exposed to the below key risks:

- **Credit Risk** is the risk which arises due to default of borrowers. JFSL is a CIC and does not involve in lending activities to external customers. Currently, Jio Finance Limited (JFL), one of JFSL subsidiaries, is exposed to credit risk as one of the material risks. JFL has Board approved Credit and Recovery Policy which provides details on risk limits and guidance on lending and recovery activities.
 

JFL deploys Machine Learning (ML) -based application scorecards, behavioural scorecards for initial underwriting and subsequent cross-sell of consumer credit exposures.

JFL actively monitors portfolio through dashboards and early warning signals to ensure portfolio quality is within the risk appetite.

JFL also utilises ML-based analytics for collection activity design, thereby ensuring sharpened pre-delinquency and post-delinquency management of the credit portfolio.
- **Operational Risk** is the risk of loss resulting from inadequate or failed internal processes, people, and systems, or from external events. JFSL identifies operational risks inherent in all its activities, processes, and systems. The Company has setup an Operational Risk Management Committee which is responsible for managing the operational risk at JFSL and its major subsidiaries in order to ensure that inherent risks and residual risks are aligned with organisation's business strategy.
- **Outsourcing Risk** is defined as the risk arising from the Company's use of a third-party (either an affiliated entity within the group or an entity that is external to the group) to perform activities on a continuing basis that would normally be undertaken by the Company itself, now or in the future. JFSL has a Board approved Outsourcing Policy which provides well defined guidance on how to mitigate outsourcing risk. JFSL and its major subsidiaries have set-up an Operational Risk Management Committee which is responsible for managing the outsourcing risks.
- **Market Risk** is defined as the risk that the value of investments may be adversely affected by movements in market interest rates, currency exchange rates, credit spread and equity price. JFSL has set up an Asset Liability Management Committee (ALCO) which is responsible for managing market risk. JFSL and its major subsidiaries have pre-defined market risk limits and monitoring frequency to ensure that the treasury activities are carried out within the risk appetite of the Company and breaches, if any, are reported to the ALCO and Risk Management Committee on a periodic basis.
- **Information Security or Cyber Security Risk** is an increasingly important risk for any financial institution. The Company is committed to instituting a robust information and cyber security program to protect critical business information, systems, and assets which involves continuous improvement in information security. thereby ensuring the confidentiality, integrity, and availability of data while maintaining the trust and confidence of our stakeholders.
- **Compliance Risk** is the risk of legal or regulatory sanctions, penalties, material financial loss or damage to reputation an entity may suffer as a result of its failure to comply with laws, regulations, rules, supervisory instructions and codes of conduct, etc., applicable to its business activities. The Company has a strong compliance framework to ensure compliance standards are robust across JFSL and its major subsidiaries.
- **Liquidity Risk** is the risk resulting from an organisation's inability to meet its obligations as they become due, because of difficulty in liquidating assets (market liquidity risk) or in obtaining adequate funding (funding liquidity risk). The Company has a Board approved Asset Liability Management (ALM) Policy which has various tolerance limits. The liquidity management process involves analysis of sources and uses of funds and understanding of the funding markets in which the entity operates. The ALCO oversees the liquidity management framework.



## Board of Directors



### Shri K. V. Kamath

As an Indian banker, he began his career in 1971 at ICICI. In 1988, he moved to the Asian Development Bank and spent several years in Southeast Asia before returning to ICICI as its Managing Director and CEO in 1996, and following its merger into ICICI Bank, he led ICICI Bank as its Managing Director and CEO. Under his leadership, ICICI Bank transformed itself into a diversified, technology-driven financial services group across banking, insurance, and asset management in India, with a global presence. He retired as Managing Director and CEO in 2009 and continued as the Chairman of ICICI Bank until 2015. He has served as Chairman of Infosys. In 2015 he was appointed as the first President of the New Development Bank set up by the BRICS countries from where he retired in 2020. He is also the Chairman of the National Bank for Financing Infrastructure and Development (NaBFID). He was awarded the Padma Bhushan, one of India's highest civilian honours, in 2008. He is a mechanical engineer from National Institute of Technology, Surathkal and has completed his Post-Graduation in Business Administration from IIM, Ahmedabad.



### Ms. Isha M. Ambani

Has graduated with a double major in Psychology and South Asian studies from Yale University and holds an MBA from Stanford University. She is a key member of the executive leadership team at Reliance Retail Ventures Limited. She drives Reliance Retail's expansion into new categories, geographies, and formats, focusing on enhancing the customer experience. She is actively involved in spearheading Reliance Foundation's work, leading its art and cultural initiatives in India and internationally. She is passionate about education, focusing on Reliance Foundation's work with children and women.



### Shri Rajiv Mehrishi

Holds a master's degree in history from St. Stephen's College, Delhi, and an MBA from the University of Strathclyde, Glasgow. He has over four decades of experience in corporate law, audit, and governance. Shri Mehrishi has been involved in enacting the Competition Act and rewriting the Companies Act, 1956. He has served as principal secretary (finance) and Chief Secretary in Rajasthan, Union Finance Secretary, Union Home Secretary, and the 13th Comptroller and Auditor General of India. Shri Mehrishi is also a recipient of the Padma Bhushan in 2022.



### Shri Sunil Mehta

Holds a master's degree in agronomy from S.K.N. College of Agriculture and an MBA (Finance) from R.A. Poddar Institute of Management. He is a certified associate of the Indian Institute of Bankers, and the current Chief Executive of Indian Banks' Association. Previously, he was the MD and CEO of Punjab National Bank, and the Executive Director of Corporation Bank. Shri Mehta has over four decades of banking experience.



### Shri Bimal Manu Tanna

A Fellow member of the Institute of Chartered Accountants of India, he has 38 years of experience. His career primarily spans across PwC India and Bansi S. Mehta & Co. / B. S. Mehta & Co, Chartered Accountants; in both these esteemed organisations he served as Partner. Prior to his superannuation, during his 25 years with PwC India, he managed diverse responsibilities and played key leadership roles including Managing Partner (West) and Partner Affairs Leader. At PwC, he also served on the Board of Directors, the India Leadership Team, and the firm's elected governance body.



### Ms. Rama Vedashree

With a rich and varied experience of over 35 years in the industry, she has had long stints at NIIT Technologies, Microsoft, General Electric and NASSCOM. In her last role she was the CEO of Data Security Council of India (DSCI), the Apex Policy Think Tank and Industry Body for Cyber Security and Privacy. Under her leadership DSCI envisioned a Cyber Security Growth Strategy to make India a global hub for cyber security. A gold medallist from the University of Hyderabad, Ms. Vedashree has also completed an Executive Education program from Harvard.



### Shri Anshuman Thakur

Holds a bachelor's degree in economics from the University of Delhi, and an MBA from IIM, Ahmedabad. He has 25 years of experience in corporate strategy and investment banking, working across diverse industries. As Senior Vice President of Jio Platforms Limited, Shri Thakur is responsible for strategy and planning. Since joining Reliance Group in 2014, he has been involved with the Jio and retail businesses. His prior roles included head of mergers and acquisitions at Morgan Stanley, India and TMT coverage banker at Rothschild.



### Shri Hitesh Kumar Sethia

A fellow member of the Institute of Chartered Accountants of India and an alumnus of Harvard Business School's advanced management program, he brings over two decades of experience in financial services across Europe, Asia, and North America, primarily at ICICI Bank. His expertise spans strategy formulation, market development, compliance, risk management, and team building. He has been instrumental in setting up and scaling ICICI Bank's overseas operations in Canada, Europe and Hong Kong.

## Board Committees

The Board has delegated its functioning in relevant areas to designated Board Committees to effectively deal with complex or specialised issues. For further details, see the section titled 'Committees constituted by the Board' on page no. 37 of this report.



# Leadership Team

## Shri Hitesh Kumar Sethia

### Managing Director and Chief Executive Officer

A fellow member of the Institute of Chartered Accountants of India, Shri Hitesh Kumar Sethia brings over two decades of financial services experience across Europe, Asia (India and Greater China), and North America. He has held key leadership roles at ICICI Bank, including head of transaction banking. Shri Sethia has expertise in strategy formulation, market development, compliance, risk management, and team building. He played a significant role in establishing ICICI Bank operations in Canada and Germany and held senior positions in the UK and Hong Kong.

## Shri Charanjit Surindra Singh Attra

### Group Chief Operating Officer\*

Shri Charanjit Surindra Singh Attra is a fellow member of the Institute of Chartered Accountants of India and a certified public accountant from Denver, Colorado. Before joining JFSL, he was the Chief Financial Officer of State Bank of India (SBI), handling accounting, capital planning, and investor relations. He also worked as a partner at Ernst and Young Associates and has extensive experience with ICICI Bank Group in operations, IFRS, USGAAP, and SOX implementation.\*

*\*Resigned w.e.f July 8, 2024 consequent to being appointed as the MD&CEO of Jio Leasing Services Limited (JLSL), a wholly-owned subsidiary of the Company, effective July 9, 2024.*

## Shri Abhishek Haridas Pathak

### Group Chief Financial Officer

A fellow member of the Institute of Chartered Accountants of India, Shri Abhishek Haridas Pathak also holds an MBA from Babson College, Boston. He played a crucial role in setting up the core finance function at the New Development Bank (NDB) in Shanghai, China, and was involved in obtaining the bank's international credit rating and raising funds through the inaugural Green RMB Bond. Prior to NDB, he worked in various functional departments at ICICI Bank Group.

## Ms. Mohana V

### Group Company Secretary and Compliance Officer

Ms. Mohana V is a fellow member of the Institute of Company Secretaries of India and also holds a bachelor's degree in law from Bangalore University. She has nearly three decades of experience in corporate legislations, compliance, governance and corporate due diligence. Prior to her current role, she was with Reliance Industries Limited from 2016. Her career also includes significant roles at GMR Group and Biocon Limited.

## Shri Manish Kumar Singh

### Group Chief Human Resources Officer

Shri Manish Kumar Singh holds a master's degree in human resources and organisational development from Delhi School of Economics. He was previously the Chief Human Resources Officer at the Abu Dhabi Department of Economic Development, establishing a new financial institution in the UAE. He has significant experience with the New Development Bank (NDB) in Shanghai, China, and various leadership roles in human resources at ICICI Bank Group.

## Shri Ganesh AR

### Group Chief Technology Officer

An engineer and alumnus of IIM Calcutta, Shri Ganesh AR has over three decades of experience in IT transformation across banking, capital markets, and retail industries. Before joining JFSL, he served as the CISO at ICICI Bank for five years and led Corporate and Treasury IT for over seven years. He was also part of the India leadership team at Tesco Shared Services Centre, Bengaluru, involved in large-scale transition and capability building.

## Shri R. Shyam Sunder

### Group General Counsel

With over 24 years of experience as a legal counsel in the banking and financial sector, Shri R. Shyam Sunder is a distinguished legal expert. He graduated with a B.A. L.L.B Hons from the National Law School of India University, Bengaluru. He has extensive expertise in project financing and banking laws and has played a pivotal role in establishing teams for new NBFCs. He was part of the founding team of a bank and has held several senior positions. In his previous role, he served as Head – Legal at IDFC First Bank.

## Shri S. Anantharaman

### Group Chief Risk Officer^

With over 30 years of experience in managing credit, market, and operational risks, Shri S. Anantharaman is an Associate Member of the Institute of Chartered Accountants of India and a Chartered Financial Analyst. He was formerly the Chief Risk Officer at Bank of Baroda, where he revamped risk management practices, and Joint Head of Wholesale Credit at HDFC Bank, overseeing a \$13 billion credit portfolio. His international experience includes senior roles at Al Ahli Bank of Kuwait, Commercial Bank of Kuwait, and Gulf Bank.

*^Appointed on June 19, 2024*

## Shri Sudheer Reddy Govula

### Group Chief Compliance Officer

Shri Sudheer has an experience of over 28 years, across large public sector and private sector banks in India. He started his career with the State Bank of India and was associated with the institution for a decade, with exposure including General Banking, Foreign Exchange, Agricultural Advances, SME Advances, etc. He then worked with HDFC Bank for 15 years managing different aspects of the compliance function. Prior to his current role, he was last associated with Bandhan Bank, for over two years, as the Chief Compliance Officer. During his career, he has also handled various regulatory inspections, including inspections under Risk-Based Supervision framework.

## Ms. Rupali Adhikari Sawant

### Group Head-Internal Audit

Ms. Rupali is a commerce graduate from the Mumbai University, and an Associate Member of the Institute of Chartered Accountants of India. She was associated with B S R & Co for over two decades, and prior to her current role she was an Associate Partner - Risk Advisory, Governance Risk and Compliance Services. She has a strong audit and financial reporting background in Ind AS, Indian GAAP, and IFRS, including application of the Reserve Bank of India guidelines, and has led statutory audits of large Indian private sector and multinational banks in India, NBFCs, Asset Management Companies, and Private Equity Funds.



## Future Outlook



JFSL's commitment to innovation continues as the Company plans to further invest in cutting-edge technologies like AI and ML. These investments will enhance JFSL's service offerings, improve process efficiencies, and offer tailored financial solutions to its customers. The Company is also exploring partnerships with fintech startups to stay at the forefront of technological advancements in the financial sector.

At JFSL, maintaining the highest standards of data security and privacy remains a priority as the Company expands its technological capabilities. By integrating advanced security measures and stringent compliance protocols, JFSL ensures the protection of its customers' data and maintain their trust.

By strategically harnessing technology and fostering a culture of innovation, JFSL is poised to continue delivering significant value to its stakeholders and redefine the financial services landscape.



# **Statutory Reports**





## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Jio Financial Services Limited (JFSL), formerly known as Reliance Strategic Investments Limited, (“the Parent”, “the Company”, “the Holding Company”), with Corporate Identity No. L65990MH1999PLC120918, was incorporated on July 22, 1999, in Mumbai. JFSL is a registered Systemically Important Non-Deposit taking Non Banking Financial Company, as defined under Section 45-IA of the Reserve Bank of India Act, 1934, with effect from December 31, 1999.

The Reserve Bank of India (RBI) while granting its approval for change in the shareholding pattern and control of JFSL, pursuant to the Scheme of Demerger, had stipulated that the Company shall meet eligibility criteria for Core Investment Company (“CIC”) and apply to RBI for conversion to NBFC-CIC within six months of the date of the Scheme becoming effective or three months of the date of listing of its equity shares, whichever is earlier. The Company had filed the application for conversion to CIC with RBI on November 20, 2023.

As a CIC, JFSL will be a holding company and operate its financial services business through its consumer-facing subsidiaries namely, Jio Finance Limited (formerly known as Reliance Retail Finance Limited), Jio Leasing Services Limited (formerly Jio Information Aggregator Services Limited), Jio Insurance Broking Limited (formerly Reliance Retail Insurance Broking Limited), and Jio Payment Solutions Limited (formerly Reliance Payment Solutions Limited) and joint venture namely Jio Payments Bank Limited.

### Macroeconomic Overview

India’s economic growth trajectory is influenced by various factors including rising domestic consumption, investment, conducive government policies, and global economic conditions. Factors such as infrastructure development, industrial growth, and policy reforms also impact the country’s growth rate.

According to National Statistical Office, under the Ministry of Statistics & Programme Implementation, Government of India, the country’s real GDP growth for FY24 is estimated at 8.2%, compared to 7.0% growth during FY23, which has been powered by strong economic momentum, robust indirect tax collection, and lower subsidies. The economy continues to grow at a healthy pace and macroeconomic indicators continue to remain conducive for the growth of the financial services industry. India is expected to be a USD 6 trillion economy by 2028, and higher domestic consumption and digitalisation are expected to fuel the economic growth.

India stands at the forefront of the digital revolution, poised to emerge as one of the world’s fastest-growing digital economies. With affordable data and widespread adoption of smart devices, emerging technologies are driving societal transformation and inclusive growth. QR payments

via UPI have already surpassed 13 billion transactions per month, and the decreasing costs of technology spurred by advancements in AI have facilitated the development of more efficient and cost-effective solutions.

The current wave of digital transformation is fuelling the economic development of the country and also aiding increasing financial inclusion through innovative digital payments solutions like UPI, formalisation of credit (with account aggregators network), and plugging revenue leakages (using direct benefit transfers, online tax platforms, and FASTag), among others.

Additionally, India’s demographic dividend, increasing savings and penetration of digitisation provides immense opportunities for JFSL. While the opportunity spectrum continues to remain attractive, we also remain observant about the recent market developments.

### Industry Overview

According to RBI, NBFCs have expanded their reach, particularly in underserved regions, witnessing credit growth driven by unsecured loans and MSME lending. With capital adequacy well above the regulatory requirement, NBFCs remain well-capitalised. As India’s economic growth continues, the influence of the Digital India Mission is set to rise, with digital platforms revolutionising the delivery and accessibility of banking and financial services.

Also, in recent years, NBFCs have consistently outpaced Scheduled Commercial Banks (SCBs) in terms of credit growth by leveraging their deep understanding of regional dynamics and offering customised products and services. NBFCs also play a crucial role in accelerating financial inclusion across India. Furthermore, NBFCs’ ability to provide lower transaction costs, innovative products, quick decision-making backed faster turnaround, customer-centric approaches, and prompt service standards differentiates them from traditional banks. Considering the reach and expanse, NBFCs, are well-suited to bridge the financing gap in a large country like India. Systemically important NBFCs have demonstrated agility, innovation, and frugality to provide formal financial services to millions of Indians. The growing importance of NBFCs is reflected in the consistent increase of their credit as a proportion to India’s GDP as well as in relation to credit extended by SCBs to the NBFC sector.

New-age NBFCs are using technology more than ever and harnessing partnership ecosystems across the value chain of lead generation, customer onboarding, underwriting, credit/loan disbursement and collection. Artificial Intelligence (AI), Machine Learning (ML) and big data have equipped lenders to capitalise individual customer insights and build alternative credit scoring models. Mobile and smartphone penetration has enabled NBFCs to tap customers having low incomes, who can use their mobile devices throughout the lending cycle



of application, engagement, e-KYC and e-signature for disbursements. Robotic Process Automation (RPA) has enabled the streamlining of operational workflows resulting in increased efficiency, accuracy, and cost savings. NBFCs are also experimenting and beta testing with distributed ledger technologies for various use cases such as e-KYC, data exchange, loan disbursement and collection, and strengthening cyber security. Furthermore, NBFCs are building and testing Application Programming Interfaces (APIs) for robust connected ecosystems of various institutions and stakeholders.

### Opportunities and Threats

The financial services industry in India is a vital component of the country's surging economy, contributing significantly to its growth and development. Demand for financial services is led by favourable demographics, rising affluence, financialisation of savings and robust public digital infrastructure. Further, there has been continuous progress on digital adoption, which is visible through rapid growth of online engagement with increasing user activity across the entire funnel of smartphone-led, online usage of commerce and services.

There is a significant shift towards digitisation of the economy, which presents an untapped opportunity. The increasing digitisation is expected to further reduce cash usage in the economy as proliferation in digital infrastructure (UPI, QR, POS) continues to encourage the adoption and use of digital payments. The introduction of innovative products, increased market competition, and the growth of online distribution channels have expanded the reach and penetration of financial services across the country. This specific target market comprises of individuals and small businesses who have been underserved or have limited access to financial services. While there is immense opportunity in Tier 3 and Tier 4 cities and towns, larger cities also present opportunities as an increase in the rate of urbanisation will also lead to newer consumers of financial services.

It is important to be mindful of the escalating threats of cybersecurity that presents a formidable challenge to individuals, businesses, and governments worldwide. With the rapid advancement of technology and the increasing interconnectedness of digital systems, cyber threats have become more sophisticated and pervasive. As dependence on digital technologies continues to increase, the importance of robust cybersecurity measures cannot be overstated. Proactive efforts are needed to strengthen cybersecurity frameworks, enhance collaboration between public and private sectors, raise awareness among users, and invest in innovative technologies to mitigate the risks posed by cyber threats.

### Segment- and Product-Wise Updates

The Company is engaged primarily in the business of investing & financing in India which constitutes one single reporting segment in accordance with Ind AS-108 "Operating Segments". Therefore, there are no separate business or geographical segments as reportable.

### Outlook

JFSL was established with a vision to capitalise on the vast opportunities within India's financial services sector through innovation and inclusion. Operating across lending, insurance, payments, and with plans for asset management, JFSL's strategic initiatives are focused on building a comprehensive product portfolio across promising financial services segments. Furthermore, the Company's Direct-to-Customer (D2C) approach aims to leverage the group's internal ecosystem to drive low-acquisition costs.

Born in the new digital era, JFSL is uniquely positioned to leverage emerging technologies and drive innovation in the financial services sector. Looking ahead, the Company's focus remains on expanding its digital footprint and empowering its digital infrastructure to optimise processes and elevate efficiency. JFSL firmly believes that by harnessing the power of technology, it can bridge the gap between aspiration and access, ensuring that every Indian has the necessary tools to thrive in this digital age. Therefore, JFSL's vision is rooted in the belief that digital innovation can unlock new opportunities and empower increasing number of Indians to achieve their financial goals.

### Risk and Concerns

JFSL's current operations are conducted primarily in India and are subject to macroeconomic risks prevailing in India. These include risks associated with, among others, the political, economic and legal environments, and foreign currency exchange rate fluctuations. The economic environment also has a significant impact on the Company's business. The results of operations are substantially dependent upon the amount of the Company's interest income and net interest margin. Interest rates are sensitive to multiple factors beyond the Company's control, including the monetary policies of the RBI, domestic and international economic and political conditions, and inflation. The ability to pass on any increase in interest rates depends on borrowers' willingness to pay higher rates and the competitive landscape in which the Company operates. The Company may borrow funds on both fixed and floating rates, and its lending products may comprise fixed and floating interest rates. The asset-liability management strategy aims to ensure that there are no excessive concentrations on either side of the balance sheet.



The Company's business and financial performance could be adversely affected by unfavourable changes in, or interpretations of existing, or the promulgation of new laws, rules and regulations applicable to the Company, and its businesses. There can be no assurance that the Government of India will not implement new regulations and policies which could require the Company to obtain approvals and licenses from the Government of India and other regulatory bodies or impose onerous requirements and conditions on the Company's operations.

Any adverse revisions to India's credit ratings for domestic and international debt by domestic or international rating agencies may adversely affect the Company's ability to raise additional financing and other commercial terms at which such additional financing is available. This could have an adverse effect on the Company's growth plans, business and financial performance, and the price of its Equity Shares.

### Internal Control Systems and their Adequacy

The Company, including its operating subsidiaries, has adequate internal controls and processes in place with respect to its financial statements which provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements. These controls and processes are driven through various policies, procedures, and certifications. The processes and controls are reviewed periodically. The Company has a mechanism of testing the controls at regular intervals for their design and operating effectiveness to ascertain the reliability and authenticity of financial information. The Internal Auditors bring to the attention of the Audit Committee the deficiencies and weaknesses in the internal control systems, if any. The Audit Committee reviews and monitors the remedial actions to ensure its overall adequacy and effectiveness.

### Human Capital

In its pursuit for long-term value creation, JFSL believes that harnessing a culture that promotes entrepreneurial mindset supplemented by autonomy and ownership will play a catalysing role in delivering forward-looking innovative solutions for democratising financial services for the masses. Therefore, JFSL is creating a sustainable, nimble, and forward-looking "talent intensive" organisation fostering long-term value creation for all its stakeholders, and an "enriching place to work" globally.

Towards creating an enriching place to work, JFSL values its human capital as one of the cores of its value chain in building and expanding the organisation which is underpinned by ever-evolving technology. In its journey, JFSL is building a strong team of young and high calibre professionals who can challenge the status quo and offer differentiated value through constant innovation. JFSL's work culture is anchored towards being Agile, having a Digital DNA, and ensuring Efficiency.

With a team size of 584 employees across its subsidiaries and JV in its realm, JFSL believes in investment and development of human capital with a strong focus on diversity. In case of JFL, for example, the team buildout boasts of 67% gender diversity at the CXO level, which is a testament to our commitment of providing an inclusive environment which fosters collaborative entrepreneurship. Across JFSL Group, the teams, with prudent diversity from banks, NBFCs, fintechs, and other relevant sectors, have the capability to create trailblazing solutions for overall value creation.

### Enterprise Risk Management

Enterprise Risk Management (ERM) applies the principles of sound governance to the identification, measurement, monitoring and controlling of risks, and ensures that risk taking activities are in line with JFSL's strategies and risk appetite, and also cover all material risk categories applicable to the Company. The ERM function enables the achievement of the Company's strategic objectives in identifying, analysing, assessing, mitigating, monitoring, and governing any risk or potential threat to these objectives. The systematic and proactive identification of risks, and mitigation thereof, enables the Company to boost performance with effective and timely decision-making. Strategic decisions are taken after careful consideration of primary risk, secondary risk, and consequential risk.

The ERM framework encompasses all of the Company's risks, such as strategic, operational, and legal and compliance risks. Appropriate risk indicators are used to identify these risks proactively. The Company takes cognisance of risks faced by its key stakeholders and their cumulative impact while framing the risk management policies.



## Discussion on Financial Performance

### Standalone Financials

The standalone financial results of the Company are given in the table below:

₹ in crore

	Amount	
	FY24	FY23
Interest income	381.61	38.34
Dividend	-	0.27
Fees & commission and other services	1.69	-
Net gain on fair value changes	254.76	3.02
Other income	-	3.21
<b>Total income</b>	<b>638.06</b>	<b>44.84</b>
Finance cost	10.27	-
Impairment of financial instruments	-	(10.06)
Staff expenses	42.73	-
Other operating expenses	64.06	5.56
<b>Total expenses</b>	<b>117.06</b>	<b>(4.50)</b>
Profit before tax	521.00	49.34
Provision for taxation	138.53	18.09
<b>Profit after tax</b>	<b>382.47</b>	<b>31.25</b>

### Analysis of Total Income

The standalone Total Income of the Company increased to ₹ 638.06 crore in FY24, from ₹ 44.84 crore in FY23, primarily due to:

- Increase in the interest income on fixed deposits and certain money market instruments to ₹ 381.61 crore in FY24, as compared to ₹ 38.34 crore in FY23, which was transferred to the Company as a result of the demerger of the Company from Reliance Industries Limited.
- Increase in certain realised and unrealised gains on certain money market instruments, classified as Fair Value through Profit and Loss Account ('FVTPL') to ₹ 254.76 crore in FY24, as compared to ₹ 3.02 crore in FY23, resulting out of the treasury activities undertaken by the Company on certain money market instruments transferred to the Company as a result of the demerger.

### Analysis of Total Expenses

The standalone Total Expense of the Company, excluding impairment, increased to ₹ 117.06 crore in FY24, from ₹ 5.56 crore in FY23, primarily due to:

- Increase in staff costs to ₹ 42.73 crore in FY24, as compared to NIL in FY23, reflects the costs of employees hired by the Company during FY24. The total number of Employees in the Company stood at 60, at the end of FY24.
- Increase on other operating expenses (including finance cost) to ₹ 74.33 crore in FY24, as compared to ₹ 5.56 crore in FY23, representing the first year of business operations post the demerger.

**Analysis of Balance Sheet**

₹ in crore

	Amount	
	FY24	FY23
<b>Assets</b>		
Cash and bank balances	4,590.20	5,249.87
Investment	19,719.97	19,400.57
Loans	92.00	-
Other Assets	72.03	152.66
<b>Total Assets</b>	<b>24,474.20</b>	<b>24,803.10</b>
<b>Equity &amp; Liabilities</b>		
Equity share Capital	6,353.28	6,355.61*
Other Equity	18,083.53	17,698.64
<b>Net worth</b>	<b>24,436.81</b>	<b>24,054.25</b>
Borrowings	-	742.77
Other Liabilities	37.39	6.08
<b>Total Liabilities</b>	<b>24,474.20</b>	<b>24,803.10</b>

\* Includes ₹ 6,353.28 crore as share capital pending allotment

**Consolidated Financials**

The Consolidated financial results of the Company and its subsidiaries (the Group) are given in the table below:

₹ in crore

	Amount	
	FY24	FY23
Interest Income	937.74	38.34
Dividend	216.85	0.27
Fees & commission and other services	151.66	-
Net gain on fair value changes	547.63	3.02
Other income	0.80	3.21
<b>Total income</b>	<b>1,854.68</b>	<b>44.84</b>
Finance cost	10.27	-
Impairment of financial instruments	2.05	(10.06)
Staff expenses	116.04	-
Other operating expenses	198.95	5.56
<b>Total expenses</b>	<b>327.31</b>	<b>(4.50)</b>
Profit before share in profit of Associate and Joint Ventures	1,527.37	49.34
Share of Associates & Joint ventures, net of tax	428.52	-
<b>Profit before Tax</b>	<b>1,955.89</b>	<b>49.34</b>
Provision for taxation	351.34	18.09
<b>Profit after tax</b>	<b>1,604.55</b>	<b>31.25</b>



## Analysis of Total Income

The consolidated total income of the Company increased to ₹ 1,854.68 crore in FY24, from ₹ 44.84 crore in FY23, primarily due to:

- Increase in the interest income in consolidated profit and loss account, and interest income on fixed deposits in the wholly-owned subsidiaries, to ₹ 937.74 crore in FY24, as compared to ₹ 38.34 crore in FY23.
- Dividend income amounting to ₹ 216.85 crore on shares held by a subsidiary transferred pursuant to the demerger of the Company.
- Fees and commission income of ₹ 151.66 crore in FY24, representing fee income of the subsidiaries primarily in the insurance broking and the payment aggregator businesses.
- Increase in certain realised and unrealised gains in the standalone profit and loss account and certain money market instruments together amounting to ₹ 547.63 crore in FY24, as compared to ₹ 3.02 crore in FY23, resulting out of the treasury activities undertaken by the Company and its subsidiaries on certain money market instruments transferred to the Company and its subsidiaries as a result of the demerger.

## Analysis of Total Expenses

The consolidated total expense, excluding employee benefits expenses and impairment, increased to ₹ 209.22 crore in FY24, compared to ₹ 5.56 crore in FY23, primarily due to:

- Staff costs of ₹ 116.04 crore, reflecting the costs of employees of the Company and its subsidiaries in FY24. At a consolidated level, the total number of employees in the Company stood at 584 as of March 31st, 2024. The Company has invested in manpower to enable the business development of Jio Financial Services group.
- Increase in other operating expenses (including finance cost) to ₹ 209.22 crore in FY24, as compared to ₹ 5.56 crore in FY23, representing the first year of business operations post the demerger.

## Analysis of Balance Sheet

₹ in crore

	Amount	
	FY24	FY23
<b>Assets</b>		
Cash and Bank	10,959.77	6,296.70
Investment	133,292.17	108,140.94
Loans	173.31	41.09
Other Assets	437.74	451.01
<b>Total Assets</b>	<b>144,862.99</b>	<b>114,929.74</b>
<b>Equity &amp; Liabilities</b>		
Equity share Capital	6,353.28	6,355.61*
Other Equity	132,794.38	107,764.73
<b>Net worth</b>	<b>139,147.66</b>	<b>114,120.34</b>
Borrowings	-	742.77
Other Liabilities	5,715.33	66.63
<b>Total Liabilities</b>	<b>144,862.99</b>	<b>114,929.74</b>

\* Includes ₹ 6,353.28 crore as share capital pending allotment



## ESG Initiatives

### Navigating Forward: JFSL Commitment to Sustainability and Inclusive Growth in FY24

JFSL has embarked on an exciting journey in FY24. Alongside establishing its focus on key business metrics, JFSL is equally passionate about creating a sustainable future through its Environmental, Social and Governance (ESG) approach. The Company aims to build value not just for its customers but also for its communities, and all its stakeholders. JFSL is enthusiastic about the positive impact it can make together!

JFSL and its subsidiaries are deeply committed to upholding the ESG principles at the core of its operations. As part of its core ethos, JFSL has prioritised on engaging with stakeholders to promote societal progress and environmental sustainability.

The overarching ESG objective of JFSL is to operate with ethical integrity and establish transparent and fair relationships with all stakeholders. The Company has strengthened its objective through robust ESG governance framework, encompassing board-level oversight and wide-ranging policies. This includes the establishment of a dedicated board-level ESG Committee chaired by an Independent Director. The ESG Committee's mandate includes weaving sustainability into the purpose of the organisation and establish an ESG Governance framework setting goals, oversee sustainability initiatives and ensure transparent and comprehensive ESG disclosures. These ESG policies are readily accessible on our corporate website.

At its core, JFSL is driven by an underlying passion for creating a better world for all. During FY24, the Company and its subsidiaries allocated ₹ 9.33 crore towards approved CSR initiatives.

In its pursuit of ESG excellence, JFSL has meticulously identified and prioritised material focus areas through a rigorous assessment process. This strategic endeavour has culminated in the formulation of an all-embracing roadmap toward sustainable business practices. JFSL's material focus areas encompass critical themes such as Climate Change, Financial Inclusion, Diversity & Inclusion (D&I), Digitisation, Data Privacy and Security, and Governance & Transparency.

Since climate change is a significant material focus area for JFSL, despite commencing its operations in the middle of the year, JFSL has been deliberate about its efforts towards climate change and has diligently measured and publicly disclosed its GHG emissions, energy consumption, water usage, and waste management practices.

JFSL and its subsidiaries are dedicated to democratising finance and digitisation, ensuring that financial products are inclusive and accessible to all. The Company has pledged to achieve this by providing affordable financial products and fostering financial inclusion through responsible business practices and strategic partnerships, leveraging cutting-edge digital technologies. During FY24, JFSL organised financial inclusion camps in deserving areas to raise awareness and provide access to essential financial services.

As a human capital-oriented company, JFSL acknowledges that the expertise and dedication of its 584 skilled employees are paramount to its success. The Company invests in developing employees' skills to foster a supportive and innovative environment combined with the adoption of best-in-class practices. This fuels operational excellence, fosters sustainable growth, and solidifies JFSL's standing as a premier employer.

JFSL leverages D&I as a strategic advantage, enriching its workforce and driving employee engagement for increased efficiency, supported by JFSL's dedicated Diversity, Equity & Inclusion Policy. JFSL's commitment is evidenced by achieving a 27% representation of female employees within nine months of operation while ensuring 100% of JFSL's employees are trained on Prevention of Sexual Harassment (POSH) at workplace and human rights policy.

Being in the financial services business, risk management is at the centre of the Company's strategy. At JFSL, robust risk management protocols are meticulously designed to safeguard the investments and data of the Company's valued stakeholders and ensure the continuity and sustainability of its financial operations.

JFSL highly values open and transparent communication with regulators and key stakeholders. In line with this commitment to transparency and accountability, JFSL has released its inaugural Business Responsibility Sustainability Report (BRSR), accompanied by reasonable assurance on core BRSR indicators. For further details, refer 'Business Responsibility Sustainability Report' available on the website of the Company and can be accessed at [www.jfs.in/brsr-report-23-24.pdf](http://www.jfs.in/brsr-report-23-24.pdf)

To summarise, JFSL takes great pride in its unwavering dedication to ESG principles. The Company believe that its commitment to creating positive societal and environmental impacts is a business imperative. The focus on inclusive growth initiatives, financial empowerment, and responsible practices is all about making a meaningful difference to JFSL's stakeholders and to the communities the Company serves. JFSL is committed to long-term success and making positive contributions to society and the environment, and it is committed to continue this journey with its valued stakeholders.



# REPORT ON CORPORATE GOVERNANCE

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the report contains the details of Corporate Governance systems and processes at Jio Financial Services Limited ("JFSL" / "the Company").

## Statement on Company's Philosophy on Corporate Governance

Our corporate governance philosophy is rooted in our unwavering commitment to digitally deliver a wide range of financial products aimed at enhancing the financial well-being of the people of India. We believe that robust governance practices are essential to achieve our vision and foster trust among our stakeholders.

Our governance framework is built on four key guiding principles: return on capital, ensuring our investments yield optimal returns; return of capital, maintaining financial prudence to safeguard and return capital to our investors; adherence to regulations, upholding the highest standards of regulatory compliance to foster transparency and trust; and protecting our reputation, by conducting our business with integrity and ethical behaviour.

At the heart of our corporate governance philosophy are our six core values: Customer Value, Ownership Mindset, Respect, Integrity, One Team, and Excellence. These values guide our actions and decisions, ensuring that we prioritise our customers' needs, encourage accountability and proactive decision-making among our employees, foster a culture of mutual respect, uphold the highest standards of ethical behaviour, work collaboratively towards our goals, and continually strive for excellence in all our endeavours.

Our commitment to governance is reflected in our continuous efforts to build and refine processes and systems that enhance our governance framework. We are dedicated to institutionalising best practices and setting up robust systems that ensure accountability, transparency, and fairness in all our transactions.

We believe that good corporate governance is a journey of continuous improvement. We strive to exceed these standards through diligent oversight, effective risk management, and the fulfilment of our strategic objectives. Our governance processes are designed to meet the aspirations of our stakeholders and to ensure that our business conduct is aligned with our core values.

## Corporate Governance Structure at JFSL

The Company has put in place an internal governance structure with defined roles and responsibilities for every constituent of the system. The Company's shareholders appoint the Board of Directors, which in turn governs the Company. Through the governance framework, the Board along with its Committees, each with defined roles, undertakes its respective responsibilities towards all its stakeholders. The Company has an active, experienced, diverse and a well-informed Board. The Managing Director & Chief Executive Officer ("MD & CEO") is responsible for the overall affairs of the Company, under the superintendence, guidance, and control of the Board of Directors. In the operations and functioning of the Company, the MD & CEO is assisted by a core group of senior level executives.

## Code of Ethics and Conduct

The Company has in place a Code of Ethics and Conduct applicable to the Board of Directors and employees. The Code serves as a valuable resource to help them make informed, ethical decisions based on the guiding principles. The Code is available on the website of the Company.

All the Board members and Senior Management Personnel have affirmed compliance with the Code. A declaration to this effect, signed by the MD & CEO of the Company forms part of this Report.

## Vigil Mechanism and Whistle-Blower Policy

The Company is committed to conducting business with integrity, and high standards of business and personal ethics, and complying with all the applicable laws and regulations, and has put in place a mechanism for reporting illegal or unethical behaviour.

The Company has a Vigil Mechanism and Whistle-Blower Policy under which the employees / officers or directors are encouraged to report fraudulent practices, bribery, illegal or unethical behaviour without fear of any retaliation. The reportable matters can be disclosed to the Ethics and Compliance Task Force which operates under the supervision of the Audit Committee. In exceptional cases, employees have a right to report violations to the Chairman of the Audit Committee, and there was no instance of denial of access to the Audit Committee.





The Vigil Mechanism and Whistle-Blower Policy is available on the website of the Company and can be accessed at [www.jfs.in/vigil-mechanism-and-whistle-blower-policy.pdf](http://www.jfs.in/vigil-mechanism-and-whistle-blower-policy.pdf).

## Anti-Bribery and Anti-Corruption Policy

The Company's Anti-Bribery and Anti-Corruption Policy outlines the Company's commitment to preventing and addressing bribery and corruption within its sphere of operations, and provides a clear framework of rules, procedures, and guidance. It prescribes prior due-diligence and third-party screening before entering into any business relationship or engagement. Additionally, employee responsibilities and reporting and enforcement mechanisms are also prescribed.

The Anti-Bribery and Anti-Corruption Policy is available on the website of the Company.

## Corporate Governance Practices

The Company endeavours to continuously improve and adopt the best Corporate Governance codes and practices. Some of the best practices implemented by the Company, include the following:

- All securities related filings with Stock Exchanges are reviewed every quarter by the Board of Directors.
- Board committees for oversight on matters relating to risks, corporate social responsibility, business responsibility and sustainability reporting, environmental, social and governance, etc.
- Executive Committees of senior management for continuous review of operational and financial risk mitigation measures and governance practices.
- Internal Audit Function providing risk based assurance across all material areas of Group Risk and Compliance exposures.
- Assurance by an independent firm of Chartered Accountants on the functions of Registrar and Transfer Agent.

## Board of Directors

The composition of the Board of Directors of the Company is in conformity with the provisions of the Companies Act, 2013 ("the Act") and the Listing Regulations, as amended from time to time. As on March 31, 2024, the Board of Directors of the Company comprises 8 (eight) Directors.

### Composition Analysis

Executive / Non-Executive		Independence		Diversity (Gender)	
Category	%	Category	%	Category	%
Non-Executive Directors	87.50	Independent Directors	62.50	Women	25.00
Executive Directors	12.50	Non-Independent Directors	37.50	Men	75.00

### Core Skills / Expertise / Competencies available within the Board

The Board comprises qualified and experienced members from diverse background who possess the required skills, expertise, and competencies that allow them to make effective contributions to the Board, its Committees and the Company's decision-making process.

The following skills / expertise / competencies have been identified for the effective functioning of the Company, and are currently available with the Board:

- Banking / Financial Experience;
- Management and Leadership;
- Governance and Regulatory Oversight;
- Risk Management;
- Technology and Innovation;
- Strategy Planning; and
- Consumer Insights and Marketing Exposure.

While all the Board members possess the identified skills, their area of core expertise is given in their respective profiles below.

### Brief Profile of the Directors

Brief details of Directors of the Company including their category, shareholding in the Company, number of other Directorships, including name of listed entities where he / she is a director along with the category of their directorships, committee positions held by them in other companies as a Member or Chairperson, areas of expertise and other details as on March 31, 2024 are given below:



**K. V. Kamath**

Non-Executive Chairman and Independent Director  
(DIN: 00043501)

**Appointment Date**  
November 14, 2022

**Shareholding**  
4,849 equity shares

**Other Directorships#**  
1

**Directorship in other listed company(ies) and category of directorship**  
Reliance Industries Limited - Independent Director

**Committee positions^:**  
Nil

**Areas of Expertise:**

- Banking / Financial Experience
- Management and Leadership
- Governance and Regulatory Oversight
- Risk Management
- Technology and Innovation
- Strategy Planning
- Consumer Insights and Marketing Exposure



**Isha M. Ambani**

Non-Executive Director  
(DIN: 06984175)

**Appointment Date**  
November 15, 2023

**Shareholding**  
80,52,021 equity shares

**Other Directorships#**  
4

**Directorship in other listed company(ies) and category of directorship**  
Reliance Industries Limited - Non-Executive Director

**Committee positions^:**  
Nil

**Areas of Expertise:**

- Management and Leadership
- Technology and Innovation
- Consumer Insights and Marketing Exposure
- Strategy Planning
- Governance and Regulatory Oversight



**Rajiv Mehrishi**

Independent Director  
(DIN: 00208189)

**Appointment Date**  
July 07, 2023

**Shareholding**  
Nil

**Other Directorships#**  
6

**Directorship in other listed company(ies) and category of directorship**  
Dabur India Limited - Independent Director  
Piramal Enterprises Limited -Independent Director

The Tata Power Company Limited - Independent Director (Shareholder Director)

**Committee positions^:**  
Chairman: 2  
Member: 5

**Areas of Expertise:**

- Banking / Financial Experience
- Management and Leadership
- Governance and Regulatory Oversight
- Strategy Planning

**Sunil Mehta**

Independent Director  
(DIN: 07430460)

**Appointment Date**

July 07, 2023

**Shareholding**

100 equity shares

**Other Directorships#**

3

**Directorship in other listed company(ies) and category of directorship**

Juniper Hotels Limited – Independent Director

**Committee positions^:**

Chairman: 2

Member: 5

**Areas of Expertise:**

- Banking / Financial Experience
- Management and Leadership
- Governance and Regulatory Oversight
- Risk Management
- Strategy Planning
- Consumer Insights and Marketing Exposure

**Bimal Manu Tanna**

Independent Director  
(DIN: 06767157)

**Appointment Date**

July 07, 2023

**Shareholding**

Nil

**Other Directorships#**

3

**Directorship in other listed company(ies) and category of directorship**

Nil

**Committee positions^:**

Chairman: 2

Member: 3

**Areas of Expertise:**

- Banking / Financial Experience
- Management and Leadership
- Governance and Regulatory Oversight
- Risk Management
- Strategy Planning

**Rama Vedashree**

Independent Director  
(DIN: 10412547)

**Appointment Date**

March 30, 2024

**Shareholding**

252 equity shares

**Other Directorships#**

2

**Directorship in other listed company(ies) and category of directorship**

Nil

**Committee positions^:**

Chairman: Nil

Member: 2

**Areas of Expertise:**

- Management and Leadership
- Governance and Regulatory Oversight
- Risk Management
- Technology and Innovation
- Strategy Planning



**Anshuman Thakur**  
Non-Executive Director  
(DIN: 03279460)

**Appointment Date**

November 15, 2023

**Shareholding**

1,25,000 equity shares

**Other Directorships#**

6

**Directorship in other listed company(ies) and category of directorship**

Just Dial Limited – Non-Executive Director

**Committee positions^:**

Chairman: Nil

Member: 1

**Areas of Expertise:**

- Banking / Financial Experience
- Management and Leadership
- Governance and Regulatory Oversight
- Strategy Planning
- Consumer Insights and Marketing Exposure



**Hitesh Kumar Sethia**  
Managing Director and  
Chief Executive Officer  
(DIN: 09250710)

**Appointment Date**

November 15, 2023

**Shareholding**

Nil

**Other Directorships#**

6

**Directorship in other listed company(ies) and category of directorship**

Nil

**Committee positions^:**

Chairman: Nil

Member: 4

**Areas of Expertise:**

- Banking / Financial Experience
- Management and Leadership
- Technology and Innovation
- Governance and Regulatory Oversight
- Strategy Planning

# excluding Directorship(s) in private companies, foreign companies, and Section 8 companies under the Companies Act, 2013.

^ Audit and Stakeholder Relationship Committees are considered as per Regulation 26 of Listing Regulations. Membership includes Chairmanship.

**Notes:**

- None of the Directors are related to any other Director(s) on the Board.
- The detailed profile of the Directors is available on the website of the Company.
- The number of Directorship(s) and Committee membership(s) / Chairmanship(s) of all Directors is / are within the respective limits prescribed under the Act and Listing Regulations.



The changes in composition of the Board during FY2022-23 and FY2023-24 is given below:

Sr. No.	Name of the Director	Category#	Nature of Change	Effective Date
<b>FY2022-23</b>				
1	K. V. Kamath	ID and NEC	Appointment	November 14, 2022
2	Dhiren Vrajlal Dalal	ID	Cessation	March 30, 2023
<b>FY2023-24</b>				
1	Rajiv Mehrishi	ID	Appointment	July 7, 2023
2	Sunil Mehta	ID	Appointment	July 7, 2023
3	Bimal Manu Tanna	ID	Appointment	July 7, 2023
4	Balasubramanian Chandrasekaran	ID	Resignation	July 7, 2023*
5	Isha M. Ambani	NED	Appointment	November 15, 2023
6	Anshuman Thakur	NED	Appointment	November 15, 2023
7	Hitesh Kumar Sethia	MD & CEO	Appointment	November 15, 2023
8	Sethuraman Kandasamy	NED	Resignation	November 17, 2023*
9	Jagannatha Kumar Venkata Gollapalli	NED	Resignation	November 17, 2023*
10	Jayashri Rajesh	NED	Resignation	November 17, 2023*
11	Rama Vedashree	ID	Appointment	March 30, 2024

# ID: Independent Director; NEC: Non-Executive Chairman; NED: Non-Executive Director; MD & CEO: Managing Director and Chief Executive Officer.

\* End of business hours

#### Resignation of Independent Director(s) during FY2023-24

During the FY2023-24, Shri Balasubramanian Chandrasekaran resigned as an Independent Director of the Company due to pre-occupation, effective the end of business hours on July 7, 2023. The Board placed on record its appreciation for the valuable contribution made by Shri Balasubramanian Chandrasekaran during his tenure as an Independent Director of the Company.

#### Board Independence

Based on the disclosures received from all the Independent Directors, the Board after taking these declarations / disclosures on record and acknowledging the veracity of the same, opined that the Independent Directors fulfil the conditions specified in the Listing Regulations, and are independent of the Management of the Company.

#### Meeting of Independent Directors

The Company's Independent Directors met once during the FY2023-24, and reviewed the performance of the Chairman, Non-Independent Directors and the Board as a whole and assessed the quality, quantity, and timeliness of the flow of information between the Management and the Board, and its Committees that is necessary for the Board to effectively and reasonably perform and discharge its duties.



## Board Meetings and Attendance

### Number of Board meetings and attendance of Directors

During the FY2023-24, 11 (Eleven) Board meetings were held as against the statutory requirement of four meetings. The details of Board meetings and attendance of Directors at these meetings, and at the last Annual General Meeting ("AGM") are given below:

Name of the Director	Board Meetings held during FY2023-24											% Attendance of Director	Last AGM held on July 12, 2023
	Apr 19, 2023	Jul 7, 2023	Jul 18, 2023	Jul 26, 2023	Aug 10, 2023	Sep 1, 2023	Sep 27, 2023	Oct 16, 2023	Dec 27, 2023	Jan 15, 2024	Mar 12, 2024		
K. V. Kamath	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%	Yes
Isha M. Ambani <sup>#</sup>	NA	NA	NA	NA	NA	NA	NA	NA	Yes	Yes	Yes	100%	NA
Rajiv Mehrishi	NA	NA	Yes	Yes	Yes	No	No	No	No	Yes	Yes	55.56%	No
Sunil Mehta	NA	NA	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%	Yes
Bimal Manu Tanna	NA	NA	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	100%	Yes
Anshuman Thakur <sup>#</sup>	NA	NA	NA	NA	NA	NA	NA	NA	Yes	Yes	Yes	100%	NA
Hitesh Kumar Sethia <sup>#</sup>	NA	NA	NA	NA	NA	NA	NA	NA	Yes	Yes	Yes	100%	NA
Sethuraman Kandasamy <sup>@</sup>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	NA	NA	NA	100%	Yes
Jagannatha Kumar Venkata Gollapalli <sup>@</sup>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	NA	NA	NA	100%	No
Jayashri Rajesh <sup>@</sup>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	NA	NA	NA	100%	Yes
Balasubramanian Chandrasekaran <sup>*</sup>	Yes	Yes	NA	NA	NA	NA	NA	NA	NA	NA	NA	100%	NA
<b>% Attendance at meeting</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>85.71%</b>	<b>85.71%</b>	<b>85.71%</b>	<b>85.71%</b>	<b>100%</b>	<b>100%</b>		<b>71.43%</b>

<sup>#</sup> Appointed w.e.f. November 15, 2023.

<sup>@</sup> Ceased to be a Non-Executive Director w.e.f. end of business hours of November 17, 2023.

<sup>\*</sup> Ceased to be an Independent Director w.e.f. end of business hours of July 7, 2023.

### Board Familiarisation

Details of familiarisation programmes for the Independent Directors are available on the website of the Company and can be accessed at [www.jfs.in/familiarisation-programme-for-independent-directors.pdf](http://www.jfs.in/familiarisation-programme-for-independent-directors.pdf).

### Board Compensation

The Company's Remuneration Policy for Directors, Key Managerial Personnel, and Other Employees is available on the website of the Company and can be accessed at [www.jfs.in/remuneration-policy-for-directors-kmp-and-other-employees.pdf](http://www.jfs.in/remuneration-policy-for-directors-kmp-and-other-employees.pdf).

The Company's remuneration policy is directed towards rewarding performance, based on review of achievements. The remuneration policy is in consonance with existing industry practice.

### Remuneration of the Managing Director and Chief Executive Officer for the FY2023-24

₹ in crore

Name of the Director	Fixed Salary	Performance Pay	Perquisites	Retiral benefits	Total
Hitesh Kumar Sethia <sup>1</sup>	1.130	-	0.002	0.104	1.236

<sup>1</sup> Appointed as MD & CEO w.e.f. November 15, 2023.

The tenure of office of the MD & CEO is 3 (three) years from the date of appointment and can be terminated by either party by giving three months' notice in writing. There is no separate provision for payment of severance fees, and the Company does not have any employee stock option scheme.

**Remuneration of the Non-Executive Directors for the FY2023-24**

₹ in crore

Sr. No.	Name of the Directors	Sitting Fees	Commission <sup>&amp;</sup>
1	K. V. Kamath	0.17	0.23
2	Isha M. Ambani <sup>#</sup>	0.03	0.04
3	Rajiv Mehrishi	0.14	0.20
4	Sunil Mehta	0.27	0.39
5	Bimal Manu Tanna	0.22	0.31
6	Anshuman Thakur <sup>^</sup>	Nil	Nil
7	Sethuraman Kandasamy <sup>*</sup>	0.08	Nil
8	Jagannatha Kumar Venkata Gollapalli <sup>*</sup>	0.07	Nil
9	Jayashri Rajesh <sup>*</sup>	0.08	Nil
10	Balasubrmanian Chandrasekaran <sup>@</sup>	0.02	Nil
11	Rama Vedashree <sup>**</sup>	-	-
<b>Total</b>		<b>1.10</b>	<b>1.17</b>

<sup>&</sup> Commission @ ₹ 150,000/- is payable to the NEDs who are on the Board as on March 31, 2024, for every meeting of the Board and / or Committees attended by them.

<sup>#</sup> Appointed w.e.f. November 15, 2023.

<sup>\*</sup> Ceased to be a Non-Executive Director w.e.f. end of business hours on November 17, 2023.

<sup>@</sup> Ceased to be an Independent Director w.e.f. end of business hours on July 7, 2023.

<sup>^</sup> Anshuman Thakur waived off the payment of sitting fee and remuneration / commission.

<sup>\*\*</sup> Appointed w.e.f. March 30, 2024.

During the year under review, there were no other pecuniary relationships or transactions of Non-Executive Directors with the Company.

**Directors and Officers Insurance**

In line with the requirements of Regulation 25(10) of the Listing Regulations, the Company has in place a Directors and Officers Liability Insurance policy.

**Performance Evaluation Criteria for Directors**

The Nomination and Remuneration Committee has devised the criteria for evaluation of the performance of the Board, Committees, and individual Directors, including the Independent Directors. The said criteria specify certain parameters like attendance, acquaintance with business, communication inter-se between board members, effective participation, domain knowledge, compliance with code of conduct, vision, and strategy, etc. which is in compliance with applicable laws, regulations, and guidelines.

**Committees Constituted by the Board**

The Board has constituted 8 (Eight) Committees, viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee, Information Technology Strategy Committee, Environmental, Social and Governance Committee, and Asset-Liability Management Committee. During the financial year, all the recommendations of the Committees were submitted to, and accepted by, the Board.

**AUDIT COMMITTEE****Composition as on March 31, 2024**

Sr. No.	Name of the Member	Designation	Member of Committee since
1	Rajiv Mehrishi	Chairman	July 7, 2023
2	Sunil Mehta	Member	July 7, 2023
3	Bimal Manu Tanna	Member	July 7, 2023

*Balasubrmanian Chandrasekaran, Jagannatha Kumar Venkata Gollapalli, Sethuraman Kandasamy and Jayashri Rajesh ceased to be members of the Committee w.e.f. July 7, 2023 upon reconstitution of the Committee.*

All the members of the Audit Committee possess requisite qualifications.



### Brief Terms of Reference

Terms of Reference of the Audit Committee *inter alia* include the following:

- (i) Recommendation for appointment, remuneration, and terms of appointment of auditors of the Company;
- (ii) Approval of payment to statutory auditors, for any other services rendered by them;
- (iii) Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- (iv) Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- (v) Approval, or any subsequent modification, of transactions of the Company with related parties;
- (vi) Evaluation of internal financial controls and risk management systems;
- (vii) Review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud, or irregularity, or a failure of internal control systems of a material nature, and reporting the matter to the Board;
- (viii) Review the functioning of the Whistle-Blower mechanism / oversee the vigil mechanism;
- (ix) Note report of compliance officer as per SEBI (Prohibition of Insider Trading) Regulations, 2015; and
- (x) Overseeing the compliance risk management framework and the Senior Management's implementation of the compliance programme and reviewing periodical report(s) of the Compliance Department.

### Meetings and Attendance

7 (Seven) meetings of the Committee were held during the year, as against the statutory requirement of four meetings. The details of the meetings and attendance of members of the Committee at these meetings are given below:

Date of the Meeting	Attended by							% Attendance at Meeting
	Rajiv Mehrishi <sup>#</sup>	Sunil Mehta <sup>#</sup>	Bimal Manu Tanna <sup>#</sup>	Sethuraman Kandasamy <sup>*</sup>	Jagannatha Kumar Venkata Gollapalli <sup>*</sup>	Jayashri Rajesh <sup>*</sup>	Balasubramanian Chandrasekaran <sup>*</sup>	
April 19, 2023	NA	NA	NA	Yes	Yes	Yes	Yes	100%
July 7, 2023	NA	NA	NA	Yes	Yes	Yes	Yes	100%
July 18, 2023	Yes	Yes	Yes	NA	NA	NA	NA	100%
October 16, 2023	No	Yes	Yes	NA	NA	NA	NA	66.67%
December 19, 2023	Yes	Yes	Yes	NA	NA	NA	NA	100%
January 15, 2024	Yes	Yes	Yes	NA	NA	NA	NA	100%
March 12, 2024	Yes	Yes	Yes	NA	NA	NA	NA	100%
<b>% Attendance of member</b>	<b>80%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	

\* *Balasubramanian Chandrasekaran, Jagannatha Kumar Venkata Gollapalli, Sethuraman Kandasamy and Jayashri Rajesh ceased to be the members of the Committee w.e.f. July 7, 2023 upon reconstitution of the Committee.*

# *appointed as members of the Committee w.e.f. July 7, 2023.*

The representatives of the Statutory Auditors are permanent invitees to the Audit Committee meeting held every quarter, to consider the financial results.

### NOMINATION AND REMUNERATION COMMITTEE

#### Composition as on March 31, 2024

Sr. No.	Name of the Member	Designation	Member of Committee since
1	Sunil Mehta	Chairman	July 7, 2023
2	K. V. Kamath	Member	April 7, 2023
3	Rajiv Mehrishi	Member	July 7, 2023

*Balasubramanian Chandrasekaran, Jagannatha Kumar Venkata Gollapalli and Sethuraman Kandasamy ceased to be Members of the Committee w.e.f. July 7, 2023 upon reconstitution of the Committee.*

### Brief Terms of Reference

Terms of Reference of the Nomination and Remuneration Committee *inter alia* include the following:

- (i) To formulate the criteria for determining qualifications, positive attributes, and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel, and other employees;
- (ii) Formulation of criteria for evaluation of performance of independent directors, the board of directors and Committees;
- (iii) Identify persons who are qualified to become directors and persons who may be appointed in senior management in accordance with the criteria laid down, and to recommend to the Board their appointment and / or removal;





- (iv) Specify the manner for effective evaluation of performance of Board, its Committees, and Individual Directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;
- (v) Review Human Resource policies and overall human resources of the Company;
- (vi) Recommend to the Board, all remuneration, in whatever form, payable to senior management;
- (vii) Administer, monitor, and formulate detailed terms and conditions of the Employees' Stock Option Schemes; and
- (viii) To ensure 'Fit and Proper' criteria of existing / proposed Directors.

### Meeting and Attendance

6 (Six) meetings of the Committee were held during the year as against statutory requirement of one meeting. The details of the meetings and attendance of members of the Committee at these meetings are given below:

Date of the Meeting	Attended by						% Attendance at Meeting
	Sunil Mehta#	K. V. Kamath**	Rajiv Mehrishi#	Sethuraman Kandasamy*	Jagannatha Kumar Venkata Gollapalli*	Balasubramanian Chandrasekaran*	
April 19, 2023	NA	Yes	NA	Yes	Yes	Yes	100%
July 7, 2023	NA	Yes	NA	Yes	Yes	Yes	100%
July 18, 2023	Yes	Yes	Yes	NA	NA	NA	100%
October 16, 2023	Yes	Yes	No	NA	NA	NA	66.67%
January 15, 2024	Yes	Yes	Yes	NA	NA	NA	100%
March 12, 2024	Yes	Yes	Yes	NA	NA	NA	100%
<b>% Attendance of member</b>	<b>100%</b>	<b>100%</b>	<b>75%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	

\*\* appointed as member of the Committee w.e.f. April 7, 2023.

\* Balasubramanian Chandrasekaran, Jagannatha Kumar Venkata Gollapalli and Sethuraman Kandasamy ceased to be members of the Committee w.e.f. July 7, 2023 upon reconstitution of the Committee.

# appointed as members of the Committee w.e.f. July 7, 2023.

### STAKEHOLDERS' RELATIONSHIP COMMITTEE

#### Composition as on March 31, 2024

Sr. No.	Name of the Member	Designation	Member of Committee since
1	Sunil Mehta	Chairman	July 7, 2023
2	Anshuman Thakur	Member	November 15, 2023
3	Hitesh Kumar Sethia	Member	November 15, 2023

Sethuraman Kandasamy and Jayashri Rajesh ceased to be Directors on the Board w.e.f. end of business hours of November 17, 2023 and consequently ceased to be members of the Stakeholders' Relationship Committee.

#### Brief Terms of Reference

Terms of Reference of the Stakeholders' Relationship Committee *inter alia* include the following:

- (i) Oversee the performance of the Company's Registrars and Transfer Agents;
- (ii) Consider, resolve, and monitor various aspects of interest of shareholders, debenture holders, and other security holders including the redressal of investors' / shareholders' / security holders' grievances related to transfer / transmission of securities, non-receipt of annual reports, non-receipt of declared dividend, issue new / duplicate certificates, general meetings, and so on; and
- (iii) Review of measures taken for effective exercise of voting rights by shareholders;



## Meeting and Attendance

2 (Two) meetings of the Committee were held during the year as against statutory requirement of one meeting. The details of the meetings and attendance of members of the Committee at these meetings are given below:

Date of the Meeting	Attended by					% Attendance at Meeting
	Sunil Mehta <sup>#</sup>	Anshuman Thakur <sup>@</sup>	Hitesh Kumar Sethia <sup>@</sup>	Sethuraman Kandasamy <sup>#*</sup>	Jayashri Rajesh <sup>#*</sup>	
October 13, 2023	Yes	NA	NA	Yes	Yes	100%
January 16, 2024	Yes	Yes	Yes	NA	NA	100%
<b>% Attendance of member</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	

# appointed as member of the Committee w.e.f. July 7, 2023.

@ appointed as members of the Committee w.e.f. November 15, 2023.

\* Sethuraman Kandasamy and Jayashri Rajesh ceased to be Directors on the Board w.e.f. end of business hours of November 17, 2023 and consequently ceased to be members of the Stakeholders' Relationship Committee.

## INVESTOR GRIEVANCE REDRESSAL

The number of complaints received and resolved to the satisfaction of investors during the FY2023-24 (with an investor base of ~43.99 lakh), and their break-up is as under:

Type of Complaints	No. of Complaints
Non-receipt of Annual Reports	NIL
Non-receipt of Shares / Share Certificates	46
Others	6
<b>Total</b>	<b>52</b>

As on March 31, 2024, no complaints were outstanding.

The response time for attending to investors' correspondence during FY2023-24 is as under:

Particulars	Number	%
Total number of correspondence received during FY2023-24	9,577	100.00
Replied within 1 to 4 days of receipt	9,491	99.10
Replied after 4 days of receipt but within prescribed timelines	86	0.90

## Compliance Officer

Smt. Mohana V., Group Company Secretary and Compliance Officer, is the Compliance Officer of the Company.

## CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

### Composition as on March 31, 2024

Sr. No.	Name of the Member	Designation	Member of Committee since
1	Rajiv Mehrishi	Chairman	July 7, 2023
2	Sunil Mehta	Member	July 7, 2023
3	Bimal Manu Tanna	Member	July 7, 2023

Balasubramanian Chandrasekaran, Jagannatha Kumar Venkata Gollapalli and Sethuraman Kandasamy ceased to be members of the Committee w.e.f. July 7, 2023 upon reconstitution of the Committee.

## Brief Terms of Reference

Terms of Reference of the Corporate Social Responsibility Committee *inter alia* include:

- Formulate and recommend to the Board, a Corporate Social Responsibility ("CSR") Policy indicating the activities / projects / programs to be undertaken by the Company in compliance with the provisions of the Companies Act, 2013, and the rules made thereunder;
- Recommend the amount of expenditure to be incurred on the CSR activities; and
- Monitor CSR Policy of the Company from time to time, and its implementation from time to time.



## Meetings and Attendance

2 (Two) meetings of the Committee were held during the year. The details of the meetings and attendance of members of the Committee at these meetings are given below:

Date of the Meeting	Attended by						% Attendance at Meeting
	Rajiv Mehrishi <sup>®</sup>	Sunil Mehta <sup>®</sup>	Bimal Manu Tanna <sup>®</sup>	Sethuraman Kandasamy <sup>#</sup>	Jagannatha Kumar Venkata Gollapalli <sup>#</sup>	Balasubramanian Chandrasekaran <sup>#</sup>	
April 19, 2023	NA	NA	NA	Yes	Yes	Yes	100%
July 18, 2023	Yes	Yes	Yes	NA	NA	NA	100%
<b>% Attendance of member</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	

# Balasubramanian Chandrasekaran, Jagannatha Kumar Venkata Gollapalli and Sethuraman Kandasamy ceased to be members of the Committee w.e.f. July 7, 2023 upon reconstitution.

@ appointed as members of the Committee w.e.f. July 7, 2023.

## RISK MANAGEMENT COMMITTEE

### Composition as on March 31, 2024

Sr. No.	Name of the Member	Designation	Member of Committee since
1	Sunil Mehta	Chairman	July 7, 2023
2	Bimal Manu Tanna	Member	July 7, 2023
3	Hitesh Kumar Sethia	Member	July 7, 2023

Jagannatha Kumar Venkata Gollapalli, Sethuraman Kandasamy and Jayashri Rajesh ceased to be members of the Committee w.e.f. July 7, 2023 upon reconstitution of the Committee.

### Brief Terms of Reference

Terms of Reference of the Risk Management Committee *inter alia* include:

- To formulate a detailed Risk Management policy;
- To ensure that appropriate methodology, processes, and systems are in place to monitor and evaluate risks associated with the business of the Company;
- Monitor and oversee implementation of the Risk Management policy, including evaluating the adequacy of risk management systems;
- To keep the Board informed about the nature and content of its discussions, and recommendations and actions to be taken; and
- Continually obtain reasonable assurance from management that all known and emerging risks have been identified and mitigated, or managed.

## Meetings and Attendance

5 (Five) meetings of the Committee were held during the year. The details of the meetings and attendance of members of the Committee at these meetings are given below:

Date of the Meeting	Attended by						% Attendance at Meeting
	Sunil Mehta <sup>#</sup>	Bimal Manu Tanna <sup>#</sup>	Hitesh Kumar Sethia <sup>#</sup>	Sethuraman Kandasamy <sup>*</sup>	Jagannatha Kumar Venkata Gollapalli <sup>*</sup>	Jayashri Rajesh <sup>*</sup>	
June 14, 2023	NA	NA	NA	Yes	Yes	Yes	100%
October 13, 2023	Yes	Yes	Yes	NA	NA	NA	100%
December 19, 2023	Yes	Yes	Yes	NA	NA	NA	100%
January 12, 2024	Yes	Yes	Yes	NA	NA	NA	100%
March 12, 2024	Yes	Yes	Yes	NA	NA	NA	100%
<b>% Attendance of member</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	

\* Jagannatha Kumar Venkata Gollapalli, Sethuraman Kandasamy and Jayashri Rajesh ceased to be members of the Committee w.e.f. July 7, 2023 upon reconstitution.

# appointed as members of the Committee w.e.f. July 7, 2023.



## INFORMATION TECHNOLOGY STRATEGY COMMITTEE

### Composition as on March 31, 2024

Sr. No.	Name of the Member	Designation	Category	Member of Committee Since
1	Rama Vedashree	Chairperson	ID	March 30, 2024
2	Bimal Manu Tanna	Member	ID	July 7, 2023
3	Hitesh Kumar Sethia	Member	MD&CEO	July 7, 2023
4	Chief Technology Officer (CTO)*	Member	SMP#	July 7, 2023

*Balasubrmanian Chandrasekaran, Jagannatha Kumar Venkata Gollapalli, Sethuraman Kandasamy and Shilpa Sawant ceased to be members of the Committee w.e.f. July 7, 2023 upon reconstitution.*

*K.V. Kamath ceased to be member w.e.f. March 30, 2024.*

*\* AR Ganesh is the Group Chief Technology Officer*

*# Senior Management Personnel*

### Brief Terms of Reference

Terms of Reference of the Information Technology Strategy Committee *inter alia* include the following:

- Approving the IT strategy and policy documents, and ensuring that the management has put an effective strategic planning process in place;
- Monitoring the method that the management uses to determine the IT resources needed to achieve strategic goals, and provide high-level direction for sourcing and use of IT resources;
- Ensuring proper balance of IT investments for sustaining Company's growth, and becoming aware about exposure towards IT risks and controls;
- Institute an appropriate governance mechanism for outsourced processes, comprising of risk-based policies and procedures to effectively identify, measure, monitor and control risks associated with outsourcing in an end-to-end manner;
- Undertake a periodic review of outsourcing strategies and all existing material outsourcing arrangements; and
- Evaluate the risks and materiality of all prospective outsourcing based on the framework developed by the Board.

### Meeting and Attendance

3 (Three) meetings of the Committee were held during the year. The details of the meetings and attendance of members of the Committee at the meetings are given below:

Date of the Meeting	Attended by									% Attendance at Meeting
	Bimal Manu Tanna#	K. V. Kamath®	Hitesh Kumar Sethia#	Rama Vedashree&	CTO#	Sethuraman Kandasamy®	Jagannatha Kumar Venkata Gollapalli®	Bala-subramanian Chandrasekaran®	Shilpa Sawant®	
April 19, 2023	NA	NA	NA	NA	NA	Yes	Yes	Yes	Yes	100%
October 13, 2023	Yes	Yes	Yes	NA	NA	NA	NA	NA	NA	100%
March 12, 2024	Yes	Yes	Yes	NA	Yes	NA	NA	NA	NA	100%
<b>% Attendance by member</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>-</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	

*@ Balasubrmanian Chandrasekaran, Jagannatha Kumar Venkata Gollapalli, Sethuraman Kandasamy and Shilpa Sawant ceased to be members of the Committee w.e.f. July 7, 2023 upon reconstitution of the Committee; K. V. Kamath ceased to be member w.e.f. March 30, 2024.*

*# appointed as members of the Committee w.e.f. July 7, 2023.*

*& Rama Vedashree appointed as member of the Committee w.e.f. March 30, 2024.*

**ENVIRONMENTAL, SOCIAL AND GOVERNANCE (“ESG”) COMMITTEE****Composition as on March 31, 2024**

Sr. No.	Name of the Member	Designation	Member of Committee since
1	Sunil Mehta	Chairman	January 15, 2024
2	Anshuman Thakur	Member	January 15, 2024
3	Hitesh Kumar Sethia	Member	January 15, 2024

**Brief Terms of Reference**

Terms of Reference of the ESG Committee *inter alia* include the following:

- (i) Recommend and assist the Board in setting up and improving the ESG goals, targets and ambitions for the Group aligned with National Guidelines on Responsible Business Conduct, United Nations Sustainable Development Goals, and other national and international standards and practices;
- (ii) Review and identify existing and emerging material ESG issues, their impacts on business and other stakeholders, risk and opportunities associated with it, and recommend actions / approaches to adapt or mitigate or seize such ESG risks and opportunities;
- (iii) Oversee and monitor the overall performance of the Group towards its ESG goals, targets and ambitions, and submit a periodical / half yearly report to Board;
- (iv) Recommend policies, processes, and procedures for extending the ESG practices of the Group to value chain partners, and review the performance of the significant value chain partners against the ESG practices; and
- (v) Oversee the implementation of policies and to make any changes / modifications, as may be required, from time to time and to review and recommend the Business Responsibility and Sustainability Report (BRSR) to the Board for its approval.

**Meeting and Attendance**

1 (One) meeting of the Committee was held during the year. The details of the meeting and attendance of members of the Committee at this meeting is given below:

Date of the Meeting	Name of the Members			% Attendance at Meeting
	Sunil Mehta	Anshuman Thakur	Hitesh Kumar Sethia	
March 12, 2024	Yes	Yes	Yes	100%
<b>% Attendance of member</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	

**ASSET-LIABILITY MANAGEMENT (“ALM”) COMMITTEE**

Pursuant to the RBI Scale Based Regulations, the Company has in place an ALM Committee. The Committee comprises of Managing Director and Chief Executive Officer (MD & CEO) and other senior executives of the Company. The MD & CEO chairs the meetings of the Committee.

Terms of reference of the ALM Committee *inter alia* include the following;

- (i) Reviewing the Asset-Liability position of the Company;
- (ii) Ensuring adherence to the risk tolerance levels of the Company; and
- (iii) Implementing the liquidity risk management strategy and such other functions as prescribed under the relevant Reserve Bank of India (“RBI”) guidelines, and perform such other duties, as are required to be performed by the Committee, under the applicable laws, Master Directions, Guidelines etc. issued by RBI, or any other Regulatory authorities.

The Board is updated on the decisions of the ALM Committee.



## SENIOR MANAGEMENT

Particulars of Senior Management and changes therein since the close of the previous financial year:

Sr. No.	Name of Senior Management Personnel (SMP)	Designation
1.	Hitesh Kumar Sethia	Managing Director and Chief Executive Officer (MD & CEO)
2.	Charanjit Attra	Group Chief Operating Officer
3.	Abhishek Haridas Pathak	Group Chief Financial Officer
4.	Mohana V	Group Company Secretary and Compliance Officer
5.	Manish Singh	Group Chief Human Resources Officer
6.	AR Ganesh	Group Chief Technology Officer
7.	R.Shyam Sunder	Group General Counsel
8.	Sudheer Reddy Govula	Group Chief Compliance Officer (pursuant to RBI Master Directions/Circular on Compliance Function)
9.	Rupali Adhikari Sawant	Group Head - Internal Audit

All SMPs were appointed during the year under review, except Group CFO and Group Company Secretary.

## DETAILS OF MATERIAL SUBSIDIARIES

During the FY2023-24, Jio Finance Limited ("JFL"), Jio Payment Solutions Limited ("JP SL"), Jio Insurance Broking Limited ("JIBL") and Reliance Industrial Investments and Holdings Limited ("RIIHL") were material subsidiaries of the Company, as per the Listing Regulations.

The details of material subsidiaries are given below:

Name	Date of Incorporation	Place of Incorporation	Name and Date of Appointment of Statutory Auditors
Jio Finance Limited	January 19, 2000	India	Rajendra & Co., Chartered Accountants FRN: 108355W Date of Appointment: September 16, 2021
Jio Payment Solutions Limited	September 7, 2007	India	Chaturvedi & Shah LLP, Chartered Accountants FRN: 101720W / W100355 Date of Appointment: August 22, 2022
Jio Insurance Broking Limited	November 20, 2006	India	D T S & Associates LLP, Chartered Accountants FRN: 142412W / W100595 Date of Appointment: September 30, 2019
Reliance Industrial Investments and Holdings Limited	October 1, 1986	India	Chaturvedi & Shah LLP, Chartered Accountants FRN: 101720W / W100355 Date of Appointment: September 7, 2022

The composition and effectiveness of Boards of subsidiaries is reviewed by the Company periodically. In terms of the provisions of Regulation 24(1) of the Listing Regulations, Independent Director(s) of the Company is appointed on the Board of the material subsidiaries.

The Company is in compliance with the provisions governing material subsidiaries. In compliance with Regulation 24A of the Listing Regulations, copy of the Secretarial Audit Reports of JFL, JP SL, JIBL and RIIHL forms part of this report. The Secretarial Audit Report of these material subsidiaries does not contain any qualification, reservation, adverse remark, or disclaimer.

The Company's Policy for determining Material Subsidiaries is available on the website of the Company and can be accessed at [www.jfs.in/policy-for-determining-material-subsiidiaries.pdf](http://www.jfs.in/policy-for-determining-material-subsiidiaries.pdf).



## GENERAL BODY MEETINGS

### Annual General Meetings

The date, time, and venue of the Annual General Meeting ("AGM") held during preceding three years and the special resolution(s) passed there, are as follows:

Date	Time	Special Resolution(s) passed	Venue
July 12, 2023	11.30 a.m.	a. Appointment of Shri Rajiv Mehrishi as an Independent Director. b. Appointment of Shri Sunil Mehta as an Independent Director. c. Appointment of Shri Bimal Manu Tanna as an Independent Director. d. Appointment of Shri Hitesh Kumar Sethia as Managing Director and Chief Executive Officer of the Company, effective from the date of approval of Reserve Bank of India. e. Alteration of Articles of Association of the Company.	Held through video conference / other audio-visual means (Deemed venue: 9 <sup>th</sup> Floor, Maker Chambers IV, 222, Nariman Point, Mumbai - 400 021)
August 02, 2022	11:30 a.m.	No special resolution was passed.	
September 27, 2021	12:00 Noon	No special resolution was passed.	

All the Resolutions moved at the last 3 AGMs were passed unanimously by the Members.

No extra-ordinary general meeting was held during the current financial year.

There was no resolution passed through Postal Ballot during FY2023-24.

The Company proposes to seek approval of the members of the Company, by way of Postal Ballot before the ensuing AGM, for

- (i) Alteration of the Objects Clause of the Memorandum of Association of the Company;
- (ii) Approval of Material Related Party Transactions of Subsidiaries of the Company;
- (iii) Approve foreign investments (including foreign portfolio investments) in the equity share capital of the Company up to 49% (Forty Nine percent) of the paid-up equity share capital of the Company (post conversion as Core Investment Company); and
- (iv) Appointment of Ms. Rama Vedashree (DIN: 10412547) as an Independent Director of the Company.

The same shall be passed in compliance of provisions of the Companies Act, 2013, the Listing Regulations or any other applicable laws.

### Means of Communication

**Quarterly results:** The Company's quarterly / half-yearly / annual financial results are generally sent to the Stock Exchanges and published in 'Financial Express' and 'Nav Shakti' newspapers. They are also available on the website of the Company.

**News releases, presentations:** Official news releases and official media releases are sent to the Stock Exchanges and are also available on the website of the Company.

**Presentations to institutional investors / analysts:** Presentations are made to analysts on the Company's quarterly, half-yearly as well as annual financial results, and are sent to the Stock Exchanges. These presentations, video recordings, and transcript of the meetings are available on the website of the Company. No unpublished price sensitive information is discussed in the meetings with analysts.

**Website:** The Company's website ([www.jfs.in](http://www.jfs.in)) contains a separate dedicated section 'Investor Relations' where shareholders' information is available.

**Letters / E-mails to Investors:** The Company has addressed various investor-centric letters / E-mails to its shareholders during the year. These include allotment advice / intimation letters, reminders for updating nomination details in their respective demat accounts, for furnishing of PAN, KYC details to those shareholders holding shares in physical form.

**NSE Electronic Application Processing System ("NEAPS"):** NEAPS is a web-based application designed by the National Stock Exchange of India ("NSE") for corporates. All periodical and other compliance filings are filed electronically on NEAPS.

**BSE Listing Centre ("Listing Centre"):** Listing Centre is a web-based application designed by BSE for corporates. All periodical and other compliance filings are filed electronically on the Listing Centre.



**SEBI Complaint Redressal System (SCORES):** Investor complaints are processed at the Securities and Exchange Board of India (SEBI) in a centralised web-based complaints redressal system. The salient features of this system are centralised database of all complaints, online upload of Action Taken Reports by concerned companies, and online viewing by investors of actions taken on the complaints and their current status.

**Designated Exclusive Email-IDs:**

The Company has designated an e-mail id [investor.relations@jfs.in](mailto:investor.relations@jfs.in) exclusively for investor servicing.

For the purpose of queries in respect of shares, members may write to RTA at [jfsinvestor@kfintech.com](mailto:jfsinvestor@kfintech.com)

**General Shareholder Information**

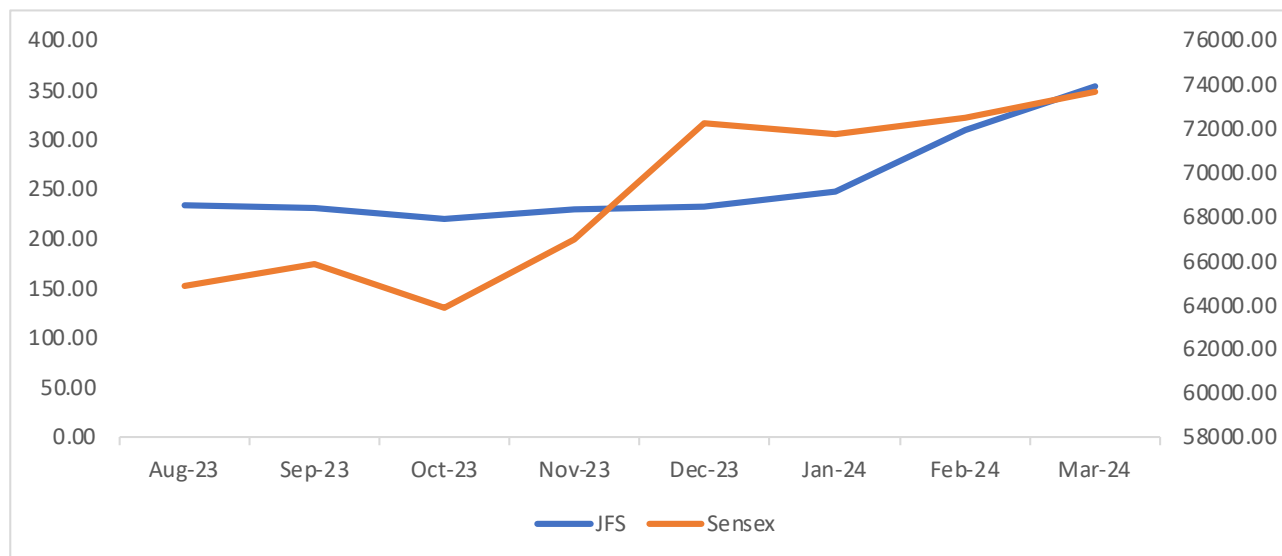
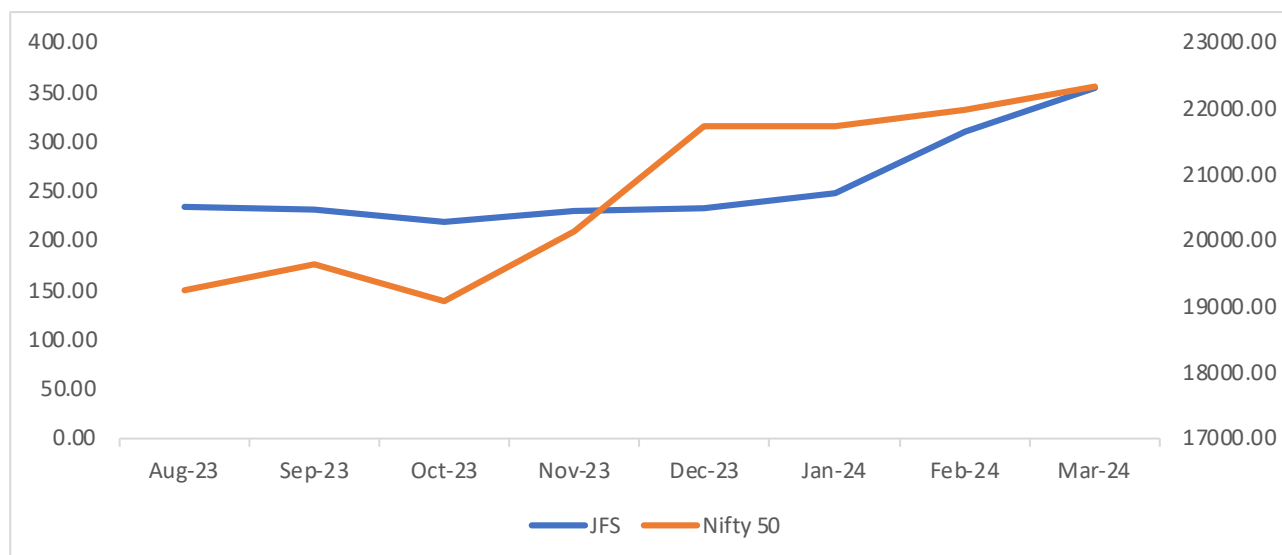
<b>Annual General Meeting</b>	Friday, August 30, 2024 at 2:00 p.m. (IST) through Video Conferencing / Other Audio-Visual Means as set out in the Notice convening the Annual General Meeting. Deemed venue of the meeting is 1 <sup>st</sup> floor, Building 4NA, Maker Maxity, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051, Maharashtra
<b>Financial Year</b>	April 1 to March 31
<b>Financial Calendar</b>	(Tentative) Results for the quarter-ending: June 30, 2024 – 3 <sup>rd</sup> week of July 2024 September 30, 2024 – 3 <sup>rd</sup> week of October, 2024 December 31, 2024 – 3 <sup>rd</sup> week of January, 2025 March 31, 2025 – 3 <sup>rd</sup> week of April, 2025 Annual General Meeting – July / August
<b>Listing on Stock Exchanges</b>	<b>Equity Shares</b> BSE Limited (BSE), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code – 543940 National Stock Exchange of India Limited (NSE) Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 Trading Symbol – JIOFIN <b>ISIN: INE758E01017</b>
<b>Payment of Listing Fees</b>	Annual listing fees for the FY 2024-25 has been paid by the Company to BSE Limited and National Stock Exchange of India Limited.
<b>Payment of Depository Fees</b>	Annual Custody / Issuer Fee is being paid by the Company within the due date based on invoices received from the Depositories.
<b>Fees Paid to the Statutory Auditors</b>	Total fees for all services paid / payable by the Company and its subsidiaries, on a consolidated basis, to Statutory Auditors of the Company and other firms in the network entity of which the Statutory Auditors are a part, during the year ended March 31, 2024, is ₹ 0.50 crore.

**Stock Market Price Data and Performance in comparison to broad based indices – BSE Sensex and NSE NIFTY**

Month	National Stock Exchange of India Limited (NSE)			BSE Limited (BSE)		
	High Price (in ₹)	Low Price (in ₹)	Volume (No. of shares in lakhs)	High Price (in ₹)	Low Price (in ₹)	Volume (No. of shares in lakhs)
August 2023	262.05	202.80	7,207.40	278.20	205.15	1,189.50
September 2023	266.95	224.75	7,934.11	267.00	224.70	802.88
October 2023	233.90	204.25	3,493.29	233.90	204.65	465.89
November 2023	232.30	213.80	3,742.77	232.10	213.90	368.03
December 2023	251.60	224.85	4,118.77	251.50	225.05	441.83
January 2024	269.70	232.00	5,585.46	269.60	231.95	626.42
February 2024	348.00	249.20	13,675.63	348.00	249.20	955.35
March 2024	374.50	311.55	9,392.19	374.50	311.70	740.14

Source: This information is compiled from the data available on the websites of BSE and NSE



**JFSL Share Price vs. BSE Sensex****JFSL Share Price vs. NSE NIFTY****Registrar and Transfer Agent**

In terms of Regulation 7 of Listing Regulations, KFin Technologies Limited is the Registrar and Transfer Agent of the Company, who manages all the relevant corporate registry services for the equity shares of the Company.

The details of RTA are as follows:

**KFin Technologies Limited**

Selenium Tower B, Plot No. 31&32,  
Gachibowli, Financial District, Nanakramguda,  
Hyderabad 500 032.

Toll-free No.: 1800 309 4001 (from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days)

Email: [jfsinvestor@kfintech.com](mailto:jfsinvestor@kfintech.com)

Website: [www.kfintech.com](http://www.kfintech.com)

**Share Transfer System**

As mandated by SEBI, the securities of the Company can be transferred / traded only in dematerialised form. Shareholders holding shares in physical form are advised to avail the facility of dematerialisation.



The Company has received a certificate from a Company Secretary in Practice, under Regulation 40(9) of the Listing Regulations, certifying that during the year, neither the Company nor the Registrar and Transfer Agent, KFin Technologies Limited, have received any requests for transfers, transmission, transposition, subdivision, consolidation, renewal, exchange, and change / deletion of names of shareholders. The said certificate was duly filed with the Stock Exchanges.

#### Shareholding Pattern as on March 31, 2024

Sr. No.	Category of Shareholder	Number of Shareholders	Total Number of Shares	% of Total Number of Shares (A+B+C)
<b>(A) PROMOTER AND PROMOTER GROUP</b>				
(1)	Indian	47	299,38,87,366	47.12
(2)	Foreign	-	-	-
<b>Total Shareholding of Promoter and Promoter Group</b>		<b>47</b>	<b>299,38,87,366</b>	<b>47.12</b>
<b>(B) PUBLIC SHAREHOLDING</b>				
(1)	Institutions (Domestic)	148	80,07,54,857	12.60
(2)	Institutions (Foreign)	804	123,54,33,219	19.45
(3)	Central Government / State Government(s) / President of India	50	48,90,713	0.08
(4)	Non-institutions	43,97,992	131,83,18,033	20.75
<b>Total Public Shareholding</b>		<b>43,98,994</b>	<b>335,93,96,822</b>	<b>52.88</b>
<b>(C) NON-PROMOTER NON-PUBLIC</b>				
<b>Total shares held by Non- Promoter Non-Public</b>		<b>-</b>	<b>-</b>	<b>-</b>
<b>Total (A) + (B) + (C)</b>		<b>43,99,041</b>	<b>635,32,84,188</b>	<b>100.00</b>

\* As per information furnished by the Promoter and Promoter Group, there are 49 members forming part of Promoter and Promoter Group of the Company, of which 2 promoter group entities do not hold any shares.

#### Distribution of shareholding by size as on March 31, 2024

Category (Shares)	Holders (Unique)*	Shares	% of total Shares
Upto 500	40,29,524	30,55,06,057	4.80
501 – 1,000	1,88,379	13,77,70,190	2.17
1,001 – 5,000	1,54,915	31,36,84,462	4.94
5,001 – 10,000	15,531	10,92,65,847	1.72
10,001 – 20,000	6,087	8,42,27,863	1.33
Above 20,000	4,605	540,28,29,769	85.04
<b>Total</b>	<b>43,99,041</b>	<b>635,32,84,188</b>	<b>100.00</b>

\* After PAN consolidation

#### Dematerialisation of Shares

Mode of Holding	% of Total Shares
NSDL	90.79
CDSL	9.21
Physical	0.00
<b>Total</b>	<b>100.00</b>

#### Liquidity

The Company's equity shares are liquid and actively traded shares on the Indian Stock Exchanges.

#### Commodity Price Risks / Foreign Exchange Risk and Hedging Activities

There is no exposure to commodity price risk, foreign exchange risk and there are no hedging activities undertaken.

**Address for correspondence****Company:****Jio Financial Services Limited**1<sup>st</sup> floor, Building 4NA, Maker Maxity,

Bandra Kurla Complex,

Bandra (East), Mumbai - 400 051.

E-mail: [investor.relations@jfs.in](mailto:investor.relations@jfs.in)**Registrar and Transfer Agent:****KFin Technologies Limited**

Unit: Jio Financial Services Limited

Selenium Tower B, Plot No. 31 &amp; 32,

Gachibowli, Financial District, Nanakramguda

Hyderabad – 500 032.

Toll-free No.: 1800 309 4001

(from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days)

E-mail: [jfsinvestor@kfintech.com](mailto:jfsinvestor@kfintech.com)Website: [www.kfintech.com](http://www.kfintech.com)**Transfer of shares to Investor Education and Protection Fund (“IEPF”)**

The Hon’ble National Company Law Tribunal, Mumbai bench (“NCLT”), vide its order dated June 28, 2023, had sanctioned the Scheme of Arrangement between Reliance Industries Limited (“Demerged Company” or “RIL”) and its shareholders and creditors, and Reliance Strategic Investments Limited (presently Jio Financial Services Limited) (“the Company” or “the Resulting Company”) and its shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (“Scheme”). The Effective Date of the Scheme was July 1, 2023.

In terms of the Scheme, the Company had issued, allotted, and credited 3,66,10,688 fully paid-up equity shares to IEPF Authority in respect of the equity shares held by IEPF Authority in the Demerged Company as on the Record Date i.e. July 20, 2023.

The voting rights on the shares transferred to IEPF Authority shall remain frozen till the rightful owners claim the shares.

Shareholders can claim such shares by following the procedure prescribed under the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended (“IEPF Rules”). The Company has provided an access link to the webpage of IEPF Authority on its website.

Further, in accordance with the IEPF Rules, the Board of Directors have appointed Ms. Mohana V. as Nodal Officer of the Company and Ms. Anusha Kanumuru as Deputy Nodal Officer of the Company for the purposes of verification of claims of shareholders pertaining to shares transferred to IEPF, and for coordination with IEPF Authority.

**Disclosures with respect to shares lying in Unclaimed Suspense Accounts of the Company:**

Particulars	Unclaimed Securities Suspense Escrow Account (Refer Note 1)		Unclaimed Suspense Account (Refer Note 2)	
	No. of Shareholders	No. of Equity Shares	No. of Shareholders	No. of Equity Shares
Aggregate number of shareholders and the outstanding shares lying as on August 10, 2023 (Allotment Date)	74,130	56,82,756	2,667	7,96,510
Less: Number of shareholders who approached the Company for transfer of shares	1,164	1,67,828	1,965	6,34,509
Add: Number of shareholders and aggregate number of shares transferred to the Unclaimed Suspense Account during the year	0	0	0	0
Aggregate number of shareholders and the outstanding shares lying as on March 31, 2024	72,966	55,14,928	703*	1,62,001

\* includes 1 shareholder whose part-holding has been released.

**Note 1:**

In terms of clause 8.11 of the Scheme, the Company had issued, allotted, and credited 56,82,756 fully paid-up equity shares to the Company’s ‘Unclaimed Securities Suspense Escrow Account’, in respect of equity shares of Reliance Industries Limited (RIL / Demerged Company) held by RIL in its unclaimed suspense account as on the Record Date.



## **Note 2:**

The Company had transferred 7,96,510 fully paid-up equity shares, which could not be credited to the respective shareholders' demat accounts on the date of allotment (i.e., August 10, 2023), to a separate account named as 'Unclaimed Suspense Account'.

The voting rights on the shares in the above-mentioned unclaimed suspense accounts shall remain frozen till the rightful owners claim the shares.

## **Other Disclosures**

### **Disclosures on materially significant related party transactions that may have potential conflict with the Company's interests at large**

There were no materially significant related party transactions which could have potential conflict with the interest of the Company at large.

The Company's Policy on Materiality of Related Party Transactions, and on dealing with Related Party Transactions is available on the website of the Company and can be accessed at [www.jfs.in/policy-on-materiality-of-rpt-and-on-dealing-with-rp-ts.pdf](http://www.jfs.in/policy-on-materiality-of-rpt-and-on-dealing-with-rp-ts.pdf).

All the contracts / arrangements / transactions entered by the Company during the financial year with related parties were in its ordinary course of business and on an arm's length basis. The details of the transactions entered with related parties were placed before the Audit Committee for their review on quarterly basis.

The Company has made full disclosure of transactions with the related parties as set out in Note 36 of Standalone Financial Statement, forming part of the Annual Report.

### **Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange(s) or SEBI, or any statutory authority, on any matter related to capital markets, during the last three years**

The Securities and Exchange Board of India ("SEBI") vide order dated June 30, 2023 ("SEBI Order"), imposed a penalty of ₹ 7 lakh on the Company in the matter of outstanding long-dated positions in various NIFTY options by the Company in 2017. In an appeal filed by the Company against the SEBI Order, the Hon'ble Securities Appellate Tribunal vide an order dated December 13, 2023, quashed the SEBI order in the absence of any shred of evidence of mutual arrangement with a motive to manipulate the market.

### **Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

The Company is committed to providing an equal and inclusive workplace free from any unfair treatment and contribute to fostering a workplace that is safe, welcoming and celebrates diversity. Please refer the Human Capital section of Management Discussion and Analysis Report, for more details.

No instances of sexual harassment were reported during the financial year.

### **Details of Loans and Advances in the nature of loans to firms / companies in which directors are interested**

The Company has not given any loans or advances to any firm / company in which its directors are interested. Loans granted to Subsidiaries are mentioned in the Notes to the Standalone Financial Statement.

### **Agreements relating to the Company**

There are no agreements with any party which impact the management or control of the Company, or impose any restriction or create any liability upon the Company.

### **Adoption of Mandatory and Discretionary Requirements**

The Company has complied with all mandatory requirements of Regulation 34 of the Listing Regulations.

The Company has adopted the following discretionary requirements of the Listing Regulations:

### **Audit Qualification**

The Company is in the regime of unmodified opinions on financial statements.

### **Separate posts of Chairman and the Managing Director and Chief Executive Officer (MD & CEO)**

The Company has appointed separate persons to the posts of Chairman and Managing Director & Chief Executive Officer. The position of the Chairman is held by Non-Executive, Independent Director. The Chairman and the MD & CEO are not related to each other.



**The Company is in compliance with the corporate governance requirements specified in Regulations 17 to 27 and Regulation 46(2)(b) to (i) of the Listing Regulations.**

**Certificate of Non-Disqualification of Directors**

Certificate from Shashikala Rao & Co., Company Secretaries, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the SEBI, Ministry of Corporate Affairs or any such other Statutory Authority, as stipulated under Regulation 34(3) of the Listing Regulations, is attached to this Report.

**CEO and CFO Certification**

The Managing Director and Chief Executive Officer (MD & CEO) and the Chief Financial Officer (CFO) of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations, copy of which is attached to this Report. The MD & CEO and the CFO also give quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2) of the Listing Regulations.

**Compliance Certificate of the Auditors**

Certificate from the Company's Auditors, Lodha & Co LLP and C K S P and Co LLP, Chartered Accountants confirming compliance with conditions of Corporate Governance, as stipulated under Regulation 34 of the Listing Regulations, is attached to this Report.

**Certificate on Compliance with Code of Ethics and Conduct**

I hereby confirm that the Company has obtained from all the members of the Board and Senior Management Personnel, the affirmation that they have complied with the 'Code of Ethics and Conduct' in respect of FY2023-24.

**Hitesh Kumar Sethia**

Managing Director and Chief Executive Officer

April 19, 2024  
Mumbai



## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

**(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

**To,**  
**The Members**  
**Jio Financial Services Limited**  
**(Formerly known as Reliance Strategic Investments Limited)**  
 1<sup>st</sup> floor Building 4NA, Maker Maxity  
 BKC, Bandra East, Mumbai 400051

We have examined the following documents:

- i) Declaration of non-disqualification received from directors under section 164 of Companies Act 2013 ("the Act") in April 2024;
- ii) Disclosure of concern or interest received from directors under section 184 of the Act in April 2024 and

relevant registers, records, forms and returns of **Jio Financial Services Limited (Formerly known as Reliance Strategic Investments Limited)** having **CIN-L65990MH1999PLC120918** and having registered office at 1<sup>st</sup> Floor, Building 4NA, Maker Maxity, Bandra Kurla Complex, Bandra (East), Mumbai- 400051 (hereinafter referred to as "**the Company**"), provided by the Company in physical or electronic mode or through permitted access to the Company's in-house portal for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment
1.	Kundapur Kamath	00043501	14-11-2022
2.	Rajiv Mehrishi	00208189	07-07-2023
3.	Bimal Manu Tanna	06767157	07-07-2023
4.	Sunil Mehta	07430460	07-07-2023
5.	Hitesh Kumar Sethia	09250710	15-11-2023
6.	Isha Mukesh Ambani	06984175	15-11-2023
7.	Anshuman Thakur	03279460	15-11-2023
8.	Rama Vedashree	10412547	30-03-2023

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Shashikala Rao & Co.**  
 Company Secretaries  
 ICSI Unique Code: P2010MH067400  
 PR 4740 / 2023

Place: Mumbai  
 Date: April 19, 2024

**Shashikala Rao**  
 Partner  
 FCS 3866 CP No 9482  
 UDIN F003866F000187434



## CEO / CFO Certificate

**Under Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**To,  
The Board of Directors  
Jio Financial Services Limited**

1. We have reviewed financial statements and the cash flow statement of Jio Financial Services Limited (“the Company”) for the year ended March 31, 2024, and to the best of our knowledge and belief:
  - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - b. these statements together present a true and fair view of the Company’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company’s Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company’s internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee that:
  - a. there are no significant changes in internal controls over financial reporting during the year;
  - b. there are no significant changes in accounting policies during the year; and
  - c. there are no instances of significant fraud of which we have become aware.

**Hitesh Kumar Sethia**  
Managing Director and Chief Executive Officer

**Abhishek Haridas Pathak**  
Group Chief Financial Officer

Place: Mumbai  
Date: April 19, 2024



# Secretarial Audit Report of Material Subsidiaries

## Secretarial Audit Report of Jio Finance Limited

For the Financial Year Ended 31<sup>st</sup> March, 2024

[Pursuant to section 204 (1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
Jio Finance Limited  
(Formerly Reliance Retail Finance Limited)  
CIN: U17110MH2000PLC123731  
9th Floor, Maker Chambers IV,  
222, Nariman Point, Mumbai – 400 021.

We have conducted the Secretarial Audit of the compliance with applicable statutory provisions and the adherence to good corporate practices by **Jio Finance Limited** (hereinafter referred to as the “**Company**”) for the Financial Year ended **31<sup>st</sup> March, 2024**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our 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 authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31<sup>st</sup> March, 2024**, 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:

We have examined the books, papers, minute books, forms and returns filed, and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2024 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 as the Securities of the Company are not listed on any Stock Exchange during the period under review;**
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. The 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 as there is no Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings during the period under review;**
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (“SEBI Act”): **Not applicable to the Company during the period under review –**
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021;
  - e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
  - 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;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
  - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- vi. The Management has informed that the followings laws are specifically applicable to the Company:
  - a) Reserve Bank of India Act, 1934 and the various Directions, Circulars and Guidelines issued by the RBI and as applicable to NBFC ND-SIS.





**We have also examined** compliance with the applicable clauses of the following:

- Secretarial Standards with regard to Meeting of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;

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

**We further report that:**

- The Board of Directors of the Company is constituted with Non-Executive Directors including Independent Director and Woman Director. Changes in the composition of the Board of Directors that took place during the period under review were in accordance with the provisions of the Act.
- Adequate notice was given to all Directors of the schedule of the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance, except where consent of directors was received for circulation of the Notice, Agenda and Notes on Agenda at a shorter notice 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.
- As recorded in the minutes, all decisions of the Board and Committees thereof were carried out unanimously.

**We further report that** based on review of compliance mechanism established by the Company, and on the basis of the Compliance Certificate(s) issued by the Principal and Compliance officer / CFO and Company secretary of the Company and taken on record by the Board of Directors at their meeting(s), we are of the opinion that the Management has adequate systems and processes commensurate with its size and operations of the Company, to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

**We further report that** during the financial year ended **31<sup>st</sup> March, 2024** following event has occurred during the year which has a major bearing on the Company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc.

- i. Reliance Industries Limited ("RIL") along with its shareholders and creditors entered into a Scheme of Arrangement with Reliance Strategic Investments Limited (RSIL) and its shareholders and creditors, which involved the demerger, transfer, and vesting of RIL's financial services business into RSIL on a going concern basis. As an integral part of reorganisation, Reliance Industrial Investment and Holdings Limited (RIIHL) holding company, pursuant to the scheme of arrangement transferred its investment in the Company to RSICL, which became effective on July 1, 2023, vide the NCLT's order dated June 28, 2023. Name of the RSIL (Holding Company of the Company) was changed to Jio Financial Services Limited (JFSL).
- ii. Pursuant to the special resolution passed at 23<sup>rd</sup> Annual General Meeting held on 8<sup>th</sup> August, 2023 name of the Company was changed from Reliance Retail Finance Limited (RRFL) to Jio Finance Limited (JFL).

This Report is to be read with our letter of even date which is annexed as **Annexure – A** and forms an integral part of this report.

**For S. N. ANANTHASUBRAMANIAN & Co.**

Company Secretaries  
ICSI Unique Code: P1991MH040400  
Peer Review Cert. No.: 5218 / 2023

**S. N. Viswanathan**

Partner  
ACS: 61955 | COP No.: 24335  
ICSI UDIN: A061955F000147535

17<sup>th</sup> April, 2024 | Thane



## Annexure – A

**To,**  
**The Members,**  
**Jio Finance Limited**  
**(Formerly Reliance Retail Finance Limited)**  
**CIN: U17110MH2000PLC123731**  
9th Floor, Maker Chambers IV,  
222, Nariman Point, Mumbai – 400 021

Our Secretarial Audit Report for the financial year ended **31<sup>st</sup> March 2024** of even date is to be read along with this letter.

### **Management’s Responsibility**

1. It is the responsibility of management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

### **Auditor’s Responsibility**

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We have conducted the Audit as per the applicable Auditing Standards issued by the Institute of Company Secretaries of India.
4. We believe that audit evidence and information obtained from the Company’s management is adequate and appropriate for us to provide a basis for our opinion.
5. Wherever required, we have obtained reasonable assurance whether the statements prepared, documents or Records, in relation to Secretarial Audit, maintained by the Company, are free from misstatement.
6. Wherever required, we have obtained the Management’s representation about the compliance of laws, rules and regulations and happening of events, etc.

### **Disclaimer**

7. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted affairs of the Company.
8. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

### **For S. N. ANANTHASUBRAMANIAN & Co.**

Company Secretaries  
ICSI Unique Code: P1991MH040400  
Peer Review Cert. No.: 5218 / 2023

### **S. N. Viswanathan**

Partner  
ACS: 61955 | COP No.: 24335  
ICSI UDIN: A061955F000147535

17<sup>th</sup> April, 2024 | Thane



## Secretarial Audit Report of Jio Payment Solutions Limited

For the Financial Year Ended 31<sup>st</sup> March, 2024

[Pursuant to section 204 (1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To  
**The Members**  
**Jio Payment Solutions Limited,**  
**(Formerly known as Reliance Payment Solutions Limited)**  
**5th Floor, Court House,**  
**Lokmanya Tilak Marg, Dhobi Talao, Mumbai - 400002**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Jio Payment Solutions Limited ( Formerly known as Reliance Payment Solutions Limited) (CIN: U65923MH2007PLC173923)** (hereinafter called the 'Company') **for the financial year ended 31st March, 2024** (audit period / period under review).

Secretarial Audit was conducted in a manner that provided us with a reasonable basis for evaluating the Company's corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and provided to us either by way of scanned copies through electronic communication or including through permitted access to the Company's in-house portal and also the information provided by the Company, its officers, agents and authorized representatives, during the conduct of Secretarial Audit, we hereby report that in our opinion, during the audit period, the Company has complied with the statutory provisions listed hereunder and also that it has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereunder.

### 1. Compliance with specific statutory provisions

#### We further report that:

- 1.1 We have examined the books, papers, minute books and other records maintained by the Company and the forms, returns, reports, disclosures, and information filed or disseminated during the audit period according to the applicable provisions / clauses of:
- i. The Companies Act, 2013 and the Rules made thereunder;
  - ii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - iii. Secretarial Standards issued by The Institute of Company Secretaries of India (Secretarial Standards) as are mandatorily applicable to the Company pursuant to the notification issued by the Central Govt under Section 118(10) of the Act.

The following laws are applicable specifically to the Company:

1. Aadhaar (Targeted Delivery of Financial and Other Subsidies, Benefits and Services) Act, 2016.
2. Information Technology Act, 2000 and Information Technology (Reasonable security practices and procedures and sensitive personal data or information) Rules, 2011.
3. The Securities and Exchange Board of India (Investment Advisors) Regulations, 2013.
4. Payment and Settlement Systems Act, 2007 read with the related Rules and Guidelines there to.

During the period under review, provisions of the following regulations were not applicable to the Company:

- a) The Securities Contracts (Regulation) Act, 1956 and the Rules made thereunder except in relating to transfer of securities;



- b) The Foreign Exchange Management Act, 1999 (FEMA) and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI), and External Commercial Borrowings (ECB);
- c) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") were not applicable to the Company:
  - i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - iv. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
  - v. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - vi. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
  - vii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
  - viii. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - ix. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; and
  - x. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1.2 During the period under review, and also considering the compliance related action taken by the Company after the audit period but before the date of issue of this report, the Company has, to the best of our knowledge and belief and based on the records, information, explanations, and representations furnished to us:

- (i) Complied with the applicable provisions / clauses of the Act, Rules, mentioned under paragraph 1.1:
- (ii) Complied with the applicable provisions / clauses of:
  - a. The Act and rules mentioned under paragraph 1.1 (i)
  - b. FEMA,
  - c. The Secretarial standards relating to meetings of the Board of Directors (SS-1) and Secretarial standards on General Meetings (SS-2) as mentioned under paragraph 1.1 (iii) above to the extent applicable to Board meetings held during the audit period, including passing of resolutions by circulation, the 16th Annual General Meeting (AGM), held on August, 01, 2023 , the Extra- Ordinary General Meeting (EGM) held on February 02, 2024, at a shorter notice with the consent of the members.
- (iii) The Compliance of the provisions of the Rules made under the Act [paragraph 1.1(i)] and SS-1 [paragraph 1.1(iii)] with regard to the Board meetings held through video conferencing on various dates were verified based on the minutes of the meetings, shown to us, by the Company.

1.3 We are informed that, in respect of the audit period, the Company was not required to initiate any compliance related action in respect of the following laws / rules / regulations / standards, and was consequently not required to maintain any books, papers, minute books or other records or file any form / returns thereunder:

- (i) FEMA to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) or External Commercial Borrowings (ECB)

1.4 There were no other laws that were specifically applicable to the Company, considering the nature of its business, except those as stated hereunder:

We have also examined, on test-check basis, the relevant documents and records maintained by the Company according to the following laws applicable specifically to the Company:

1. Aadhaar (Targeted Delivery of Financial and Other Subsidies, Benefits and Services) Act, 2016.
2. Information Technology Act, 2000 and Information Technology (Reasonable security practices and procedures and sensitive personal data or information) Rules, 2011.
3. SEBI (Investment Advisors) Regulations, 2013.
4. Payment and Settlement Systems Act, 2007 read with the related Rules and Guidelines there to.



## 2. Board processes:

The Board of Directors of the Company is duly constituted with Non-Executive Directors.

The following changes in the composition of the Board of Directors / Key Managerial Personnel (KMPs) that took place during the period under review were carried out in compliance with the provisions of the Act:

- (i) Re- appointment of Mr. Kiran Thomas (DIN: 02242745), as a Non-Executive Non-Independent Director, liable to retire by rotation at the 16<sup>th</sup> AGM held on August 1, 2023;
- (ii) Appointment of Mr. Hitesh Sethia (DIN: 09250710), as an Additional Director (Non-Executive Director), of the Company, liable to retire by rotation, w.e.f. August 29, 2023, by the Board of Directors of the Company at their meeting held on August 29, 2023 and the same was also approved by the members of the company, by way of a Resolution, at their EGM held on February 02, 2024, at shorter notice. He was also re-designated and appointed as the Chairman of the Board of Directors of the Company, w.e.f. October 17, 2023, as per the Articles of Association of the company.
- (iii) Appointment of Mr. Bimal Tanna (DIN: 06767157), as an Additional Director (Non-Executive - Independent Director), of the Company, w.e.f. August 29, 2023, by the Board of Directors of the Company at their meeting held on August 29, 2023, and to hold office for a term of five years from August 29, 2023 to August 28, 2028, and not liable to retire by rotation, and the same was also approved by the members of the company, by way of a Resolution, at their EGM held on February 02, 2024, at shorter notice.
- (iv) Appointment of Ms. Rama Vedashree (DIN: 10412547) as an Additional Director (Non-Executive - Independent Director ) – of the Company, w.e.f. January 11, 2024, by the Board of Directors of the Company at their meeting held on January 11, 2024, and to hold office for a term of five years from January 11, 2024 to January 10, 2029, and .not liable to retire by rotation and the same was also approved by the members of the company, by way of a Resolution, at their EGM held on February 02, 2024, at shorter notice
- (v) Resignation of Mr. Kiran Mathew Thomas (DIN: 02242745) as a Director of the Company w.e.f. January 12, 2024.
- (vi) Resignation of Mr. Muralidhara Kadaba (DIN: 01435701) as a Director of the Company w.e.f. January 12, 2024.
- (vii) Resignation of Ms. Jayashree Rajesh (DIN: 7559698) as a Director of the Company w.e.f. January 12, 2024.
- (viii) Resignation of Mr. A R Ramesh as CEO & KMP of the Company w.e.f. the date of the first meeting of the Board of Directors of the company, to be held in April, 2024.

Adequate notice was given to all directors of the Company, of the Schedule of the Meetings of the Board of Directors of the Company, except for a meeting held during the audit period, which was convened at shorter notice for which consent was obtained from the Board. Agenda and detailed Notes on Agenda, were also sent to all Directors of the Company at least seven days in advance, except where consent of Directors was received for circulation of the Agenda and notes on Agenda, at a shorter notice and due compliance for the same was ensured with the consent of all directors, as required under section 173(3) of the Act and Secretarial Standard related to the meetings of Board of Directors.

A system exists for Directors to seek and obtain further information and clarifications on the agenda items laid before the meetings and for ensuring their meaningful participation at the meetings.

All decisions at Board Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors.



### 3. Compliance mechanism

We further report that there are adequate systems and processes in the Company, commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.

### 4. Specific events / actions

We further report that during the period under audit, the following specific events / actions having a major bearing on the Company's affairs have taken place in pursuance of the above referred laws, rules, regulations, and standards:

1. As per the approval of the Board of Directors of the Company at their meeting held on July 17, 2023 and subsequent approval by the shareholders at the 16<sup>th</sup> AGM of the Company, held on August 01, 2023, by way of a Special Resolution, the name of the company has been changed to "Jio Payment Solutions Limited" and the certificate dated August 25, 2023, issued by the Registrar of Companies, Mumbai, Maharashtra, has also been taken on record.
2. As per the recommendation of the Board of Directors of the Company at their meeting held on January 11, 2024, the shareholders of the company, at their Extra-Ordinary General Meeting of the company, held on February 2, 2024, by way of a Special Resolution, had approved payment of Sitting Fees to the Non-Executive Directors of the company, for attending the meetings of the Board and its Committees., w.e.f. January 11, 2024.
3. Pursuant to the Order dated June 28, 2023, of the Hon'ble National Company Law Tribunal, Mumbai Bench, the draft Scheme of Arrangement between i) Reliance Industries Limited (ultimate holding company), its shareholders and creditors; and ii) Reliance Strategic Investments Limited (RSIL - a fellow subsidiary company) and its shareholders and creditors, whereby it was proposed that Reliance Industrial Investments and Holdings Limited (RIIHL), the holding company RIIHL has become a wholly- owned subsidiary of RSIL. Accordingly, in terms of Clause 15(11) of the SEBI (Investment advisers) Regulations, 2013, the Company has made an application, on February 13, 2023 to Securities and Exchange Board of India (SEBI), seeking its prior approval for the proposed change in control in the Company and the related approval was received on June 27, 2023.

#### For BNP & Associates

Company Secretaries  
Firm Reg. No. : P2014MH037400  
PR No: 637 / 2019

#### Ramaswami Kalidas

Partner  
FCS No: 2440 / COP No: 22856  
UDIN: F002440F000135201

Date: 16<sup>th</sup> April, 2024  
Place: Mumbai

Note: This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.



## Annexure - A

**To,  
The Members  
Jio Payment Solutions Limited,  
(Formerly known as Reliance Payment Solutions Limited)  
5th Floor, Court House,  
Lokmanya Tilak Marg, Dhobi Talao, Mumbai - 400002**

Re: Secretarial Audit Report of even date is to be read along with this letter.

1. The Company's Management is responsible for maintenance of secretarial records and compliance with the provisions of corporate and other applicable laws, rules, regulations and standards. Our responsibility is to express an opinion on the secretarial records produced for our audit.
2. We have followed such audit practices and processes as we considered as appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.
3. While forming an opinion on compliance and issuing this report, we have also considered compliance related action taken by the company after 31st March, 2024 but before the date of issue of this report.
4. We have verified the secretarial records furnished to us on a test basis to see whether the facts are reflected therein. We have also examined the compliance procedures followed by the company on a test basis. We believe that the processes and practices that we followed, provides a reasonable basis for our opinion.
5. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
6. We have obtained the Management's representation about the compliance with laws, rules and regulations and on the happening of events, wherever required.
7. Our Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

**For BNP & Associates**

Company Secretaries  
Firm Reg. No. : P2014MH037400  
PR No: 637 / 2019

**Ramaswami Kalidas**

Partner  
FCS No: 2440 / COP No: 22856  
UDIN: F002440F000135201

Date: 16<sup>th</sup> April, 2024  
Place: Mumbai



## Secretarial Audit Report of Jio Insurance Broking Limited

For the Financial Year Ended 31<sup>st</sup> March, 2024

[Pursuant to section 204 (1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To  
**The Members,  
Jio Insurance Broking Limited,  
(Formerly known as Reliance Retail Insurance Limited)  
3rd Floor, Court House, Lokmanya Tilak Marg, Dhobi Talao, Mumbai-400002.**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Jio Insurance Broking Limited (Formerly known as Reliance Retail Insurance Limited) (CIN: U67200MH2006PLC165651)** (hereinafter called the "Company") **for the financial year ended March 31, 2024** ("audit period").

Secretarial Audit was conducted in a manner that provided us with a reasonable basis for evaluating the company's corporate conducts / statutory compliances and expressing our opinion thereon.

We are issuing this report based on:

- (i) our **verification** of the books, papers, minute books and other records maintained by the Company and furnished to us including through permitted access to the Company's in-house portal, forms / returns filed, and compliance related action taken by the company during audit period as well as before the issue of this report,
- (ii) **Compliance confirmations** confirming compliance with all the laws applicable to the Company given by Key Managerial Personnel / senior management personnel of the Company and taken on record by the Board on a quarterly basis.
- (iii) **Representations** made, documents shown, and information provided by the company, its officers, agents, and authorised representatives during our conduct of Secretarial Audit.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and provided to us either by way of hard copies or scanned copies through electronic communication or through permitted access to the Company's in-house portal and also based on the information provided by the Company, its officers, agents and authorised representatives, during the conduct of Secretarial Audit, we hereby report that in our opinion, during the audit period, the Company has 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 hereunder.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the audit period according to the applicable provisions of:

- i. The Companies Act, 2013 and the Rules made thereunder;
- ii. Securities Contract (Regulation) Act, 1956 and the rules framed thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

We have also examined compliance by the company during the audit period with the Secretarial Standards issued by the Institute of Company Secretaries of India, issued in respect of Meetings of the Board and General Meetings of members and notified by the Central Government under Section 118(10) of the Act which have mandatory application to the Company.

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

Based on such examination and having regard to the compliance system prevailing in the Company, we report that the Company has complied with the provisions of the above laws during the audit period.





We have also examined, on test-check basis, the relevant documents and records maintained by the Company according to the following laws (including the respective Rules, Guidelines, Regulations etc., made thereunder) applicable specifically to it.

1. Information Technology Act, 2000;
2. The Insurance Act, 1938; and The Insurance Regulatory and Development Authority of India (Insurance Broker) Regulation, 2018.

During the Period under review, provisions of the following Acts / regulations were not applicable to the Company:

- (i) The Foreign Exchange Management Act, 1999 and the Rules / Regulations made thereunder;
- (ii) The following Regulations / Guidelines prescribed under Securities and Exchange Board of India Act, 1992:
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with clients;
  - e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity Shares) Regulations, 2021;
  - f. The Securities and Exchange Board of India (Delisting of Equity Shares Regulations) 2021;
  - g. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
  - h. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
  - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

#### **We further report that:**

The Board of Directors of the Company as on March 31, 2024 comprised of (a) one- Non-Executive Directors, (b) one Managing Director and (c) two independent directors

The processes relating to the following changes made in the composition of the Board of Directors and Key Managerial Personnel during the audit period were carried out in compliance with the provisions of the Act: -

- (a) On retirement by rotation, the re- appointment of Mr. Venkatesh Gulur (DIN: 02813390), as a Director of the Company, liable to retire by rotation, at the 17<sup>th</sup> Annual General Meeting, held on August 04, 2023.
- (b) As per the online mode of approval received from IRDAI, appointment of Mr. Hitesh Kumar Sethia, (DIN: 09250710), as Additional Director, designated as a Non-Executive Director of the Company, w.e.f. January 02, 2024.
- (c) As per the online mode of approval received from IRDAI, appointment of Mr. Sudipto Samarendra Ghosh, (DIN: 10419519), as Additional Director designated as Managing Director and Chief Executive Officer of the Company for a period of 3 (three) years from January 02, 2024 to January 01, 2027.
- (d) As per the online mode of approval received from IRDAI , appointment of Mr. Sunil Mehta, (DIN: 07430460), as an Additional Director designated as Independent Director of the company for a term of 5 (five) years to hold office from January 02, 2024 to January 01, 2029.
- (e) As per the online mode of approval received from IRDAI, appointment of Mr. Vivek Bhandari, (DIN: 03572361), as an Additional Director designated as Independent Director of the company for a term of 5 (five) years to hold office January 02, 2024 to January 1, 2029.
- (f) Resignation of Mr. Venkatesh Gulur (DIN: 02813390), as a Director of the Company w.e.f. January 11, 2024.
- (g) Resignation of Mr. Rajendra Kamath (DIN: 01115052), as a Director of the Company w.e.f. January 11, 2024.
- (h) Resignation of Mr. Pramod Bhawalkar (DIN: 01114946), as a Director of the Company w.e.f. January 11, 2024.

Adequate notices and Agenda and detailed notes on Agenda were circulated to all Directors to schedule the Meetings of the Board of Directors and its Committees. Agenda and detailed Notes on Agenda, were also sent to all Directors of the Company at least seven days in advance, except where consent of Directors was received for circulation of the Agenda and notes on Agenda, at a shorter notice and due compliance for the same was ensured with the consent of all directors, as required under section 173(3) of the Act and Secretarial Standard related to the meetings of Board of Directors .

A proper system exists in the company for seeking and obtaining further information and clarifications on the agenda items by the Directors before the meetings and for meaningful participation by them at their meetings.



All decisions at the meetings of the Board and the meetings of the Committees were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

We further report that there are adequate systems and processes in the Company, which are commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.

We further report that during the audit period, the following major events had taken place:

1. The Board of Directors at their meeting held on August 29, 2023, and meeting of the members at the Extra-ordinary general meeting held on February 02, 2024 have approved appointment of Shri Sudipto Ghosh, (DIN: 10419519), as Managing Director and Chief Executive Officer of the Company for a period of 3 years from January 02, 2024 to January 01, 2027 at a remuneration of ₹ 2.45 crore per annum, which is subject to the liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and remuneration as the Board of Directors may deem fit and other terms and conditions as may be laid down by Insurance Regulatory Development Authority of India (IRDAI).
2. Pursuant to the Order dated June 28, 2023, of the Hon'ble National Company Law Tribunal, Mumbai Bench, the draft Scheme of Arrangement between i) Reliance Industries Limited (ultimate holding company), its shareholders and creditors; and ii) Reliance Strategic Investments Limited (RSIL - a fellow subsidiary company, now known as Jio Financial Services Limited) and its shareholders and creditors, whereby it was proposed that the Company becomes a wholly-owned subsidiary of RSIL. Accordingly, in terms of the IRDAI (Insurance Broker) Regulations 2018, the Company had made an application, on February 14, 2023 to Insurance Regulatory and Development Authority of India (IRDAI), seeking its prior approval for the proposed change in control in the Company and the related approval was received on June 6, 2023
3. The Board of Directors in their meeting held on January 31, 2023 had considered change in the name of the Company from 'Reliance Retail Insurance Limited' to 'Jio Insurance Broking Limited' and the members of the company, at their 17<sup>th</sup> Annual General Meeting held on August 04, 2023, held at shorter notice and by way special resolution, have approved the change in the name of the Company. Subsequently, the Company has altered the name clause in its Memorandum of Association.
4. The Board of Directors in their meeting held on January 10, 2024 have approved to invest from time to time, in fixed income securities such as Treasury Bills, GOI Securities, Collateralised Borrowing & Lending Obligations (CBLO), Reverse Repo, Certificate of Deposit / Fixed Deposits with Banks and debt schemes of mutual funds and / or other investments of like nature provided that the aggregate outstanding of such investments shall not, at any point of time exceed ₹ 50,00,00,000 / - (Rupees Fifty crore only).
5. The Board of Directors in their meeting held on January 10, 2024, and meeting of the members at the Extra-ordinary general meeting held on February 02, 2024, have approved payment of sitting fees to the Independent Directors of the Company, of an amount of ₹ 1,00,000/- (Rupees One Lakh) per meeting which shall be effective from the meetings of the Board of Directors of the Company and its committees held on January 10, 2024.

**For BNP & Associates**

Company Secretaries

[Firm Reg. No. : P2014MH037400]

**Honey K. Soni**

Partner

FCS No: A44314 COP No. : 26849

PR No: 637 / 2019

UDIN: A044314F000125428

Date: 15th April, 2024

Place: Mumbai

Note: This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.



## Annexure - A

**To**  
**The Members,**  
**Jio Insurance Broking Limited,**  
**(Formerly known as Reliance Retail Insurance Limited)**  
**3rd Floor, Court House, Lokmanya Tilak Marg, Dhobi Talao, Mumbai-400002.**

Re: Secretarial Audit Report of even date is to be read along with this letter.

1. The Company's management is responsible for maintenance of secretarial records and compliance with the provisions of corporate and other applicable laws, rules, regulations, and standards. Our responsibility is to express an opinion on the secretarial records produced for our audit.
2. We have followed such audit practices and processes as we considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.
3. While forming an opinion on compliance and issuing this report, we have also considered compliance related action taken by the company after 31<sup>st</sup> March 2024 but before the issue of this report.
4. We have verified the secretarial records furnished to us on a test basis to see whether the correct facts are reflected therein. We also examined the compliance procedures followed by the company on a test basis. We believe that the processes and practices we followed, provides a reasonable basis for our opinion.
5. We have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.
6. We have obtained the management's representation about the compliance with laws, rules and regulations and happening of events, wherever required.
7. Our Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For BNP & Associates**  
Company Secretaries  
[Firm Reg. No. : P2014MH037400]

**Honey K. Soni**  
Partner  
FCS No: A44314 COP No. : 26849  
PR No: 637 / 2019  
UDIN: A044314F000125428

Date: 15th April, 2024  
Place: Mumbai



## Secretarial Audit Report of Reliance Industrial Investments and Holdings Limited

For the Financial Year Ended 31<sup>st</sup> March, 2024

[Pursuant to section 204 (1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
**The Members**  
**Reliance Industrial Investments and Holdings Limited**

Office-101, Saffron, Nr. Centre Point  
Panchwati 5 Rasta, Ambawadi  
Ahmedabad-380006

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Reliance Industrial Investments and Holdings Limited** having **CIN: U65910GJ1986PLC106745** ("**the Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

### Management's responsibility

The Management along with the Board of Directors are responsible for ensuring that the Company complies with the provisions of all applicable laws and maintains the required statutory records and documents in the prescribed manner.

### Auditor's responsibility

Based on audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("**CSAS**") prescribed by the Institute of Company Secretaries of India. These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS.

### Basis for Opinion

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

### Opinion

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and provided as scanned copies in physical or electronic mode or through permitted access to the Company's in-house portal and also the information provided by the Company, its officers and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024 ("**the Audit Period**"), 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Audit Period 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, External Commercial Borrowings;
- 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, 2018- **Not Applicable to the Company during the Audit Period;**
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- **Not Applicable to the Company during the Audit Period;**
  - e) The Securities and Exchange Board of India (Issue and Listing of Non- convertible Securities) Regulations, 2021- **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, 2021- **Not Applicable to the Company during the Audit Period;**
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicable to the Company during the Audit Period;** and
  - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- **Not Applicable to the Company during the Audit Period.**

We have also examined compliance with:

- i) Applicable Secretarial Standards issued by the Institute of Company Secretaries of India; and
- ii) The Listing Agreements entered into by the Company with Stock Exchange(s) - **Not Applicable to the Company during the Audit Period.**

During the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**We further report that**, having regard to nature of business of the Company, there is no law specifically applicable to the Company.

#### **We further report that-**

The Board of Directors of the Company was constituted comprising Non-Executive Directors including Woman Director and Independent Director. The changes in the composition of the Board of Directors that took place during the Audit Period were carried out in compliance with the provisions of the Act. The Company has appointed a Manager in order to comply with the requirements of section 203 of the Act.

The Company being an unlisted public company and a wholly-owned subsidiary is exempt from appointing independent directors as per the provisions of Rule 4 (2) of the Companies (Appointment and Qualification of Directors) Rules, 2014. Subsequent to listing of Jio Financial Services Limited, the holding company during the Audit Period, the Company has been recognised as a material subsidiary of the holding company pursuant to Regulation 24 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In compliance thereof, the Company has appointed one independent director on the Board of the Company.

Pursuant to Rule 6 of Companies (Meetings of Board and its Powers) Rules, 2014 read with Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the Company is exempt from constituting Audit Committee and Nomination and Remuneration Committee.

Adequate notice was given to all directors to schedule the Board Meetings and to the respective directors for Corporate Social Responsibility ("CSR") Committee Meetings except for one Board Meeting which was held at shorter notice with the consent of directors. The agenda and detailed notes on agenda were sent at least seven days in advance for the Board Meetings and CSR Committee Meetings except for one Board Meeting which was convened at shorter notice with the consent of directors.



All decisions made at Board Meetings and CSR Committee Meetings have unanimous consent of directors (excluding the directors who are concerned or interested in specific items) as recorded in the minutes of the meetings of the Board of Directors or CSR Committees of the Board, as the case may be.

**We further report that** the Company has devised a system which enables the directors to seek and obtain further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

During the Audit Period, one extra-ordinary general meeting was convened and held at shorter notice with the consent of the members, in due compliance with the applicable provisions of the Act.

**We 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 us 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.

**We further report that**, during the Audit Period the Company has done the following transactions in due compliance with the applicable provisions of the Act:

1. The authorised share capital of the Company was increased from ₹ 8,000 crore comprising 30 crore equity shares of ₹ 10 / - each and 770 crore preference shares of ₹ 10 / - each to ₹ 12,000 crore comprising 430 crore equity shares of ₹ 10 / - each and 770 crore preference shares of ₹ 10 / - each and effected consequential alteration in Clause V of the Memorandum of Association of the Company;
2. Consequent to the capital reduction effected pursuant to the scheme of arrangement sanctioned by National Company Law Tribunal on September 5, 2019, involving demerger of certain undertakings of the Company to other entities, the Company has effected variation in the terms and conditions of redemption and conversion of Series 1 to 8 of 0.6% Non- Cumulative Optionally Convertible Preference Shares ("NCOCPs") to reflect the carrying cost of NCOCPs;
3. Conversion of Series 1 and Series 8 of 0.6% Non-Cumulative Optionally Convertible Preference Shares into equity shares;
4. Sale and / or transfer of investments in securities; and
5. Made investments pursuant to section 179 of the Act.

**For Shashikala Rao & Co.**

Company Secretaries  
ICSI Unique Code: P2010MH067400  
PR 4740 / 2023

**Shashikala Rao**

Partner  
FCS 3866 CP No 9482  
UDIN F003866F000177512

Place: Mumbai  
Date: April 18, 2024



## ANNEXURE TO THE SECRETARIAL AUDIT REPORT

**To,  
The Members  
Reliance Industrial Investments and Holdings Limited**

Our report of even date is to be read along with this letter:

1. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and financial statements and disclosures made therein.
2. Wherever required, we have obtained a Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
3. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Shashikala Rao & Co.**

Company Secretaries  
ICSI Unique Code: P2010MH067400  
PR 4740 / 2023

**Shashikala Rao**

Partner  
FCS 3866 CP No 9482  
UDIN F003866F000177512

Place: Mumbai  
Date: April 18, 2024



# Independent Auditors' Certificate on Compliance with conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

## The Members of Jio Financial Services Limited (formerly known as Reliance Strategic Investments Limited)

1. This certificate is issued in accordance with the terms of our engagement letter dated April 5, 2024.
2. We, Lodha & Co LLP, Chartered Accountants and C K S P AND CO LLP, Chartered Accountants, the Joint Statutory Auditors of Jio Financial Services Limited (formerly known as Reliance Strategic Investments Limited) ("the Company") having its Registered Office at 1<sup>st</sup> Floor, Building 4NA, Maker Maxity, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051, have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2024, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations). This certificate is required by the company for annual submission to the stock exchange and to be sent to the Shareholders of the Company.

### Management's Responsibility

3. The preparation of the Corporate Governance Report, for inclusion in the Annual Report for FY 2023-24, is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
4. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

### Auditors' Responsibility

5. Pursuant to the requirements of the Listing Regulations, our responsibility is to provide a reasonable assurance whether, the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.
6. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
7. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance both issued by the Institute of the Chartered Accountants of India (the ICAI), in so far as applicable for the purpose of this certificate. The Guidance note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
9. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of procedures performed include:
  - a. Read and understood the information prepared by the Company and included in its Corporate Governance Report.
  - b. Obtained and verified that the composition of the Board of Directors with respect to executive and non-executive directors has been met throughout the reporting period.





- c. Obtained and read the Register of Directors as on March 31, 2024.
  - d. Obtained and read the minutes of the following committee meetings / other meetings held from April 01, 2023 to March 31, 2024:
    - Board of Directors;
    - Audit Committee;
    - Annual General Meeting (AGM);
    - Nomination and Remuneration Committee;
    - Stakeholders' Relationship Committee; and
    - Risk Management Committee.
  - e. Obtained necessary declarations from the Directors of the Company.
  - f. Obtained and read the policy adopted by the Company for related party transactions.
  - g. Obtained the schedule of related party transactions during the year and balances at the year-end. Obtained and read the minutes of the audit committee meeting wherein such related party transactions have been pre-approved by the audit committee.
  - h. Performed necessary inquiries with the management and also obtained necessary specific representations from the management.
10. The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this certificate did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

### Conclusion

11. Based on the procedures performed by us, as referred in paragraph 9 above, and according to the information and explanations provided to us and the representations provided by the Management, we hereby certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2024, as applicable.
12. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

### Restriction on Use

13. This certificate is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this certificate for events and circumstances occurring after the date of this certificate.

#### For C K S P AND CO LLP

Chartered Accountants  
Firm Registration No. 131228W / W100044

#### Kalpen Chokshi

Partner  
Membership No. 135047  
UDIN: 24135047BKAFMV5927

Place: Mumbai  
Date: April 19, 2024

#### For LODHA & CO LLP

Chartered Accountants  
Firm Registration No. 301051E / E300284

#### R. P. Singh

Partner  
Membership No. 052438  
UDIN: 24052438BKFNDL2148

Place: Mumbai  
Date: April 19, 2024



# BOARD'S REPORT

## Dear Members,

The Board of Directors present the Company's First Annual Report (Post Listing) and the Company's audited financial statements for the financial year ended March 31, 2024.

## Financial Results

The Company's financial performance (standalone and consolidated), for the financial year ended March 31, 2024 is summarised below:

₹ in crore

	Standalone		Consolidated	
	2023-24	2022-23	2023-24	2022-23
Interest Income	381.61	38.34	937.74	38.34
Dividend	-	0.27	216.85	0.27
Fees & Commission Income and other charges	1.69	-	151.66	-
Net gain on fair value changes	254.76	3.02	547.63	3.02
Other Income	-	3.21	0.80	3.21
<b>Total Income</b>	<b>638.06</b>	<b>44.84</b>	<b>1,854.68</b>	<b>44.84</b>
Finance Cost	10.27	-	10.27	-
Impairment on financial instruments	-	-10.06	2.05	-10.06
Staff Expenses	42.73	-	116.04	-
Depreciation, amortization and impairment	12.31	-	21.52	-
Other Operating Expenses	51.75	5.56	177.43	5.56
<b>Total Expenses</b>	<b>117.06</b>	<b>-4.50</b>	<b>327.31</b>	<b>-4.50</b>
<b>Profit before Tax</b>	<b>521.00</b>	<b>49.34</b>	<b>1,527.37</b>	<b>49.34</b>
Share of Associates & Joint ventures, net of tax	-	-	428.52	-
<b>Profit before Tax</b>	<b>521.00</b>	<b>49.34</b>	<b>1,955.89</b>	<b>49.34</b>
<b>Provision for taxation</b>	<b>138.53</b>	<b>18.09</b>	<b>351.34</b>	<b>18.09</b>
<b>Profit after tax</b>	<b>382.47</b>	<b>31.25</b>	<b>1,604.55</b>	<b>31.25</b>

Note: The Scheme of demerger of financial services business of Reliance Industries Limited was effective closing business hours of March 31, 2023. Hence figures of current and previous financial years are not comparable.

## Results of operations and the state of Company's affairs

The Company is a systemically important non-deposit taking non-banking financial company ("NBFC-ND-SI") registered with the Reserve Bank of India ("RBI"). The Company has been classified as a Middle Layer NBFC pursuant to Master Direction- Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023. The Company has filed an application with RBI for conversion to Core Investment Company ("CIC").

## Highlights of the Company's financial performance for the year ended March 31, 2024 are as under:

### Standalone

The standalone profit after tax of the Company for the year ended March 31, 2024 increased to ₹ 382.47 crore from ₹ 31.25 crore for year ended March 31, 2023 primarily due to increase in total income to ₹ 638.06 crore represented by interest income, realised gains on sale of investments and unrealised gains on changes in fair value of investments, offset by increase in total expenses representing increase in staff costs and other operating overheads in line with the setting up of the business operations of the Company.

The Company has transferred an amount of ₹ 76.50 crore to the Statutory Reserve fund in compliance with the provisions of Section 45IC of the Reserve Bank of India Act, 1934 and has not transferred any amount to the General Reserve for the year under review.

**Consolidated**

The consolidated profit after tax of the Company for the year ended March 31, 2024 increased to ₹ 1,604.55 crore from ₹ 31.25 crore for year ended March 31, 2023 primarily due to increase in total income to ₹ 1,854.68 crore represented by interest income on investments, dividend on investments, realised and unrealised gains on investments and increase in the share of net profit from the associates offset by increase in the total expenses represented by staff expenses and other operating overheads reflecting a general increase in the business.

The staff expenses in FY2024 were ₹ 116.04 crore reflecting the costs of employees of the Company and its subsidiaries. The Company has invested in manpower to enable the business development of the Company and its subsidiaries.

As part of its growth trajectory, the Group has invested in enhancing its technology stack, setup of the proposed Asset Management Company ("AMC") and in legal and professional fees, increasing the Other Operating expense to ₹ 177.43 crore in FY24.

**Dividend**

The Board of Directors have not recommended any dividend for the year under review.

The Dividend Distribution Policy adopted by the Company, in accordance with the provisions of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is available on the Company's website and can be accessed at [www.jfs.in/dividend-distribution-policy.pdf](http://www.jfs.in/dividend-distribution-policy.pdf)

**Details of material changes from the end of the financial year**

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.

**Material events during the year under review**

- **Scheme of Demerger of Financial Service Business of Reliance Industries Limited into the Company**  
During the year under review, the Hon'ble National Company Law Tribunal, Mumbai Bench, vide its order dated June 28, 2023, had sanctioned the Scheme of Arrangement between (i) Reliance Industries Limited ("RIL") and its shareholders and creditors; & (ii) the Company and its shareholders and creditors ("the Scheme"). The Appointed Date for the Scheme was closing business hours of March 31, 2023. The Effective Date for the Scheme was July 01, 2023.
- **Change in the Registered Office of the Company**  
The Registered Office of the Company was shifted, within the local limits of the city, from 9<sup>th</sup> Floor, Maker Chambers IV, 222, Nariman Point, Mumbai 400 021 to 1<sup>st</sup> Floor, Building 4NA, Maker Maxity, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 effective July 20, 2023.
- **Change in Name of the Company**  
In terms of the Scheme, upon receipt of no objection from RBI and a fresh certificate of incorporation from the Registrar of Companies, Maharashtra at Mumbai, the name of the Company was changed from Reliance Strategic Investments Limited to Jio Financial Services Limited effective July 25, 2023.
- **Change in Share Capital**
  - a) Authorised Share Capital:  
In terms of the Scheme, the Authorised Share Capital of the Company stood altered, reclassified and increased as under:

Authorised Share Capital	₹
1400,00,00,000 equity shares of ₹ 10 each	14000,00,00,000
100,00,00,00,000 preference shares of ₹ 10 each	1000,00,00,000
5,00,00,00,000 preference shares of ₹ 1 each	5,00,00,000
<b>Total</b>	<b>15005,00,00,000</b>



(b) Paid-up Share Capital:  
In terms of the Scheme;

- (i) The Board of Directors had allotted 635,32,84,188 equity shares having face value of ₹ 10 each on August 10, 2023 to the eligible shareholders of the RIL, whose names were recorded in Register of Members and / or records of depositories on the Record Date i.e. July 20, 2023; and
- (ii) The entire pre-scheme paid-up share capital of the Company comprising 20,20,200 equity shares of face value of ₹ 10 each and 31,48,155 preference shares of ₹ 1 each held by RIL stood cancelled and reduced, upon allotment of 635,32,84,188 equity shares by the Company.

As on March 31, 2024 and date of this Report, the paid-up equity share capital of the Company is ₹ 6353,28,41,880/- consisting of 635,32,84,188 equity shares having face value of ₹ 10 each.

- **Listing at BSE Limited and National Stock Exchange of India Limited**

In terms of the Scheme, 635,32,84,188 equity shares of the Company were listed on BSE Limited and National Stock Exchange of India Limited effective August 21, 2023.

- **Joint Venture with BlackRock**

The Company, BlackRock, Inc., BlackRock Advisors Singapore Pte. Ltd. and BlackRock Financial Management, Inc. have agreed to form a Joint Venture to enter India's Asset Management Industry on July 26, 2023. Accordingly, the Company and BlackRock Financial Management, Inc. made an application to Securities and Exchange Board of India on October 19, 2023, seeking approval to act as Co-sponsors of a Mutual Fund. The Company, BlackRock, Inc. and BlackRock Advisors Singapore Pte. Ltd. have signed an agreement on April 15, 2024 to form a 50:50 Joint Venture for the purpose of undertaking wealth business including incorporation of a wealth management company and subsequent incorporation of a brokerage company in India.

## **Management Discussion and Analysis Report**

Management Discussion and Analysis Report for the year under review, as stipulated under the Master Direction- Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 and the Listing Regulations is presented in a separate section, forming part of the Annual Report.

## **Business operations / performance of the Company and its major subsidiaries**

### **Overview**

The Company is an NBFC-ND-SI registered with the Reserve Bank of India. The RBI, while granting its approval for change in the shareholding pattern and control of the Company, pursuant to the Scheme, has stipulated that the Company shall meet eligibility criteria for CIC and apply to RBI for conversion to CIC within six months of the date of the Scheme becoming effective or three months of the date of listing of our equity shares, whichever is earlier. In November 2023, the Company had applied to the RBI for conversion to CIC.

As a CIC, the Company will be a holding company and will operate its financial services business through its consumer facing subsidiaries namely Jio Finance Limited ("JFL"), Jio Insurance Broking Limited ("JIBL"), Jio Payment Solutions Limited ("JPSTL"), Jio Leasing Services Limited ("JLSL") and joint venture ("JV") namely Jio Payments Bank Limited ("JPBL"). The Company has entered into a JV with BlackRock to carry out the business of Asset Management, Wealth Management and Broking businesses. The JVs will commence their businesses subject to regulatory approvals.

The Company, through its consumer facing subsidiaries and JVs, aims to enhance accessibility, affordability and prosperity for customers by simplifying financial services. We strive for prudent capital deployment in our businesses with effective risk guardrails.

The Company, through its lending and leasing subsidiaries JFL and JLSL, plans to primarily target key customer segments – unserved and underserved individuals and businesses in urban, semi-urban and rural India to offer a simple, transparent and comprehensive range of lending and leasing solutions catering to rapidly evolving customer needs.

The Company, through its insurance broking subsidiary JIBL, distributes insurance products across life, non-life and health from multiple insurance companies to cater to consumers and businesses.

The Company, through its payment aggregator subsidiary JPSTL, helps merchants grow their business by giving them solutions which allows them to accept payments, acquire and retain consumers, improve their business operations, and access financial services.

The Company, through its payments bank JPBL, a JV with SBI, provides a comprehensive suite of digital banking solutions, to both individuals and small businesses (including merchants).



### **Jio Finance Limited**

JFL, an NBFC-ND-SI, is uniquely positioned to capture the lending market opportunity by adopting a digital-first business model to cater to consumers and businesses. The product offerings will include secured and unsecured lending solutions such as loan against securities, home loans, supply chain finance and business loans. The portfolio is being built out with due consideration to customer risk profile and business dynamics.

### **Jio Insurance Broking Limited**

JIBL, a Direct Broker licensed by the Insurance Regulatory Development Authority of India (IRDAI) distributes insurance products of multiple insurance companies across the country digitally. The product portfolio includes fire and property insurance for businesses and extended warranty, life, health and motor insurance for consumers. The offering includes bespoke sachet products embedded in the consumer journey. The business growth is being driven by strategic partnerships to facilitate embedded insurance, direct digital approach to customers and large enterprise relationships. JIBL will continue to enhance its digital platforms to ensure that insurance purchasing and management are intuitive and user-friendly. The goal is to provide a seamless digital experience that aligns with the evolving expectations of modern insurance consumers.

### **Jio Payment Solutions Limited**

JPSL, a Payment Aggregator ("PA") having an in-principle approval from the RBI to operate as a PA, helps merchants grow their business by giving them solutions to accept payments across various consumer touch points. The customer segment served includes enterprise merchants, retail and delivery merchants. Merchants will be able to access full suite of payment products and services (i) in-store, using QR code or Point of Sale (POS) devices and (ii) online, using the all-in-one payment gateway infrastructure, which has over 120+ payment options. The business growth is being driven by strategic and technology tie-ups with banks and large enterprises and by creating a low-cost digital distribution architecture. The pilot launch of the Jio Voice Box has marked a significant milestone, enhancing the customer interaction experience during payments.

### **Jio Leasing Services Limited**

JLSL will offer operating lease solutions to consumers and businesses as a Device-as-a-service ("DaaS") model. The model involves embedding a leasing solution along with installation, maintenance and / or support of digital equipment such as Jio AirFiber, laptops, TVs, etc. This model enhances affordability for customers and operating efficiencies for JLSL.

### **Jio Payments Bank Limited – Joint Venture with State Bank of India**

JPBL, a payments bank licensed by RBI, provides digital banking solutions to consumers and small businesses. The services include savings accounts, debit cards, current accounts, wallets, and a host of consumer payment solutions such as UPI, AePS, remittances, etc. Customers are acquired and serviced digitally and through a network of business correspondents. The business is being driven by garnering customer deposits and facilitating daily banking needs at a low cost with a digital-native approach.

### **Consolidated Financial Statement**

The consolidated audited financial statement of the Company, prepared in accordance with the provisions of the Companies Act, 2013 ("the Act") and the Listing Regulations read with Ind AS 110-Consolidated Financial Statement, Ind AS 28-Investments in Associates and Joint Ventures and Ind AS 31-Interests in Joint Ventures, forms part of the Annual Report.

### **Subsidiary, Joint Venture and Associate Companies**

During the year under review, Jio Finance Limited, Jio Payment Solutions Limited and Jio Leasing Services Limited, step-down subsidiaries of the Company, have become direct subsidiaries.

None of the Companies have become and / or ceased to be subsidiary, joint venture or associate of the Company except Jio Infrastructure Management Services Limited which ceased to be subsidiary effective February 08, 2024 during the year under review.

A statement providing details of performance and salient features of the financial statements of subsidiary / associate / joint venture companies, as per Section 129(3) of the Act, is provided as Annexure A to the consolidated audited financial statement and therefore not repeated in this Report to ensure brevity.

The audited financial statement including the consolidated financial statement of the Company and all other documents required to be attached thereto and the financial statements of the subsidiaries, are available on the Company's website and can be accessed at [www.jfs.in/financials/](http://www.jfs.in/financials/).

The Company has formulated a Policy for determining Material Subsidiaries. The Policy is available on the Company's website and can be accessed at [www.jfs.in/policy-for-determining-material-subsidiaries.pdf](http://www.jfs.in/policy-for-determining-material-subsidiaries.pdf)



During the year under review, Reliance Industrial Investments and Holdings Limited, Jio Finance Limited, Jio Payment Solutions Limited and Jio Insurance Broking Limited were material subsidiaries of the Company as per the Listing Regulations.

### **Secretarial Standards**

The Company has followed the applicable Secretarial Standards, with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

### **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, 2024, 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 judgements 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, 2024 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;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) 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.

### **Corporate Governance**

The Company is committed to maintain the highest standards of governance. The report on Corporate Governance as per the Listing Regulations is presented in a separate section and forms part of the Annual Report. Certificate from the Auditors of the Company confirming compliance with the conditions of Corporate Governance is attached to the report on Corporate Governance.

### **Business Responsibility & Sustainability Report**

In accordance with the Listing Regulations, the Business Responsibility and Sustainability Report describing the initiatives taken by the Company from an environmental, social and governance perspective is available on the Company's website and can be accessed at [www.jfs.in/brsr-report-23-24.pdf](http://www.jfs.in/brsr-report-23-24.pdf)

### **Contracts or Arrangements with Related Parties**

During the year under review:

- a) All contracts / arrangements / transactions entered by the Company with related parties were in its ordinary course of business and on an arm's length basis; and
- b) Prior / omnibus approval of the Audit Committee is obtained for all related party transactions of the Company which are foreseen and of repetitive nature and have been reviewed by the Audit Committee on a quarterly basis.

Details of contracts / arrangements / transactions with related party which are required to be reported in Form No. AOC-2 in terms of Section 134(3)(h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 are annexed herewith and marked as '**Annexure I**' to this Report.

The Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions as approved by the Board is available on the Company's website and can be accessed at [www.jfs.in/policy-on-materiality-of-rpt-and-on-dealing-with-rp-ts.pdf](http://www.jfs.in/policy-on-materiality-of-rpt-and-on-dealing-with-rp-ts.pdf)

There were no materially significant related party transactions of the Company which could have potential conflict with the interests of the Company at large.

Members may refer to Note 36 of the Standalone Financial Statement which sets out related party disclosures pursuant to Indian Accounting Standards.

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

The CSR policy, indicating the activities to be undertaken by the Company, formulated by the Corporate Social Responsibility



Committee and approved by the Board, can be accessed on the Company's website at [www.jfs.in/csr-policy.pdf](http://www.jfs.in/csr-policy.pdf)

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 under review, the Company had spent ₹ 2,35,75,000/- (2% of the average net profits of the preceding three financial years), towards identified and approved CSR initiatives covered under Schedule VII of the Act, through the implementing agency.

The Annual Report on CSR activities undertaken during the year under review, is annexed and marked as '**Annexure II**' to this Report.

### **Risk Management**

The Company's independent risk management function is an integral part of all the organisational activities and effectively manages the financial and non-financial risks faced by the Company. This allows the Company to respond to the change in the external environment amid emergence of new challenges and opportunities with agility.

The risk management activities are overseen by the Board of Directors through Risk Management Committee (RMC), which is responsible for the implementation and monitoring of the risk strategies. The Company has Board approved risk management policy which lay down a well-defined risk management framework to identify, assess and mitigate the risks.

The Company has set up various management level committees, such as Asset Liability Management Committee (ALCO), Operational Risk Management Committee (ORMC), etc., to support RMC in implementing various risk strategies across the organisation.

Further details on the risk management activities including the implementation of risk management policy, key risks identified, and their mitigations are covered in Management Discussion and Analysis section which forms part of the Annual Report.

### **Internal Financial Controls**

The Company has adequate internal controls and processes in place commensurate with the size, scale and nature of its operations with respect to its financial statements which provide reasonable assurance regarding the reliability of financial reporting. These controls and processes are driven through various policies, procedures and certifications. The processes and controls are reviewed periodically. The Company has a mechanism of testing the controls at regular intervals for their design and operating effectiveness to ascertain the reliability and authenticity of financial information.

The Internal Auditors bring to the attention of the Audit Committee any deficiencies and weaknesses in the internal control systems, if any. The Audit Committee reviews and monitors the remedial actions to ensure its overall adequacy and effectiveness.

### **Directors and Key Managerial Personnel**

During the year under review, the Board of Directors on the basis of recommendation of Nomination and Remuneration Committee ("NRC") had appointed Shri Rajiv Mehrishi, Shri Sunil Mehta and Shri Bimal Manu Tanna as Additional Directors designated as Independent Directors of the Company, effective July 7, 2023. The members of the Company at the Annual General Meeting held on July 12, 2023, had approved the appointment of the aforesaid Directors as Independent Directors for a term of 5 (five) consecutive years to hold the office upto July 6, 2028.

Further, the members of the Company at their meeting held on July 12, 2023 on the recommendation of the Board and NRC, had approved the appointment of Ms. Isha M. Ambani, Shri Anshuman Thakur and Shri Hitesh Kumar Sethia as Directors of the Company effective from the date of receipt of approval of the RBI. RBI approval for the aforesaid appointments was received on November 15, 2023 and their directorship became effective November 15, 2023.

Further, in terms of the approval of members of the Company, Shri Hitesh Kumar Sethia's appointment as Managing Director and Chief Executive Officer of the Company for a period of 3 (three) years, is also effective November 15, 2023.

Shri Hitesh Kumar Sethia was designated as President and Chief Executive Officer (KMP) with effect from July 7, 2023 and held such office till the effective date of his appointment as a Director.

During the year under review, Shri Balasubramanian Chandrasekaran resigned as an Independent Director of the Company effective end of the business hours of July 7, 2023. Further, Shri Sethuraman Kandasamy, Shri Jagannatha Kumar Venkata



Gollapalli and Ms. Jayashri Rajesh had submitted their resignation as Non-Executive Directors of the Company effective end of the business hours of November 17, 2023 upon receipt of approval of RBI for the appointment of new Directors on the Board of the Company.

The Board of Directors places on record its sincere appreciation for the guidance and contribution made by them during their tenure as Directors.

The Board of Directors basis the recommendation of NRC had appointed Ms. Rama Vedashree as an Additional Director designated as an Independent Director of the Company effective March 30, 2024. The term of her appointment as an Independent Director will be for a period of 5 (five) years, and the appointment is subject to approval of members of the Company.

In the opinion of the Board, Shri Rajiv Mehrishi, Shri Sunil Mehta, Shri Bimal Manu Tanna, and Ms. Rama Vedashree possess requisite expertise, integrity and experience (including proficiency).

In accordance with the provisions of the Act and the Articles of Association of the Company, Shri Anshuman Thakur, Director of the Company, retires by rotation at the ensuing Annual General Meeting. The Board of Directors, based on the recommendation of NRC, have recommended his re-appointment.

During the year under review, the Company has received declarations from all the Independent Directors of the Company, confirming that:

- they meet the criteria of independence as prescribed under the Act and the Listing Regulations; and
- they have registered their names in the Independent Directors' Databank.

The Company had devised, *inter alia*, the following policies as per Section 178 of the Act and amended the said policies during the year under review in alignment with the Listing Regulations:

- Policy for selection of Directors and determining Directors' Independence; and
- Remuneration Policy for Directors, Key Managerial Personnel, and other Employees.

The aforesaid policies are available on Company's website and can be accessed on the Company's website at [www.jfs.in/policy-documents/](http://www.jfs.in/policy-documents/)

The Policy for selection of Directors and determining Directors' independence sets out the guiding principles for the NRC for identifying persons who are qualified to become Directors and to determine the independence of Directors, while considering their appointment as Independent Directors of the Company.

The Policy also provides for the factors in evaluating the suitability of individual board members with diverse background and experience that are relevant for the Company's operations.

The Company's remuneration policy is directed towards rewarding performance based on review of achievements. The remuneration policy is in consonance with existing industry practice.

### **Fit and Proper Criteria**

All the Directors of the Company have confirmed that they meet the fit and proper criteria as stipulated under Master Direction- Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 issued by RBI.

### **Performance Evaluation**

The Company has a policy for performance evaluation of the Board, Committees and other individual Directors (including Independent Directors), which includes criteria for performance evaluation of Non-Executive Directors and Executive Directors.

In accordance with the manner of evaluation specified by the NRC, the Board carried out annual performance evaluation of the Board, Committees and individual Directors. Each Committee has carried out self-evaluation of its own performance and submitted the report of self-evaluation to the NRC for its further evaluation. The performance of each Committee was evaluated by the Board based on the consolidated report submitted by NRC. The evaluation was done through a questionnaire by using technology-based platform.

The Independent Directors carried out annual performance evaluation of the Chairman, the Non-Independent Directors and the Board as a whole.





## Auditors and Auditors' Report

### a) Statutory Auditors

C K S P and Co LLP, Chartered Accountants (Firm Registration Number - 131228W / W100044) and Lodha & Co LLP, Chartered Accountants, (Firm Registration No. 301051E / E300284) were appointed as Statutory Auditors of the Company for a continuous period of 3 (three) years at the Annual General Meetings held on September 27, 2021 and July 12, 2023 respectively.

C K S P and Co LLP, will cease to hold the office as Statutory Auditors from the conclusion of the ensuing AGM pursuant to completion of tenure of their appointment.

Lodha & Co LLP, have confirmed that they are not disqualified from continuing as the Auditors of the Company.

In accordance with the RBI Circular No. RBI / 2021-22 / 25 on 'Guidelines for Appointment of Statutory Auditors of NBFCs' dated April 27, 2021, the statutory audit of the Company is required to be conducted by joint auditors considering the asset size of the Company being more than ₹ 15,000 crore as on March 31, 2024.

In compliance with the aforesaid RBI circular and basis the recommendation of the Audit Committee, the Board of Directors has recommended the appointment of Deloitte Haskins & Sells, Chartered Accountants, (Firm Registration No. 117365W) as Joint Statutory Auditor of the Company for a continuous period of 3 (three) years, from the conclusion of ensuing AGM till the conclusion of the AGM of the Company to be held in the year 2027, to ensure that Statutory Audit of the Company is conducted by the Joint Auditors.

The Auditors' Report for the FY2023-24 does not contain any qualification, reservation, adverse remark or disclaimer. The Notes to the financial statement referred in the Auditors' Report are self-explanatory and do not call for any further comments.

### b) Secretarial Auditor

The Board of Directors had appointed Shashikala Rao & Co., Company Secretaries, to conduct Secretarial Audit of the Company. The Secretarial Audit Report for the financial year ended March 31, 2024 is annexed and marked as 'Annexure III' to this Report. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark, or disclaimer.

## Disclosures:

### I. Meetings of the Board

Eleven meetings of the Board of Directors of the Company were held during the FY2023-24. The particulars of the meetings held, and attendance of each Director are detailed in the Corporate Governance Report.

### II. Committees of the Board

#### ● Audit Committee

The Audit Committee presently comprises Shri Rajiv Mehrishi (Chairman), Shri Sunil Mehta and Shri Bimal Manu Tanna. All the recommendations made by the Audit Committee during the year under review were accepted by the Board of Directors.

#### ● Nomination and Remuneration Committee

The Nomination and Remuneration Committee presently comprises Shri Sunil Mehta (Chairman), Shri K.V. Kamath and Shri Rajiv Mehrishi.

#### ● Corporate Social Responsibility ("CSR") Committee

The CSR Committee presently comprises Shri Rajiv Mehrishi (Chairman), Shri Sunil Mehta and Shri Bimal Manu Tanna.

#### ● Stakeholders' Relationship ("SR") Committee

The SR Committee presently comprises Shri Sunil Mehta (Chairman), Shri Anshuman Thakur and Shri Hitesh Kumar Sethia.

#### ● Risk Management ("RM") Committee

The RM Committee presently comprises Shri Sunil Mehta (Chairman), Shri Bimal Manu Tanna and Shri Hitesh Kumar Sethia.

#### ● Environmental, Social and Governance ("ESG") Committee

The ESG Committee presently comprises Shri Sunil Mehta (Chairman), Shri Anshuman Thakur and Shri Hitesh Kumar Sethia.



### **Vigil Mechanism and Whistle-blower Policy**

The Company promotes safe, ethical, and compliant conduct of all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Vigil Mechanism and Whistle-blower policy under which the employees are encouraged to report fraudulent practices, bribery, illegal or unethical behaviour without fear of any retaliation. The reportable matters are disclosed to the Ethics & Compliance Task Force which operates under the supervision of the Audit Committee. In exceptional cases, employees have a right to report violations to the Chairman of the Audit Committee and there was no instance of denial of access to the Audit Committee.

The policy is available on Company's website and can be accessed at [www.jfs.in/policy-documents/](http://www.jfs.in/policy-documents/)

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

The Company, being an NBFC registered under Chapter IIIB of the Reserve Bank of India Act, 1934 is exempted from the provisions of Section 186 of the Act relating to loans given and investments made.

The details of loans given, investments made, guarantees given or securities provided, if any, are provided in notes to financial statements.

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

The Company being an NBFC and not being involved in any industrial or manufacturing activities, the particulars regarding conservation of energy and technology absorption as required to be disclosed pursuant to provision of Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are not relevant.

Notwithstanding the above, 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 environmentally friendly and energy efficient manner.

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

### **Annual Return**

The Annual Return of the Company as on March 31, 2024 is available on the website of the Company and can be accessed at [www.jfs.in/financials/](http://www.jfs.in/financials/)

### **Particulars of Employees and Related Disclosures**

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of the top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules forms part of this Report.

Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report.

Having regard to the provisions of the second proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any member interested in obtaining such information may address their email to [jfs.agm@jfs.in](mailto:jfs.agm@jfs.in).

### **SEBI Order**

The Securities and Exchange Board of India ("SEBI") vide an order dated June 30, 2023 ("SEBI Order"), imposed a penalty of ₹ 7 lakh on the Company in the matter of outstanding long-dated positions in various NIFTY options by the Company in 2017. In an appeal filed by the Company against the SEBI Order, the Hon'ble Securities Appellate Tribunal vide an order dated December 13, 2023, quashed the SEBI order in the absence of any shred of evidence of mutual arrangement with a motive to manipulate the market.

### **General**

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

- i. Details relating to deposits covered under Chapter V of the Act.
- ii. No change in nature of business of the Company.
- iii. Issue of equity shares with differential rights as to dividend, voting or otherwise.
- iv. Issue of shares (including sweat equity shares and ESOS) to employees of the Company under any scheme.
- v. Managing Director of the Company is not receiving any remuneration or commission from any of its subsidiaries.
- vi. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.



- vii. No fraud was reported by the Auditors to the Audit Committee or the Board of Directors of the Company.
- viii. 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.
- ix. The Company is not required to maintain cost records in terms of Section 148(1) of the Act.
- x. There is no application made / proceeding pending under the Insolvency and Bankruptcy Code, 2016.
- xi. There was no instance of one-time settlement with any Bank or Financial Institution.

#### **Prevention of Sexual Harassment at Workplace**

In accordance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ("POSH Act") and the Rules made thereunder, the Company has in place a policy which mandates no tolerance against any conduct amounting to sexual harassment of women at workplace.

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the POSH Act and Rules made thereunder and there were no cases / complaints filed during the year under POSH Act. Training / awareness programmes are conducted during the year to create sensitivity towards ensuring respectable workplace.

#### **Acknowledgement**

The Board of Directors would like to express their sincere appreciation for the assistance and co-operation received from the employees, banks, regulatory authorities, Government authorities, stock exchanges, vendors and members during the year under review.

For and on behalf of the Board of Directors

**Hitesh Kumar Sethia**  
Managing Director  
and Chief Executive Officer  
DIN: 09250710

**Anshuman Thakur**  
Director  
DIN: 03279460

Place: Mumbai  
Date: April 19, 2024



# Annexure I

## FORM NO. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

**Disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013, including certain arm's length transactions under third proviso thereto:**

**1. Details of contracts or arrangements or transactions not at arm's length basis:**

Not Applicable

**2. Details of material contracts or arrangement or transactions at arm's length basis:**

**a) Name(s) of the related party and nature of relationship:**

- I. Reliance Industrial Investments and Holdings Limited ("RIIHL") – wholly-owned subsidiary
- II. Jio Leasing Services Limited ("JLSL") – wholly-owned subsidiary

**b) Nature of contracts / arrangements / transactions:**

- I. RIIHL:
  - a. The Company had purchased securities of Jio Finance Limited ("JFL"), Jio Payment Solutions Limited ("JPST") and Jio Leasing Services Limited ("JLSL") from RIIHL. Thus JFL, JPST and JLSL became direct subsidiaries of the Company.
  - b. The Company has sold equity shares of Den Networks Limited to RIIHL.
- II. JLSL:
  - a. The Company had subscribed to equity shares of JLSL on a rights basis.

**c) Duration of the contracts / arrangements / transactions:** One time investment / transaction

**d) Salient terms of the contracts or arrangements or transactions including the value, if any:**

- I. RIIHL – Purchase and Sale of Investments.
  - a. In terms of the Scheme of Arrangement between Reliance Industries Limited and its shareholders and creditors & the Company and its shareholders and creditors, the Company, by way of a separate arrangement, had purchased securities of JFL, JPST and JLSL from RIIHL for an aggregate consideration of ₹ 4,072.72 crore.
  - b. Sale of equity shares of DEN Networks Limited held by the Company to RIIHL for a consideration of ₹ 6.98 crore
- II. JLSL – Investment
  - a. Investment by the Company in JLSL amounting to ₹ 40 crore

**e) Date(s) of approval by the Board, if any:**

Transactions of the Company with RIIHL and JLSL were in the ordinary course of business and on an arm's length basis and accordingly, approval of the Board under Section 188 of the Companies Act, 2013 was not applicable.

**f) Amount paid as advances, if any:** Nil

For and on behalf of the Board of Directors

**Hitesh Kumar Sethia**  
Managing Director  
and Chief Executive Officer  
DIN: 09250710

**Anshuman Thakur**  
Director  
DIN: 03279460

Place: Mumbai  
Date: April 19, 2024



## Annexure II

### Annual Report on Corporate Social Responsibility ("CSR") activities for the FY2023-24

- Brief outline on CSR Policy of the Company: Refer Section Corporate Social Responsibility in the Board's Report
- Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Shri Rajiv Mehrishi*	Chairman (Independent Director)	2	1
2	Shri Sunil Mehta*	Independent Director	2	1
3	Shri Bimal Manu Tanna*	Independent Director	2	1

\* Appointed w.e.f. July 7, 2023

\$ Shri Balasubramanian Chandrasekaran, Shri Jagannatha Kumar Venkata Gollapalli and Shri Sethuraman Kandasamy ceased to be members of the Committee w.e.f. July 7, 2023. They had attended CSR meeting held on April 19, 2023.

- Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.
 

Composition of CSR Committee: [www.jfs.in/board-committees/](http://www.jfs.in/board-committees/)  
 CSR Policy: [www.jfs.in/csr-policy.pdf](http://www.jfs.in/csr-policy.pdf)  
 CSR projects approved by the board: [www.jfs.in/jfsl-csr-projects-fy-23-24.pdf](http://www.jfs.in/jfsl-csr-projects-fy-23-24.pdf)
- Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable. NA
- |  |                  |
|--|------------------|
| (a) Average net profit of the company as per sub-section (5) of section 135                              | ₹ 1,17,87,11,552 |
| (b) Two percent of average net profit of the company as per sub-section (5) of section 135               | ₹ 2,35,74,231    |
| (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. | -                |
| (d) Amount required to be set off for the financial year, if any   | -                |
| (e) Total CSR obligation for the financial year [(b)+(c)-(d)].   | ₹ 2,35,74,231    |
- |   |               |
|---|---------------|
| a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) | ₹ 2,35,75,000 |
| b) Amount spent in Administrative Overheads   | -             |
| c) Amount spent on Impact Assessment, if applicable                                   | -             |
| d) Total amount spent for the Financial Year [(a)+(b)+(c)]                            | ₹ 2,35,75,000 |
| e) CSR amount spent or unspent for the Financial Year                                 |               |

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
2,35,75,000/-	NIL	NA	NA	NIL	NA

(f) Excess amount for set off, if any: Not Applicable



Sl. No	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	-
(ii)	Total amount spent for the Financial Year	-
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	-
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	-

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years: Not Applicable

1	2	3	4	5	6	7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to a fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any.	Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of transfer	
1	FY23						
2	FY22				Nil		
3	FY21						

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes  No

If Yes, enter the number of Capital assets created / acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of Creation	Amount of CSR amount Spent	Details of entity / Authority / beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered Address
Not Applicable							

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135.: Not Applicable

**Rajiv Mehrishi**  
Chairman of CSR Committee  
DIN: 00208189

**Hitesh Kumar Sethia**  
Managing Director and Chief Executive Officer  
DIN: 09250710

Place: Mumbai  
Date: April 19, 2024



# Annexure III

## SECRETARIAL AUDIT REPORT For the Financial Year ended March 31, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 and Regulation 24A of Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Members,  
Jio Financial Services Limited  
(Formerly known as Reliance Strategic Investments Limited)  
1<sup>st</sup> floor Building 4NA, Maker Maxity  
BKC, Bandra East Mumbai 400051

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Jio Financial Services Limited (Formerly known as Reliance Strategic Investments Limited)** having **CIN: L65990MH1999PLC120918 ("the Company")** Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon

### Management's responsibility

The Management along with the Board of Directors are responsible for ensuring that the Company complies with the provisions of all applicable laws and maintains the required statutory records and documents in the prescribed manner.

### Auditor's responsibility

Based on audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("**CSAS**") prescribed by the Institute of Company Secretaries of India. These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS.

### Basis for Opinion

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

### Opinion

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and provided as scanned copies in physical or electronic mode or through permitted access to the Company's in-house portal and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024 ("**the Audit Period**"), 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Audit Period 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- **Applicable with effect from August 21, 2023, date on which the Company got listed;**
- 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~~;
- 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 - **Applicable with effect from August 21, 2023, date on which the Company got listed.**
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 - **Applicable with effect from August 21, 2023, date on which the Company got listed.**
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not Applicable to the Company during the Audit Period;**
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - **Not Applicable to the Company during the Audit Period;**
  - e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - **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, 2021 - **Not Applicable to the Company during the Audit Period;**
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicable to the Company during the Audit Period;**
  - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Applicable with effect from August 21, 2023, date on which the Company got listed.**
- vi) The Reserve Bank of India Act, 1934;
- vii) Master Direction - Non-Banking Financial Company – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 **was applicable up to October 18, 2023;**
- viii) Master Direction – Reserve Bank of India (Non-Banking Financial Company– Scale Based Regulation) Directions, 2023 **became applicable with effect from October 19, 2023**  
Other notifications / circulars / guidelines / Directions issued by the Reserve Bank of India ("RBI") from time to time.

We have also examined compliance with:

- i) Applicable Secretarial Standards issued by the Institute of Company Secretaries of India; and
- ii) The Listing Agreements entered into by the Company with Stock Exchange(s) - **Applicable with effect from August 21, 2023, date on which the Company got listed.**

During the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**We further report that**, the Company has identified the following laws as specifically applicable to the Company:

- i) The Reserve Bank of India Act, 1934;
- ii) Master Direction – Non-Banking Financial Company – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 **was applicable up to October 18, 2023;**
- iii) Master Direction – Reserve Bank of India (Non-Banking Financial Company– Scale Based Regulation) Directions, 2023 **became applicable with effect from October 19, 2023.**

**We further report that-**

The Board of Directors of the Company was constituted comprising Executive Director, Non-Executive Directors including Woman Directors and Independent Directors. The changes in the composition of Board of Directors that took place during the Audit Period were carried out in compliance with the provisions of the Act.

Adequate notice was given to all directors of the Company of the meetings of the Board (including meetings of the Committees), except where consent of directors was received for shorter notice. The agenda and detailed notes on agenda were sent at least seven days in advance for the Board and Committee meetings, except for the meetings which were convened at shorter notice with the consent of directors.

All decisions made at Board meetings and Committee meetings have unanimous consent of directors (excluding the directors who were concerned or interested in specific items) as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.





**We further report that** the Company has devised a system which enables the directors to seek and obtain further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

**We 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 us 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.

**We further report that**, during the Audit Period, the Company has done the following transactions in due compliance with the applicable provisions of the Act:

1. Pursuant to the scheme of arrangement between Reliance Industries Limited (RIL) and the Company and their respective shareholders and creditors sanctioned by the Hon'ble NCLT Mumbai Bench vide its order dated June 28, 2023:
  - i) the authorised share capital of the Company was altered and reclassified to ₹ 1,50,05,00,00,000 comprising of 14,00,00,00,000 equity shares of ₹ 10/- each, 1,00,00,00,000 preference shares of ₹ 10/- each and 5,00,00,000 preference shares of ₹ 1/- each and effected consequential alteration in Clause V of the Memorandum of Association of the Company; and
  - ii) there was transfer and vesting of financial services business undertaking as going concern into the Company, reduction of pre-scheme paid-up share capital, issue, allotment and listing of equity shares.
2. Alteration of the Articles of Association of the Company;
3. The registered office of the Company was shifted from 9<sup>th</sup> floor Maker Chamber Nariman Point to 1<sup>st</sup> floor Building 4NA, Maker Maxity, BKC, Bandra East, Mumbai 400 051 with effect from July 20, 2023; and
4. The name of the Company was changed with effect from July 25, 2023 and consequential alteration in Memorandum of Association and Articles of Association of the Company.

**For Shashikala Rao & Co.**

Company Secretaries  
ICSI Unique Code: P2010MH067400  
PR 4740 / 2023

Place: Mumbai  
Date: April 19, 2024

**Shashikala Rao**

Partner  
FCS 3866 CP No 9482  
UDIN: F003866F000187566



## ANNEXURE TO THE SECRETARIAL AUDIT REPORT

**To**  
**The Members**  
**Jio Financial Services Limited**  
**(Formerly known as Reliance Strategic Investments Limited)**

Our report of even date is to be read along with this letter:

1. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and financial statements and disclosures made therein.
2. Wherever required, we have obtained a Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
3. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Shashikala Rao & Co.**  
Company Secretaries  
ICSI Unique Code: **P2010MH067400**  
**PR 4740 / 2023**

Place: Mumbai  
Date: April 19, 2024

**Shashikala Rao**  
Partner  
FCS 3866 CP No 9482  
UDIN: F003866F000187566



# Financial Statements



# Financial Statements Standalone





# INDEPENDENT AUDITORS' REPORT

## The Members of

### Jio Financial Services Limited

(Formerly known as Reliance Strategic Investments Limited)

## Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the accompanying standalone financial statements of Jio Financial Services Limited (Formerly known as Reliance Strategic Investments Limited) (hereinafter referred to as "the Company"), which comprise the Balance sheet as at 31<sup>st</sup> March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory notes for the year ended on that date (hereinafter referred to as the "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (hereinafter referred to as "the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards notified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, (hereinafter referred to as the "Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2024, its profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statements for the financial year ended 31<sup>st</sup> March, 2024. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have considered the matter described below to be the key audit matter to be communicated in our report.

We have fulfilled the responsibilities described in the 'Auditors' Responsibilities for the Audit of the Standalone Financial Statements' section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.



Sr. No.	Key Audit Matter	Auditors' Response
1.	<p><b>Valuation of Investments in Unquoted Instruments</b></p> <p>The Company has investments in certain unquoted investments. These investments are accounted for at cost. For the purpose of determining impairment, the recoverable amounts of the above investment are required to be estimated.</p> <p>The determination of recoverable value for impairment involves significant management judgement and estimates.</p> <p>Refer note no. 4 to the standalone financial statements.</p>	<p>Our audit procedures based on which we arrived at the conclusion regarding reasonableness of the investment in unquoted instruments:</p> <ul style="list-style-type: none"> <li>• Obtained an understanding from the management, assessed and tested the design and operating effectiveness of the Company's key controls over the impairment assessment.</li> <li>• Evaluated the Company's process regarding impairment assessment, as applicable.</li> <li>• Evaluated the cash flow forecasts (with underlying economic growth rate) for broad consistency placing the reliance on the figures submitted by the management to us by comparing them to the approved budgets and our understanding of the internal and external factors including the long term strategic interests in the underlying business prospects.</li> <li>• Assessed the adequacy and appropriateness of the disclosures in the standalone financial statements.</li> </ul> <p>Based on the above procedures performed we did not identify any significant exceptions in the management's assessment in relation to the carrying value of unquoted instruments.</p>

### Information Other than the Standalone Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements, and our auditors' report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information, identified above when it becomes available and, in doing so, consider whether such other information is materially inconsistent with the standalone financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report with respect to the above.

### Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements in terms of the requirements of the Act that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards notified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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



## Auditors' Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial statements made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matter

The appointment of the Joint Statutory Auditors for FY 2023-24 was done in the Annual General Meeting of the Company held on 12th July, 2023 and accordingly, the audit of standalone financial statements for the year ended 31<sup>st</sup> March, 2023 was conducted and reported by one of the Joint Statutory Auditors as per the Companies Act, 2013 and who have expressed unmodified opinion vide their audit report dated 07th July, 2023. Our opinion is not modified in respect of this matter.



## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("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, to the extent applicable.
2. Further to our comments in the annexure referred to in paragraph above, as required by Section 143(3) of the Act, based on our audit, we report that:
  - (i) 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;
  - (ii) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (iii) The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account;
  - (iv) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards notified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time;
  - (v) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2024 taken on record by the Board of Directors, none of the directors are disqualified as on 31<sup>st</sup> March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act; and
  - (vi) With respect to the adequacy of the internal financial controls with reference to the standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls with reference to the standalone financial statements of the Company.
3. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, (as amended from time to time), in our opinion and to the best of our information and according to the explanations given to us:
  - i. Pending litigations having material impact on the financial position of the Company have been disclosed in the standalone financial statements as required in terms of Ind AS and provisions of the Act – Refer note no. 31(i) to the standalone financial statements;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There were no amounts that were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv.
    - a. The management has represented that, to the best of its knowledge and belief as disclosed in note no. 37(vii) (a) to the standalone financial statements, no funds (which are material either individually or in aggregate), other than in normal course of business, have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
    - b. The management has represented that, to the best of its knowledge and belief as disclosed in note no. 37(vii)(b) to the standalone financial statements, no funds (which are material either individually or in aggregate), other than in normal course of business, have been received by the Company from any person(s) or entity(ies), including foreign





entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- c. Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of Companies (Audit and Auditors) Rules, 2014, as amended from time to time, as provided under (a) and (b) above, contain any material misstatement.
  - v. No interim or final dividend has been declared or paid during the year by the Company.
  - vi. Based on our examination which included test checks and in accordance with requirements of Implementation Guide on Reporting on Audit Trail under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, the Company, has implemented accounting softwares incorporating the transactions for the entire year and has maintained its books of account which have a feature of recording audit trail (edit log) facility and the same was operational for all relevant transactions recorded in the software. Further, during the course of audit we did not come across any instance of audit trail feature being tampered with.
4. With respect to the reporting under section 197(16) of the Act to be included in the Auditors' Report, in our opinion and according to information and explanations provided to us, the remuneration (including sitting fees and commission) paid or provided by the Company to its Directors during the current financial year is in accordance with the provisions of section 197 of the Act and is not in excess of the limit laid down therein.

**For C K S P AND CO LLP**

Chartered Accountants  
Firm Registration No. 131228W / W100044

**Kalpen Chokshi**

Partner  
Membership No. 135047  
UDIN: 24135047BKAFNB9433

Place: Mumbai  
Date: 19<sup>th</sup> April, 2024

**For LODHA & CO LLP**

Chartered Accountants  
Firm Registration No. 301051E / E300284

**R. P. Singh**

Partner  
Membership No. 052438  
UDIN: 24052438BKFNDN2943

Place: Mumbai  
Date: 19<sup>th</sup> April, 2024



## “Annexure A”

### To Independent Auditors’ Report on the Standalone Financial Statements of Jio Financial Services Limited (Formerly known as 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) In respect of the Company’s property, plant and equipment and intangible assets:
- a. A. The Company has maintained proper records showing full particulars, including quantitative details, situation of Property, Plant and Equipment.
  - B. The Company has maintained proper records showing full particulars of intangible assets.
  - b. During the year, property, plant and equipment have been physically verified by the management according to the program of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations provided to us, no material discrepancies were noticed in such verification.
  - c. As per the information and explanations provided to us and based on our verification of the books of accounts the Company does not own any immoveable property as on 31<sup>st</sup> March, 2024. Accordingly, the reporting under clause (i)(c) of paragraph 3 of the Order is not applicable to the Company.
  - d. The Company has not revalued its property, plant and equipment or intangible assets during the year. Accordingly, the reporting under clause (i)(d) of paragraph 3 of the Order is not applicable to the Company.
  - e. According to the information, explanations and records provided to us and as represented by the management, no proceedings have been initiated during the year or are pending against the Company as at 31<sup>st</sup> March, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, as amended from time to time. Accordingly, the reporting under clause (i)(e) of paragraph 3 of the Order is not applicable to the Company.
- (ii) According to the information and explanations provided to us and based on our examination of the books of account of the Company:
- a. The Company is a non-banking financial company (hereinafter referred to as “the NBFC”) primarily engaged in investing and financing activities. Accordingly, it does not hold any inventories and hence, reporting under clause (ii)(a) of paragraph 3 of the Order is not applicable to the Company.
  - b. The Company has not been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets and hence, reporting under clause (ii)(b) of paragraph 3 of the Order is not applicable to the Company.
- (iii) According to the information and explanations provided to us, during the year, the Company has made investments in subsidiaries and also in other instruments as permitted by Reserve Bank of India (hereinafter referred to as “the RBI”). The Company has granted a loan to one of its subsidiary companies. Other than this, the Company has not provided any guarantee or security or granted advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year.
- a. The Company is a NBFC whose principal business includes granting loans and accordingly reporting under clauses (iii)(a) and (iii)(e) of paragraph 3 of the Order is not applicable to the Company.
  - b. According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of the loans given and investments made by the Company during the year are, prima facie, not prejudicial to the interest of the Company.
  - c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the schedule of repayment of principal and interest has been stipulated and the receipts of principal and interests are regular wherever due.
  - d. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans granted.



- e. Based on our verification of records of the Company and information and explanation given to us, the Company has not granted any loans or advance in nature of loans either repayable on demand or without specifying any terms of repayment except for the loan, repayable on demand, amounting to Rs. 92 crores granted to one of its subsidiaries during the year constituting 100% of the total loan granted by the Company during the year.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not given loan to any director in accordance with the provisions of Section 185 of the Companies Act, 2013. The Company has not given any loans or guarantees. The Company is a non-banking financial company, due to which its investments are exempted under Section 186(1)(b). The Company has not made investments through more than two layers of investment companies in accordance with the provisions of Section 186(1) of the Act. Accordingly, the Company has complied with the provisions of Sections 185 and 186 of the Act, as applicable.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be 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. Accordingly, reporting under clause (v) of paragraph 3 of the Order is not applicable to the Company.
- (vi) According to the information 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. Accordingly, the clause (vi) of paragraph 3 of the Order is not applicable to the Company.
- (vii) According to the information and explanations given to us and based on our examination of the books of accounts:
- During the year, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues as applicable to it. There are no undisputed amounts payable in respect of the aforesaid dues, in arrears as at 31st March, 2024 for a period of more than six months from the date they became payable; and
  - The details of statutory dues referred to in clause (vii)(a) above, which have not been deposited on account of any dispute with appropriate authorities are as under:-

Name of Statute	Nature of Dues	Amounts (in ₹ crore)	Period to which the amount relates (Assessment year)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	2.94	2017-18	CIT (Appeals)

- (viii) In our opinion and on the basis of information and explanations provided to us and as represented by the management, we have not come across nor have been informed of transactions which were previously not recorded in books of account and that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) and accordingly reporting under clause (viii) of paragraph 3 of the Order is not applicable to the Company.
- (ix) In our opinion and on the basis of information and explanations given to us and based on our examination of the books of account of the Company:
- During the year, the Company has not defaulted in repayment of loans or in payment of interest thereon to any lender.
  - The Company has not been declared wilful defaulter by any bank or financial institution or any other lenders.
  - The Company has not taken any term loan during the year and the loan outstanding at the beginning of the year were repaid before the effective date of the Scheme (Refer note no. 30 to the standalone financial statement) and hence, reporting under clause (ix)(c) of paragraph 3 of the Order is not applicable to the Company.
  - The Company has not raised any loans on short term basis and hence, reporting under clause (ix)(d) of paragraph 3 of the Order is not applicable to the Company.
  - The Company has not taken any funds from any entity or person on account of or to meet obligation of its subsidiary, joint ventures and associate companies.
  - The Company has not raised any loans during the year and hence reporting on clause (ix)(f) of paragraph 3 of the Order is not applicable to the Company.



- (x) According to the information and explanations provided to us and based on our examination of the books of account of the Company:
- The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of paragraph 3 of the Order is not applicable to the Company.
  - The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence reporting under clause (x)(b) of paragraph 3 of the Order is not applicable to the Company.
- (xi) a. During the course of our examination of books and records of the Company carried out in accordance with generally accepted auditing practices in India, and according to the information and explanation given to us, we have neither come across any instance of fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such cases by the management;
- b. According to the information and explanations given to us and based on our examination of the books and records of the Company, no report under sub-section (12) of section 143 of the Act in the Form ADT – 4, as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 (as amended from time to time) has been filed with the Central Government. Accordingly, reporting under clause (xi)(b) of paragraph 3 of the Order is not applicable to the Company.
- c. According to the information and explanation given to us and based on our examination of the books of account of the Company, no whistle blower complaints have been received during the year by the Company. Accordingly, reporting under clause (xi)(c) of paragraph 3 of the Order is not applicable to the Company.
- (xii) In our opinion and according to the information and explanations given to us, the company is not a Nidhi Company and accordingly, the Nidhi Rules, 2014 is not applicable to it. Accordingly, reporting under clauses (xii)(a), (xii)(b) and (xii)(c) of paragraph 3 of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable Accounting Standards.
- (xiv) a. Based on the information and explanations given to us and our audit procedures the Company has an internal audit system maintained by the inhouse Department in this respect which is commensurate with the size and nature of its business; and
- b. We have considered, during the course of our audit, the reports of the internal auditor for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures in accordance with the guidance provision in SA 610 "Using the work of Internal Auditors".
- (xv) According to the information and explanations given to us and as represented to us by the management and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, Clause (xv) of paragraph 3 of the Order is not applicable to the Company.
- (xvi) According to the information and explanations given to us and based on our examination of the books and records of the Company:
- 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.
  - Based on our audit procedures and according to the information and explanations given to us, the Company has not conducted any non-banking financial without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. The Company has not conducted any housing finance activities during the year.
  - According to the information and explanations given to us and based on our examination of the records of the Company, the Company is fulfilling the criteria specified for Core Investment Company (hereinafter referred to as "the CIC") as defined in the Master Directions issued by the Reserve Bank of India (hereinafter referred to as "the



RBI") and accordingly has filed the application with the RBI on November 20, 2023 for obtaining the registration as CIC and the necessary approval on this aspect is still awaited.

- d. According to the information and explanations given to us by the management, there is one CIC which is registered with RBI and one unregistered CIC within the Group as per the definition provided in the Core Investment Companies (Reserve Bank) Directions, 2016.
- (xvii) Based on our audit procedures and according to the information and explanations given to us, the Company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation by the statutory auditors of the Company during the year. Accordingly, clause (xviii) of paragraph 3 of the Order is not applicable to the Company.
- (xix) According to the information and explanations provided to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses (xx)(a) and (xx) (b) of paragraph 3 of the Order are not applicable.

**For C K S P AND CO LLP**

Chartered Accountants  
Firm Registration No. 131228W / W100044

**Kalpen Chokshi**

Partner  
Membership No. 135047  
UDIN: 24135047BKAFNB9433

Place: Mumbai  
Date: 19<sup>th</sup> April, 2024

**For LODHA & CO LLP**

Chartered Accountants  
Firm Registration No. 301051E / E300284

**R. P. Singh**

Partner  
Membership No. 052438  
UDIN: 24052438BKFNDN2943

Place: Mumbai  
Date: 19<sup>th</sup> April, 2024



## “Annexure B”

### To Independent Auditor’s Report on the Standalone Financial Statements of Jio Financial Services Limited (Formerly known as Reliance Strategic Investments Limited)

(Referred to in Paragraph 2(vi) under the heading of “Report on other legal and regulatory requirements” of our report of even date)

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

We have audited the internal financial controls with reference to standalone financial statements of Jio Financial Services Limited (formerly known as Reliance Strategic Investments Limited) (“the Company”) as of 31<sup>st</sup> March, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### Management’s Responsibility for Internal Financial Controls

The Company’s Management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to the standalone financial statements 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 (hereinafter referred to as the “Guidance Note”) issued by the Institute of Chartered Accountants of India (hereinafter referred to as “the 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 the 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.

#### Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing as specified 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 with reference to these standalone financial statements 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 with reference to the standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to the standalone financial statement included obtaining an understanding of internal financial controls with reference to the standalone financial statements, 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 judgement, including the assessment of the risks of material misstatement of the standalone 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 with reference to the standalone financial statements.

#### Meaning of Internal Financial Controls with Reference to the Standalone Financial Statements

A Company’s internal financial controls with reference to the standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A Company’s internal financial controls with reference to the standalone financial statements 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company’s assets that could have a material effect on the standalone financial statements.



## Inherent Limitations of Internal Financial Controls with Reference to the Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to the standalone financial statements, 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 with reference to the standalone financial statements to future periods are subject to the risk that the internal financial control with reference to the standalone financial statements 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, the Company has, in all material respects, adequate internal financial controls with reference to the standalone financial statements and such internal financial controls with reference to the standalone financial statements were operating effectively as at 31<sup>st</sup> March, 2024, based on the internal control with reference to the standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India.

#### **For C K S P AND CO LLP**

Chartered Accountants  
Firm Registration No. 131228W / W100044

#### **Kalpen Chokshi**

Partner  
Membership No. 135047  
UDIN: 24135047BKAFNB9433

Place: Mumbai  
Date: 19<sup>th</sup> April, 2024

#### **For LODHA & CO LLP**

Chartered Accountants  
Firm Registration No. 301051E / E300284

#### **R. P. Singh**

Partner  
Membership No. 052438  
UDIN: 24052438BKFNDN2943

Place: Mumbai  
Date: 19<sup>th</sup> April, 2024



## Standalone Balance sheet

As at 31<sup>st</sup> March, 2024

₹ in crore

	Note No.	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>ASSETS</b>			
<b>Financial assets</b>			
Cash and cash equivalents	1	4.95	0.17
Bank balances other than cash and cash equivalents	2	4,585.25	5,249.70
Loans	3	92.00	-
Investments	4	19,719.97	19,400.57
Other financial assets	5	6.25	79.87
<b>Total financial assets</b>		<b>24,408.42</b>	<b>24,730.31</b>
<b>Non-financial assets</b>			
Current tax assets (net)	6	24.30	23.87
Property, plant and equipment	7.A	29.95	38.93
Other intangible assets	7.B	6.58	9.87
Other non-financial assets	8	4.95	0.12
<b>Total non-financial assets</b>		<b>65.78</b>	<b>72.79</b>
<b>Total assets</b>		<b>24,474.20</b>	<b>24,803.10</b>
<b>LIABILITIES AND EQUITY</b>			
<b>Liabilities</b>			
<b>Financial liabilities</b>			
Payables	9		
Trade payables			
Total outstanding dues of micro enterprises and small enterprises		1.01	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		1.38	0.09
Borrowings	10	-	742.77
Other financial liabilities	11	1.18	-
<b>Total financial liabilities</b>		<b>3.57</b>	<b>742.86</b>
<b>Non-financial liabilities</b>			
Provisions	12	12.93	1.72
Deferred tax liabilities (net)	13	17.18	4.08
Other non-financial liabilities	14	3.71	0.19
<b>Total non-financial liabilities</b>		<b>33.82</b>	<b>5.99</b>
<b>Total liabilities</b>		<b>37.39</b>	<b>748.85</b>





₹ in crore

	Note No.	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>EQUITY</b>			
Equity share capital	15	6,353.28	2.02
Share capital pending allotment	15	-	6,353.28
Instruments entirely equity in nature	16.A	-	0.31
Other equity	16.B	18,083.53	17,698.64
<b>Total equity</b>		<b>24,436.81</b>	<b>24,054.25</b>
<b>Total liabilities and equity</b>		<b>24,474.20</b>	<b>24,803.10</b>
Material accounting policies	A-E		
The accompanying notes form an integral part of the Standalone financial statements	1 to 41		

As per our Report of even date

For and on behalf of the Board

**For C K S P AND CO LLP**Chartered Accountants  
(Firm Registration No :  
131228W / W100044)**Kalpen Chokshi**Partner  
Membership No.135047**For LODHA & CO LLP**Chartered Accountants  
(Firm Registration No :  
301051E / E300284)**R. P. Singh**Partner  
Membership No. 052438Date: 19<sup>th</sup> April, 2024**Charanjit Attra**

Group Chief Operating Officer

**Abhishek Haridas Pathak**

Group Chief Financial Officer

**Mohana V**

Group Company Secretary

**K. V. Kamath**

DIN: 00043501

**Isha M. Ambani**

DIN: 06984175

**Hitesh Kumar Sethia**

DIN: 09250710

**Rajiv Mehrishi**

DIN: 00208189

**Anshuman Thakur**

DIN: 03279460

**Bimal Manu Tanna**

DIN: 06767157

**Rama Vedashree**

DIN: 10412547

— Non-Executive  
Chairman— Non-Executive  
Director— Managing Director  
and Chief Executive  
Officer} Non-Executive  
Directors



## Standalone Statement of Profit and Loss

for the year ended 31<sup>st</sup> March, 2024

₹ in crore

	Note No.	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>Revenue from operations</b>			
Interest income	17	381.61	38.34
Dividend income	18	-	0.27
Fees, commission and other services	19	1.69	-
Net gain on fair value changes	20	254.76	3.02
<b>Total revenue from operations</b>		<b>638.06</b>	<b>41.63</b>
Other income	21	-	3.21
<b>Total income</b>		<b>638.06</b>	<b>44.84</b>
<b>Expenses</b>			
Finance cost	22	10.27	-
Impairment on financial instruments	23	-	(10.06)
Employee benefits expense	24	42.73	-
Depreciation and amortisation expenses	25	12.31	-
Other expenses	26	51.75	5.56
<b>Total expenses</b>		<b>117.06</b>	<b>(4.50)</b>
<b>Profit before tax</b>		<b>521.00</b>	<b>49.34</b>
<b>Tax expenses</b>			
Current tax	27	125.46	8.70
Deferred tax	13	13.07	9.39
<b>Total tax expenses</b>		<b>138.53</b>	<b>18.09</b>
<b>Profit for the year (A)</b>		<b>382.47</b>	<b>31.25</b>



₹ in crore

	Note No.	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>Other comprehensive income (OCI)</b>			
Items that will not be reclassified to profit or loss:			
Remeasurement gains on defined benefit plans		0.12	-
Tax impact on above		(0.03)	-
<b>Total other comprehensive income for the year (net of tax) (B)</b>		<b>0.09</b>	<b>-</b>
<b>Total comprehensive income for the year (A+B)</b>		<b>382.56</b>	<b>31.25</b>
<b>Earnings per equity share (face value per share of ₹ 10 each)</b>			
	28		
Basic (in ₹)		0.60	60.46
Diluted (in ₹)		0.60	60.46
Material accounting policies	A-E		
The accompanying notes form an integral part of the Standalone financial statements	1 to 41		

As per our Report of even date

For and on behalf of the Board

**For C K S P AND CO LLP**Chartered Accountants  
(Firm Registration No :  
131228W / W100044)**Kalpen Chokshi**Partner  
Membership No.135047**Charanjit Attra**

Group Chief Operating Officer

**Abhishek Haridas Pathak**

Group Chief Financial Officer

**Mohana V**

Group Company Secretary

**K. V. Kamath**

DIN: 00043501

**Isha M. Ambani**

DIN: 06984175

**Hitesh Kumar Sethia**

DIN: 09250710

— Non-Executive  
Chairman— Non-Executive  
Director— Managing Director  
and Chief Executive  
Officer**For LODHA & CO LLP**Chartered Accountants  
(Firm Registration No :  
301051E / E300284)**R. P. Singh**Partner  
Membership No. 052438**Rajiv Mehrishi**

DIN: 00208189

**Anshuman Thakur**

DIN: 03279460

**Bimal Manu Tanna**

DIN: 06767157

**Rama Vedashree**

DIN: 10412547

Non-Executive  
DirectorsDate: 19<sup>th</sup> April, 2024



## Standalone Statement of Changes in Equity

for the year ended 31<sup>st</sup> March, 2024

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>A. (i) Equity share capital</b>		
Balance at the beginning of the reporting year	2.02	2.02
Changes during the year		
Cancellation of shares *	(2.02)	-
Allotment of shares **	6,353.28	-
Balance at the end of the reporting year	<b>6,353.28</b>	<b>2.02</b>
<b>(ii) Share capital pending allotment</b>		
Balance at the beginning of the reporting year	6,353.28	-
Changes during the year		
Shares allotted **	(6,353.28)	6,353.28
Balance at the end of the reporting year	<b>-</b>	<b>6,353.28</b>
<b>B. Instruments entirely equity in nature</b>		
(Non-Cumulative Compulsorily Convertible Preference Shares)		
Balance at the beginning of the reporting year	0.31	0.31
Changes during the year		
Cancellation of shares *	(0.31)	-
Balance at the end of the reporting year	<b>-</b>	<b>0.31</b>

9% Non-Cumulative Compulsorily Convertible Preference Shares of ₹ 1 each amounting to ₹ 0.31 crore (31,48,155 shares held by Reliance Industries Limited) have been cancelled and reduced as an integral part of the Scheme of Arrangement.

All the Preference shares were carrying 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 pursuant Annual General Meeting.

\* Pre-scheme paid up capital has been cancelled as an integral part of the Scheme of Arrangement, Refer note no. 30

\*\* Pursuant to Scheme of Arrangement, Refer note no. 30

### C. Other equity

₹ in crore

	Reserves and surplus						Total other equity
	Capital redemption reserve	Securities premium	Capital reserve	Statutory reserve fund*	Retained earnings	Remeasurement of defined benefit liability	
<b>For the year ended 31<sup>st</sup> March, 2024</b>							
<b>Balance at the beginning of the reporting year i.e. 1<sup>st</sup> April, 2023</b>	1.23	17,211.78	-	322.30	163.33	-	<b>17,698.64</b>
Profit for the year	-	-	-	-	382.47	-	<b>382.47</b>
Other Comprehensive Income for the year	-	-	-	-	-	0.09	<b>0.09</b>
Transferred (from) / to retained earnings	-	-	-	76.50	(76.50)	-	<b>-</b>
On cancellation of existing equity and instruments entirely equity in nature #	-	-	2.33	-	-	-	<b>2.33</b>
<b>Balance at the end of the reporting year i.e. 31<sup>st</sup> March, 2024</b>	<b>1.23</b>	<b>17,211.78</b>	<b>2.33</b>	<b>398.80</b>	<b>469.30</b>	<b>0.09</b>	<b>18,083.53</b>



₹ in crore

	Reserves and surplus						Total other equity
	Capital redemption reserve	Securities premium	Capital reserve	Statutory reserve fund *	Retained earnings	Remeasurement of defined benefit liability	
<b>For the year ended 31<sup>st</sup> March, 2023</b>							
<b>Balance at the beginning of the reporting year i.e. 1<sup>st</sup> April, 2022</b>	<b>1.23</b>	<b>881.17</b>	<b>-</b>	<b>316.00</b>	<b>1,027.30</b>	<b>-</b>	<b>2,225.70</b>
Profit for the year	-	-	-	-	31.25	-	<b>31.25</b>
Other Comprehensive Income for the year	-	-	-	-	-	-	-
Dividend paid on shares	-	-	-	-	(888.92)	-	<b>(888.92)</b>
Premium on equity shares pending allotment	-	16,330.61	-	-	-	-	<b>16,330.61</b>
Transferred (from) / to retained earnings	-	-	-	6.30	(6.30)	-	-
<b>Balance at the end of the reporting year i.e. 31<sup>st</sup> March, 2023</b>	<b>1.23</b>	<b>17,211.78</b>	<b>-</b>	<b>322.30</b>	<b>163.33</b>	<b>-</b>	<b>17,698.64</b>

\* Transfer to statutory reserve fund in terms of section 45-IC(1) of the Reserve Bank of India Act, 1934

# Pursuant to Scheme of Arrangement, Refer note no. 30

Material accounting policies

A-E

The accompanying notes form an integral part of the Standalone financial statements

1 to 41

As per our Report of even date

For and on behalf of the Board

**For C K S P AND CO LLP**

Chartered Accountants

(Firm Registration No :

131228W / W100044)

**Kalpen Chokshi**

Partner

Membership No.135047

**For LODHA & CO LLP**

Chartered Accountants

(Firm Registration No :

301051E / E300284)

**R. P. Singh**

Partner

Membership No. 052438

**Charanjit Attra**

Group Chief Operating Officer

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DIN: 00208189

**Anshuman Thakur**

DIN: 03279460

**Bimal Manu Tanna**

DIN: 06767157

**Rama Vedashree**

DIN: 10412547

— Non-Executive Chairman

— Non-Executive Director

— Managing Director and Chief Executive Officer

Non-Executive Directors

Date: 19<sup>th</sup> April, 2024



## Standalone Statement of Cash Flow

for the year ended 31<sup>st</sup> March, 2024

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>A Cash flow from operating activities</b>		
Profit before tax	521.00	49.34
<b>Adjustments for :</b>		
Depreciation and amortisation expenses	12.31	-
Interest income	(381.61)	(38.34)
Dividend income	-	(0.27)
Net gain on fair value changes	(254.76)	(3.02)
Impairment on financial instruments	-	(10.06)
Contingent provision on standard asset	0.37	-
Finance costs	10.27	-
Interest income on loans	0.08	36.05
<b>Cash (used in) / generated from operations before working capital changes</b>	<b>(92.34)</b>	<b>33.70</b>
<b>Working capital changes:</b>		
(Increase) / decrease other financial assets and non-financial assets	8.83	0.03
Increase / (decrease) Trade payables, other financial liabilities, other non-financial liabilities and provision	17.97	0.04
(Increase) / decrease in loans	(92.00)	2,011.06
<b>Cash generated from / (used in) operations</b>	<b>(157.54)</b>	<b>2,044.83</b>
Income tax paid (net of refunds)	(125.90)	7.78
<b>Net cash (used in) / generated from operating activities (A)</b>	<b>(283.44)</b>	<b>2,052.61</b>
<b>B Cash flow from investing activities</b>		
Investments in subsidiary and joint venture	(4,117.30)	-
Purchase of investments	(4,854.90)	(3,470.65)
Sale of investments	8,907.55	2,304.06
Movement in fixed deposits	557.00	-
Purchase of property, plant & equipment	(0.04)	-
Interest received from investments and fixed deposit	548.95	2.29
Dividend received from investments	-	0.27
<b>Net cash generated from / (used in) investing activities (B)</b>	<b>1,041.26</b>	<b>(1,164.03)</b>
<b>C Cash flow from financing activities</b>		
Repayment of borrowings	(742.77)	-
Finance cost	(10.27)	-
Dividend paid	-	(888.92)
<b>Net cash used in financing activities (C)</b>	<b>(753.04)</b>	<b>(888.92)</b>
Net increase / (decrease) in cash and cash equivalents (A+B+C)	4.78	(0.34)
Opening balance of cash and cash equivalents	0.17	0.51
<b>Closing balance of cash and cash equivalents</b> (Refer note no. 1)	<b>4.95</b>	<b>0.17</b>



- a) The above statement of Cash flows has been prepared under the indirect method as set out in Ind AS 7 'Statement of Cash Flow'
- b) Components of Cash and Cash Equivalents

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Balance with Banks in current accounts	4.95	0.17
	<b>4.95</b>	<b>0.17</b>

- c) Changes in liability arising from financing activities

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>Opening balance of borrowings</b>	742.77	-
Cash flow	(742.77)	-
Others *	-	742.77
<b>Closing balance of borrowings</b>	<b>-</b>	<b>742.77</b>

- d) Taxes are treated as arising from operating activities and not bifurcated between investing and financing activities
- e) Figures in brackets represent outflow of the funds

\* Pursuant to Scheme of Arrangement, Refer note no. 30

Material accounting policies	A-E
The accompanying notes form an integral part of the Standalone financial statements	1 to 41

As per our Report of even date

For and on behalf of the Board

**For C K S P AND CO LLP**

Chartered Accountants  
(Firm Registration No :  
131228W / W100044)

**Kalpen Chokshi**

Partner  
Membership No.135047

**For LODHA & CO LLP**

Chartered Accountants  
(Firm Registration No :  
301051E / E300284)

**R. P. Singh**

Partner  
Membership No. 052438

**Charanjit Attra**

Group Chief Operating Officer

**Abhishek Haridas Pathak**

Group Chief Financial Officer

**Mohana V**

Group Company Secretary

**K. V. Kamath**

DIN: 00043501

**Isha M. Ambani**

DIN: 06984175

**Hitesh Kumar Sethia**

DIN: 09250710

**Rajiv Mehrishi**

DIN: 00208189

**Anshuman Thakur**

DIN: 03279460

**Bimal Manu Tanna**

DIN: 06767157

**Rama Vedashree**

DIN: 10412547

— Non-Executive  
Chairman

— Non-Executive  
Director

— Managing Director  
and Chief Executive  
Officer

Non-Executive  
Directors

Date: 19<sup>th</sup> April, 2024

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

### A. Corporate information

Jio Financial Services Limited (“the Company”), with Corporate ID No. (CIN L65990MH1999PLC120918), was incorporated as a private limited company under the Companies Act, 1956 with the name and style of ‘Reliance Strategic Investments Private Limited’ and a certificate of incorporation dated 22<sup>nd</sup> July, 1999, was issued by the Registrar of Companies, Maharashtra at Mumbai. Subsequently, the Company was converted from a private limited company to a public limited company and consequently renamed as ‘Reliance Strategic Investments Limited’ and a fresh certificate of incorporation dated 14<sup>th</sup> January, 2002, was issued by the Registrar of Companies, Maharashtra at Mumbai.

Pursuant to the Scheme of Arrangement (as defined in note 30), the name of the Company has been changed to Jio Financial Services Limited and a fresh certificate of incorporation dated 25<sup>th</sup> July, 2023 was issued by the Registrar of Companies, Maharashtra at Mumbai.

The Company is a registered Non-Banking Financial Company - Systemically Important Non-Deposit taking Company as defined under section 45-IA of the Reserve Bank of India Act, 1934 with effect from 31 December, 1999 having registration number 13.01327. The registered office of the company is located at 1st Floor, Building 4NA, Maker Maxity, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra 400051, India. The Company is considered as Middle layer (NBFC-ML) pursuant to RBI Scale Based regulations.

The RBI while granting its approval for change in the shareholding pattern and control of the Company, pursuant to the Scheme, had stipulated that the Company shall meet eligibility criteria for Core Investment Company (CIC) and apply to RBI for conversion to NBFC-CIC within six months of the date of the Scheme becoming effective or three months of the date of listing of our Equity Shares, whichever is earlier. The equity shares of the Company were listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE), India effective 21<sup>st</sup> August, 2023. The Company has filed the application with RBI for conversion to NBFC-CIC on 20<sup>th</sup> November, 2023, the necessary approval is still awaited.

### B. Basis of preparation

#### B1. Statement of compliance

The Standalone financial statements of Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time and notified under section 133

of the Companies Act, 2013 (referred to as “the Act”) along with other relevant provisions of the Act, the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 and other guidelines issued by Reserve Bank of India (RBI) as applicable and other accounting principles generally accepted in India.

The accounting policies have been consistently applied, except in cases where a newly issued Ind AS is initially adopted or when a revision to an existing Ind AS required a change in the accounting policy previously in use.

These Standalone financial statements have been approved by the Company’s Board of Directors and authorised for issue on 19<sup>th</sup> April 2024.

#### B2. Presentation of standalone financial statements

The standalone balance sheet, standalone statement of profit and loss and standalone statement of changes in equity adhere to the format prescribed in the Division III of Schedule III of the Act. The statement of cash flows is prepared and presented as per the requirements of Ind AS.

A summary of the material accounting policies and other explanatory information is provided in accordance with the Companies (Indian Accounting Standards) Rules, 2015 as notified under section 133 of the Act including applicable Indian Accounting Standards (Ind AS) and accounting principles generally accepted in India.

The standalone financial statements are presented in Indian Rupees (₹) in crore except otherwise, which is also the functional currency of the Company, with rounding off to two decimals as permitted by Schedule III to the Act, indicated.

#### B3. Basis of measurement

The standalone financial statements are prepared on the historical cost basis, except for certain financial assets and liabilities, which are measured at fair value at the end of each reporting period, and defined benefit plans – plan assets that are measured based on the Projected Unit Credit Method.

#### B4. Use of estimates

The preparation of standalone financial statements in conformity with Ind AS requires management of the Company to make judgements, estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the standalone financial statements and the reported amount of income and expenses for the reporting period. The application of accounting policies that require critical accounting estimates involving complex and



subjective judgments and the use of assumptions in the standalone financial statements have been disclosed as applicable in the respective notes to accounts.

Accounting estimates can change from period to period. Future results could differ from these estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the standalone financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the standalone financial statements.

### B5. Fair value measurement

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

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorized under different levels (Level 1, Level 2 or Level 3) in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs)

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

For the purpose of fair value disclosures, the company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

## C. Summary of material accounting policy information

### C1. Revenue recognition

#### a. Interest income

Interest income is recognised in the standalone statement of profit and loss using the effective interest rate (EIR) method for all financial assets measured at amortised cost or debt instruments measured at Fair Value through Other Comprehensive Income (FVOCI).

EIR is the rate that discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. The calculation of EIR includes all fees received between parties to the contract that are an integral part of the contract, transaction costs, and all other premiums or discounts.

Transaction costs include incremental costs that are directly attributable to the acquisition of financial assets.

Interest income on credit impaired assets is recognised by applying the effective interest rate to the amortised cost (net of impairment loss allowance) of the financial asset. If the financial asset is no longer credit-impaired, the Company reverts to calculate interest income on a gross basis.

#### b. Dividend income

Income from dividend on shares of corporate bodies and units of mutual funds is accounted when the Company's right to receive the dividend is established.

#### c. Other revenue from operations

The Company recognises revenue from contracts with customers (other than financial assets to which Ind AS 109 "Financial instruments" is applicable) based on a comprehensive assessment model as set out in Ind AS 115 "Revenue from contracts with customers". Revenue is measured at the transaction price allocated to the performance obligation in accordance with Ind AS 115. The Company identifies contract(s) with a customer and its performance obligations under the contract, determines the transaction price and its allocation to the performance obligations in the contract and recognises revenue only on satisfactory completion of performance obligations.

In case of discounts, rebates, credits, price incentives or similar terms, consideration are determined based on its most likely amount, which is assessed at each reporting period.

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

- **Fees, commission and other services**  
Fees on services and products are recognised for the rendering of services and products to the customer.
- **Net gain on fair value changes:**  
The Company recognises gains / (losses) on fair value change of financial assets measured at FVTPL and realised gains / (losses) on derecognition of financial asset measured at FVTPL and FVOCI on net basis.

### C2. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### a. Financial assets

Financial assets are recognised in the Company's financial statements when the Company becomes party to the contractual provisions of the instruments.

- **Classification**  
Upon initial recognition, financial assets are classified into one of the following categories:
  - Amortised Cost (AC),
  - Fair Value through Other Comprehensive Income (FVOCI), or
  - Fair Value through Profit or Loss (FVTPL)The classification is determined based on the Company's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset. The business model for managing financial assets refers to the way its financial assets are managed in order to achieve its business objective. The business model determines whether cash flows will result from collecting contractual cash flows, selling financial assets or both.
- **Initial recognition and measurement**  
All financial assets are initially recognised at fair value except the following:
  - Investment in subsidiaries, associates and joint venture are recorded at cost;
  - Financial assets measured at FVTPL are recognised at fair value at the reporting date

Transaction costs and revenues that are directly attributable to the acquisition or issue of financial assets (other than financial assets measured at FVTPL) are added to or deducted from the fair value on initial recognition. Transaction costs and revenues of financial assets measured at fair value through profit or loss are recognised immediately in the standalone statement of profit and loss. However, trade receivables that do not contain a significant financing component are measured at transaction price.

- **Subsequent measurement**
  - **Financial assets at Amortised cost**  
A financial asset is measured at amortised cost if it meets both of the following conditions:
    - the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
    - the contractual terms of the financial asset represent contractual cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding.

Subsequent to initial recognition, financial assets held within this category are measured at amortized cost using the effective interest method, less any impairment losses.

- **Financial assets at FVOCI**  
A financial asset is measured at FVOCI if it meets both of the following conditions:
  - the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
  - the contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets designated as FVOCI are subsequently measured at fair value, with unrealized gains and losses recognised in other comprehensive income, except for impairment losses and foreign exchange gains and losses on monetary assets.

- **Financial assets at FVTPL**  
Financial assets not classified as either amortised cost or FVOCI are measured at fair value through profit or loss. Subsequent changes in fair value are recognised in the standalone statement of profit and loss.
- **Reclassification of financial assets**  
Financial assets are reclassified subsequent to their recognition only if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 "Financial Instruments".
- **Derecognition of financial assets**  
Financial assets are derecognised when the contractual rights to receive cash flows from the asset have expired or have been transferred in accordance with Ind AS 109, and the Company has transferred substantially all risks and rewards associated with the asset.

On derecognition of a financial asset in its entirety, the difference between (a) the carrying amount (measured at the date of derecognition) and (b) the consideration received (including any new asset obtained less any new liability assumed) is recognised in standalone statement of profit and loss.

- **Investment in subsidiaries, associates and joint venture**

The Company has accounted for its investments in subsidiaries, associates and joint ventures at cost less impairment loss (if any). Investments are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable.

- **Impairment of financial assets**

The Company recognises loss allowances on:

- Financial assets measured at amortized cost; and
- Financial assets measured at FVOCI – debt instruments.

Expected credit losses are measured based on an assessment of the credit risk associated with financial instruments. This assessment considers historical experience, current economic conditions, and forward-looking information relevant to the collectability of contractual cash flows.

Both Lifetime ECLs and 12-month ECLs are calculated on either an individual basis or a collective basis, depending on the nature of the underlying portfolio of financial instruments.

Financial assets where no significant increase in credit risk has been observed are considered to be in 'Stage 1' for which a 12-month ECL is recognised. Financial assets that are considered to have significant increase in credit risk are considered to be in 'stage 2' and those which are in default or for which there is objective evidence of impairment are considered to be in 'stage 3'. Lifetime ECL is recognised for stage 2 and stage 3 financial assets.

The Company has established a policy to perform an assessment, at the end of each reporting period, of whether a financial instrument's credit risk has increased significantly since initial recognition, by considering the change in the risk of default occurring over the remaining life of the financial instrument.

Probability-Weighted Approach: Expected credit losses are calculated using a probability-weighted approach, considering a range of possible outcomes and their associated probabilities. This approach incorporates both the likelihood of default and the severity of loss in the event of default.

The Company maintains allowances for expected credit losses, which are deducted from the carrying amount of the financial asset to present the net carrying amount on the balance sheet. The allowance is adjusted through standalone statement of profit and loss to reflect changes in expected credit losses.

The Company follows a 'simplified approach' for recognition of impairment loss allowance on trade / other receivables that do not contain a significant financing component. The application of simplified approach does not require the Company to track changes in credit risk. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed.

- **Derecognition**

Financial assets are written off (either partially or in full) when there is no reasonable expectation of recovering a financial asset in its entirety or a portion thereof. However, financial assets that are written off could still be subject to enforcement activities under the Company recovery procedures, considering legal advice where appropriate. Any recoveries made are recognised in the standalone statement of profit and loss on actual realisation from customer.

## **b. Financial liabilities**

Financial liabilities and equity instruments issued by the Company are classified according to substance of the contractual arrangements entered into and the definitions of financial liabilities and an equity instrument.

- **Initial recognition and measurement**

All financial liabilities are recognised at fair value and in case of borrowings and payables, net of directly attributable cost. Fees of recurring nature are directly recognised in the standalone statement of profit and loss as finance cost.

- **Subsequent measurement**

Financial Liabilities are carried at amortised cost using the effective interest method.

- **Derecognition**

A financial liability (or a part of a financial liability) is derecognised from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires. Any gains or losses arising on derecognition of liabilities are recognised in the standalone statement of profit and loss.

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

### c. Compound financial instruments

The Company recognises separately the components of compound financial instrument that (a) creates a financial liability of the entity and (b) grants an option to the holder of the instrument to convert it into an equity instrument of the entity.

### d. Offsetting of financial instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the Balance Sheet only where the Company has legally enforceable right to set off the amount and Company intends, either to settle them on a net basis or to realize the asset and settle the liability simultaneously as permitted by Ind AS.

## C3. Cash and cash equivalents

Cash and cash equivalents comprise of cash on hand, cash at bank, short-term deposits and short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

## C4. Trade receivable

A receivable represents the Company's right to an amount of consideration that is unconditional.

## C5. Tax expenses

The tax expenses for the period comprises of current tax and deferred income tax. Tax is recognised in the standalone statement of profit and loss, except to the extent that it relates to items recognised in the other comprehensive income. In which case, the tax is also recognised in other comprehensive income or equity.

### • Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the income tax authorities, based on tax rates and laws that are enacted at the Balance sheet date.

### • Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilised.

Deferred tax items in correlation to the underlying transaction relating to Other comprehensive income and Equity are recognised in Other comprehensive income and Equity respectively.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the

period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax assets are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

## C6. Property, Plant and Equipment

Property, Plant and Equipment (PPE) are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of that item are depreciated separately.

Property, plant and equipment not ready for the intended use on the date of Balance Sheet are disclosed as 'Capital work-in-progress'. Advances given towards acquisition of property, plant and equipment outstanding at each balance sheet date are disclosed in other non-financial assets.

Administrative and other general overhead expenses that are specifically attributable to the acquisition of Property, plant and equipment are allocated and capitalised as a part of the cost of the respective Property, plant and equipment. Expenses on repair and maintenance are charged to the statement of profit and loss during the year in which such costs are incurred.

Depreciation on property, plant and equipment is provided using straight line method on cost. Depreciation is provided based on useful life of the

assets as prescribed in Schedule II to the Act.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the standalone statement of profit and loss when the asset is derecognised.

### C7. Leases

The Company, as a lessee, recognises a Right-of-Use (ROU) asset and a lease liability for its enforceable leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease if that rate can be readily determined. If that rate cannot be readily determined, the Company uses an incremental borrowing rate.

Costs including depreciation are recognised as an expense in the standalone statement of profit and loss. Initial direct costs are recognised immediately in the standalone statement of profit and loss.

For short-term and low value leases the company recognises the lease payments as an operating expense on a straight-line basis over the lease term. None of the agreements and contracts of the Company are resulting into ROU asset and lease liability.

### C8. Other intangible assets

Other intangible assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortisation / depletion and impairment losses, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the other intangible assets.

Administrative and other general overhead expenses that are specifically attributable to the acquisition of other intangible assets are allocated and capitalised

as a part of the cost of the other intangible assets. Expenses on software support and maintenance are charged to the standalone statement of profit and loss during the year in which such costs are incurred.

Gains or losses arising from derecognition of an other intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the standalone statement of profit and loss when the asset is derecognised.

Company's other intangible assets are amortized based on the following table:

Particulars	Amortisation
Computer software	Over a period of 5 to 10 years

Other intangible assets not ready for the intended use on the date of Balance Sheet are disclosed as 'Intangible assets under development'.

The amortisation period and the amortisation method for other intangible assets with a finite useful life are reviewed at each reporting date.

### C9. Provision and Contingent liabilities assets

- **Provisions:**

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

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering the risks and uncertainties surrounding the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

- **Contingent liabilities / assets:**

A possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or; present obligation that arises from past events where it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability are disclosed as contingent liability and not provided for.

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

Contingent assets are disclosed where an inflow of economic benefits is probable. Contingent assets are not recognised in the standalone financial statements.

### C10. Finance costs

Finance costs include interest expense computed by applying the effective interest rate on respective financial instruments measured at amortized cost. Financial instruments include bank term loans, non-convertible debentures, commercial papers and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Finance costs are charged to the standalone statement of profit and loss in the period for which they are incurred.

### C11. Impairment of non-financial assets

The Company assesses on each reporting date whether there is any indication that any Property, Plant and Equipment and Intangible Assets or group of assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the standalone statement of profit and loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets. If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount and the impairment loss is recognised in the standalone statement of profit and loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount such that the increased carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had been recognised for the asset (or cash-generating unit) in prior years. The reversal of an impairment loss is recognised in the standalone statement of profit and loss.

### C12. Employee benefits expense

#### a. Short-term employee benefits

Liabilities for employee benefits, including

non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are the amounts expected to be paid when the liabilities are settled. Short-term employee benefits are recognised in the standalone statement of profit and loss in the period in which the related service is rendered.

#### b. Long-term employee benefits

The expected costs of other long-term employee benefits, such as long-term service incentive plan benefits (not being share-based payments), are accrued over the requisite service period which is typically the vesting period.

#### • Post-employment benefits

#### • Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the standalone statement of profit and loss in the periods during which the related services are rendered by the employees.

The Company pays provident and other fund contributions to publicly administered funds as per related Government regulations. The Company has no further obligation other than the contributions payable to the respective funds.

#### • Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan annually by a qualified actuary using the project unit credit method and spread over the period during which the benefit is expected to be derived from employees' services.

Remeasurement gains or losses arising from experience adjustments and changes in actuarial assumptions are recognised directly in other comprehensive income in the period they occur and are subsequently transferred to retained earnings.

- **Leave encashment / compensated absences**

The Company's net obligation in respect of long-term employee benefits other than post-employment benefits is the entitlement to compensated absences. The expected cost of accumulated compensated absences is determined by actuarial valuation using the projected credit method for the unused entitlement accumulated at the balance sheet date.

The benefits are discounted using the market yields at the end of the balance sheet date that has terms approximating the terms of the related obligation. Re-measurements resulting from experience adjustments and changes in actuarial assumptions are recognised in standalone statement of profit and loss.

### **C13. Earnings per share**

Basic earnings per share is calculated by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year adjusted for bonus element in equity share. Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to consider the conversion of all dilutive potential equity shares.

### **C14. Foreign currencies transactions and translation**

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency's closing rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in the standalone statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item.

In the case of an asset, expense or income where a non-monetary advance is paid / received, the date of transaction is the date on which the advance was initially recognised. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

### **C15. Operating segments**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing the performance of the operating segments of the Company.

Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which are related to the Company as a whole and are not allocable to segments on a reasonable basis have been included under unallocable revenue / expenses / assets or liabilities.

### **C16. Contract liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

## **D. Critical accounting judgements and key sources of estimations uncertainty**

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Actual results may differ from these estimates. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in the subsequent financial year. Accounting estimates and underlying assumptions are reviewed on an ongoing basis. Revisions of estimates are recognised prospectively.

### **D1. Provisions and contingent liabilities**

The timing of recognition and quantification of the provisions, contingent liabilities / assets require the application of judgement to existing facts and circumstances which are subject to change on the actual occurrence or happening. Judgement is required for estimating the possible outflow of

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to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

resources, if any, in respect of contingencies / claims / litigations against the Company and possible inflow of resources in respect of the claims made by the Company which has been considered to be contingent in nature. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

### D2. Impairment of financial assets

The measurement of impairment losses across all categories of financial assets requires judgement and the estimation of the amount and timing of future cash flows when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by several factors, changes in which can result in different levels of allowances. It has been the Company's policy to regularly review its models in the context of actual loss experience and adjust when necessary.

### D3. Fair value measurement

The fair values of financial instruments that are not traded in an active market and cannot be measured based on quoted prices in active markets are determined using valuation techniques including the Discounted Cash Flow (DCF) model. The Company uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions at regular intervals.

The inputs to these models are taken from observable markets where possible, but where this is not feasible,

a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

### D4. Defined benefit plans (gratuity benefits)

The company's retirement benefit obligations, cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, inflation, future salary increments and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

## E. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31<sup>st</sup> March, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.



**1. Cash and cash equivalents**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Balance with banks</b>		
In current accounts	4.95	0.17
	<b>4.95</b>	<b>0.17</b>

**2. Bank balances other than cash and cash equivalents**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Fixed deposits (with original maturity more than 3 months)	4,443.00	5,000.00
Interest accrued on fixed deposit	142.25	249.70
	<b>4,585.25</b>	<b>5,249.70</b>

**3. Loans**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(Unsecured and considered good)		
<b>A) At amortised cost</b>		
Loan repayable on demand (to related parties - Refer note no. 36)	92.00	-
	<b>92.00</b>	-
<b>B) Loans in India:</b>		
Public sector	-	-
Others	92.00	-
<b>Loans outside India</b>	-	-
	<b>92.00</b>	-

Sr. No.	Type of Borrower	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
		Amount Outstanding ₹ in crore	Total Loans and advances %	Amount Outstanding ₹ in crore	Total Loans and advances %
1	Related party	92.00	100	-	-

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### 4. Investments

(Refer note no. 4.1)

₹ in crore

	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	At fair value through profit or loss	Others *	Total	At fair value through profit or loss	Others *	Total
Mutual fund	2,616.63	-	<b>2,616.63</b>	211.60	-	<b>211.60</b>
Treasury bills	14.57	-	<b>14.57</b>	2,293.62	-	<b>2,293.62</b>
Commercial paper	-	-	-	1,134.92	-	<b>1,134.92</b>
Certificate of deposit	-	-	-	697.11	-	<b>697.11</b>
Bonds	-	-	-	2,087.86	-	<b>2,087.86</b>
Equity shares - others	-	-	-	3.99	-	<b>3.99</b>
Subsidiaries	-	16,820.25	<b>16,820.25</b>	-	12,706.95	<b>12,706.95</b>
Joint venture	-	268.52	<b>268.52</b>	-	264.52	<b>264.52</b>
<b>Total Gross (A)</b>	<b>2,631.20</b>	<b>17,088.77</b>	<b>19,719.97</b>	<b>6,429.10</b>	<b>12,971.47</b>	<b>19,400.57</b>
Out of (A) above Investments outside India	-	-	-	-	-	-
Investments in India	2,631.20	17,088.77	<b>19,719.97</b>	6,429.10	12,971.47	<b>19,400.57</b>
<b>Total (B)</b>	<b>2,631.20</b>	<b>17,088.77</b>	<b>19,719.97</b>	<b>6,429.10</b>	<b>12,971.47</b>	<b>19,400.57</b>
Less: Impairment loss allowance (C)	-	-	-	-	-	-
<b>Total Net (A-C)</b>	<b>2,631.20</b>	<b>17,088.77</b>	<b>19,719.97</b>	<b>6,429.10</b>	<b>12,971.47</b>	<b>19,400.57</b>

\* The Company has accounted for its investments in subsidiaries and joint venture at cost under Ind AS 27

In compliance with Ind AS - 27 'Separate financial statements', the required information is as under:

Particulars	Principal place of business / country of origin	Percentage of ownership	
		As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Subsidiaries</b>			
Reliance Industrial Investments and Holdings Limited	India	100	100
Jio Finance Limited (Formerly known as Reliance Retail Finance Limited)	India	100	-
Jio Payment Solutions Limited (Formerly known as Reliance Payment Solutions Limited)	India	100	-
Jio Leasing Services Limited (Formerly known as Jio Information Aggregator Services Limited)	India	100	-
Jio Insurance Broking Limited (Formerly known as Reliance Retail Insurance Broking Limited)	India	100	100
<b>Joint venture</b>			
Jio Payments Bank Limited	India	77.25	76.98

## 4.1 Investments

₹ in crore

	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	Units	Amount	Units	Amount
<b>(A) Investments measured at cost</b>				
<b>In subsidiaries</b>				
<b>In equity shares - unquoted, fully paid up</b>				
Reliance Industrial Investments and Holdings Limited* of ₹ 10 each	399,10,04,384	7,178.30	21,98,93,170	474.95
Jio Finance Limited (Formerly known as Reliance Retail Finance Limited) of ₹ 10 each	6,81,20,000	3,727.40	-	-
Jio Payment Solutions Limited (Formerly known as Reliance Payment Solutions Limited) of ₹ 10 each	27,58,00,000	275.84	-	-
Jio Leasing Services Limited (Formerly known as Jio Information Aggregator Services Limited) of ₹ 10 each	4,00,50,000	40.05	-	-
Jio Insurance Broking Limited (Formerly known as Reliance Retail Insurance Broking Limited) of ₹ 10 each	40,00,000	4.06	40,00,000	4.06
		<b>11,225.65</b>		<b>479.01</b>
<b>In Preference shares - unquoted, fully paid up</b>				
Reliance Industrial Investments and Holdings Limited* of ₹ 10 each	102,04,83,740	5,524.60	479,15,94,954	12,227.94
<b>In Debt securities - unquoted, fully paid up</b>				
Zero Coupon Optionally Fully Convertible Debentures of Jio Payment Solutions Limited (Formerly known as Reliance Payment Solutions Limited) of ₹ 100 each	70,00,000	70.00	-	-
		<b>16,820.25</b>		<b>12,706.95</b>
<b>In Joint Venture</b>				
<b>In equity shares - unquoted, fully paid up</b>				
Jio Payments Bank Limited of ₹ 10 each	26,85,20,000	268.52	26,45,20,000	264.52
<b>Total (A)</b>		<b>17,088.77</b>		<b>12,971.47</b>
<b>B) Investments measured at fair value through profit and loss</b>				
Equity shares - quoted, fully paid up		-		3.99
Commercial paper - quoted, fully paid up		-		1,134.92
Certificate of deposit - unquoted, fully paid up		-		697.11
Bonds - quoted, fully paid up		-		2,087.86
Treasury bills - quoted, fully paid up		14.57		2,293.62
Mutual fund - unquoted, fully paid up		2,616.63		211.60
<b>Total (B)</b>		<b>2,631.20</b>		<b>6,429.10</b>
<b>Total investments (A+B)</b>		<b>19,719.97</b>		<b>19,400.57</b>
<b>Out of above:</b>				
Investments outside India		-		-
Investments in India		19,719.97		19,400.57
		<b>19,719.97</b>		<b>19,400.57</b>

\*During the year 377,11,11,214 preference shares converted to equity shares (previous year NIL)

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to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Aggregate amount of quoted Investments	14.57	5,520.39
Market Value of Quoted Investments	14.57	5,520.39
Aggregate amount of Unquoted Investments	19,705.40	13,880.18
Aggregate provision for impairment in value of Investment	-	-
<b>Category-wise Investment</b>		
Financial assets measured at cost	17,088.77	12,971.47
Financial assets measured at amortised cost	-	-
Financial assets measured at fair value through other comprehensive income	-	-
Financial assets measured at fair value through profit and loss	2,631.20	6,429.10
<b>Total</b>	<b>19,719.97</b>	<b>19,400.57</b>

### 5. Other financial assets

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(Unsecured and considered good)		
Receivables *	4.88	19.91
Interest accrued on investments	-	59.95
Security deposits	1.37	0.01
	<b>6.25</b>	<b>79.87</b>

\* Receivables represent amount receivable towards gratuity balance and staff advance ₹ 4.88 crore (previous year NIL) and against sale of investments NIL (previous year ₹ 19.91 crore).

### 6. Current tax assets (net)

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Advance income tax (net of provisions)	24.30	23.87
	<b>24.30</b>	<b>23.87</b>

**7. A. Property, plant and equipment**

₹ in crore

Particulars	Gross Block				Depreciation			Net Block		
	Opening balance as at 1 <sup>st</sup> April, 2023	Addition	Adjustment	Closing balance as at 31 <sup>st</sup> March, 2024	Opening balance as at 1 <sup>st</sup> April, 2023	For the year	Adjustment	Closing balance as at 31 <sup>st</sup> March, 2024	Closing balance as at 31 <sup>st</sup> March, 2024	Closing balance as at 31 <sup>st</sup> March, 2023
Equipments <sup>#</sup>	56.97	-	-	56.97	18.04	9.02	-	27.06	29.91	38.93
Office equipments	-	0.04	-	0.04	-	0.00 <sup>^</sup>	-	0.00 <sup>^</sup>	0.04	-
<b>Total</b>	<b>56.97</b>	<b>0.04</b>	<b>-</b>	<b>57.01</b>	<b>18.04</b>	<b>9.02</b>	<b>-</b>	<b>27.06</b>	<b>29.95</b>	<b>38.93</b>

<sup>^</sup> Below rounding off norms

₹ in crore

Particulars	Gross Block				Depreciation			Net Block		
	Opening balance as at 1 <sup>st</sup> April, 2022	Addition	Adjustment*	Closing balance as at 31 <sup>st</sup> March, 2023	Opening balance as at 1 <sup>st</sup> April, 2022	For the year	Adjustment*	Closing balance as at 31 <sup>st</sup> March, 2023	Closing balance as at 31 <sup>st</sup> March, 2023	Closing balance as at 31 <sup>st</sup> March, 2022
Equipments <sup>#</sup>	-	-	56.97	56.97	-	-	18.04	18.04	38.93	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>56.97</b>	<b>56.97</b>	<b>-</b>	<b>-</b>	<b>18.04</b>	<b>18.04</b>	<b>38.93</b>	<b>-</b>

# Include servers and network equipments

\* Pursuant to Scheme of Arrangement, Refer note no. 30

**7. B. Other intangible assets**

₹ in crore

Particulars	Gross Block				Amortisation			Net Block		
	Opening balance as at 1 <sup>st</sup> April, 2023	Addition	Adjustment	Closing balance as at 31 <sup>st</sup> March, 2024	Opening balance as at 1 <sup>st</sup> April, 2023	For the year	Adjustment	Closing balance as at 31 <sup>st</sup> March, 2024	Closing balance as at 31 <sup>st</sup> March, 2024	Closing balance as at 31 <sup>st</sup> March, 2023
Software	16.45	-	-	16.45	6.58	3.29	-	9.87	6.58	9.87
<b>Total</b>	<b>16.45</b>	<b>-</b>	<b>-</b>	<b>16.45</b>	<b>6.58</b>	<b>3.29</b>	<b>-</b>	<b>9.87</b>	<b>6.58</b>	<b>9.87</b>

₹ in crore

Particulars	Gross Block				Amortisation			Net Block		
	Opening balance as at 1 <sup>st</sup> April, 2022	Addition	Adjustment*	Closing balance as at 31 <sup>st</sup> March, 2023	Opening balance as at 1 <sup>st</sup> April, 2022	For the year	Adjustment*	Closing balance as at 31 <sup>st</sup> March, 2023	Closing balance as at 31 <sup>st</sup> March, 2023	Closing balance as at 31 <sup>st</sup> March, 2022
Software	-	-	16.45	16.45	-	-	6.58	6.58	9.87	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>16.45</b>	<b>16.45</b>	<b>-</b>	<b>-</b>	<b>6.58</b>	<b>6.58</b>	<b>9.87</b>	<b>-</b>

\* Pursuant to Scheme of Arrangement, Refer note no. 30

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

### 8. Other non-financial assets

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Balance with government authorities	4.39	0.12
Prepaid expenses	0.32	-
Other advances	0.24	-
	<b>4.95</b>	<b>0.12</b>

### 9. Payables

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Trade payables</b>		
i) Total outstanding dues of micro enterprises and small enterprises	<b>1.01</b>	-
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	<b>1.38</b>	0.09
	<b>2.39</b>	<b>0.09</b>

#### Trade payables ageing As at 31<sup>st</sup> March, 2024

₹ in crore

Particulars	Not due for payment	Outstanding from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	1.01	-	-	-	-	<b>1.01</b>
Others	1.38	-	-	-	-	<b>1.38</b>
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>2.39</b>	-	-	-	-	<b>2.39</b>

#### As at 31<sup>st</sup> March, 2023

₹ in crore

Particulars	Not due for payment	Outstanding from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	-	-	-	-	-	-
Others	0.09	-	-	-	-	<b>0.09</b>
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>0.09</b>	-	-	-	-	<b>0.09</b>

**9.1.** Based on and to the extent of information received by the Company from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), the relevant particulars as at the year-end are furnished below:

₹ in crore

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
i) The principal amount remaining unpaid to suppliers as at the end of accounting year	1.01	-
ii) The interest due thereon remaining unpaid to suppliers as at the end of accounting year	-	-
iii) The amount of interest paid by the Company in terms of section 16, of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the suppliers beyond the appointed day during the year	-	-
iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	-	-
v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
vi) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

**10. Borrowings**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Secured - at amortised cost</b>		
From bank (working capital loan)		
Rupee loan #	-	742.77
	-	<b>742.77</b>
<b>Out of the above:</b>		
Borrowing in India	-	742.77
Borrowing outside India	-	-
	-	<b>742.77</b>

# Working capital loan from bank were secured against fixed deposits of Reliance Industries Limited (Pursuant to Scheme of Arrangement (Refer note no. 30))

**11. Other financial liabilities**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Other payables *	1.18	-
	<b>1.18</b>	-

\* Includes commission payable to non-executive directors and employee related liability

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

### 12. Provisions

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Provisions for employees benefits</b>		
Gratuity (Refer note no. 35)	1.06	-
Leave encashment	1.02	0.19
Other service benefits	10.48	1.53
Contingent provision on standard asset	0.37	-
	<b>12.93</b>	<b>1.72</b>

### 13. Deferred tax liabilities (net)

₹ in crore

	Opening balance as at 1 <sup>st</sup> April, 2023	Charge / (credit) recognised in profit or loss	Charge / (credit) recognised in other comprehensive income	As at 31 <sup>st</sup> March, 2024
<b>Deferred tax asset</b>				
Provision for employee benefits u/s 43B of the Income Tax Act, 1961	-	(0.35)	-	<b>(0.35)</b>
Remeasurement of defined benefit obligations	-	-	0.03	<b>0.03</b>
<b>Total deferred tax asset</b>	<b>-</b>	<b>(0.35)</b>	<b>0.03</b>	<b>(0.32)</b>
<b>Deferred tax liabilities</b>				
Fair value of financial assets	4.08	8.23	-	<b>12.31</b>
Property, plant and equipment & other intangible assets	-	5.19	-	<b>5.19</b>
<b>Total deferred tax liabilities</b>	<b>4.08</b>	<b>13.42</b>	<b>-</b>	<b>17.50</b>
<b>Net deferred tax (asset) / liabilities</b>	<b>4.08</b>	<b>13.07</b>	<b>0.03</b>	<b>17.18</b>

₹ in crore

	Opening balance as at 1 <sup>st</sup> April, 2022	Charge / (credit) recognised in profit or loss	Charge / (credit) recognised in other comprehensive income	As at 31 <sup>st</sup> March, 2023
<b>Deferred tax asset</b>	-	-	-	-
<b>Total deferred tax asset</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Deferred tax liabilities</b>				
Fair value of financial assets	(5.31)	9.39	-	<b>4.08</b>
<b>Total deferred tax liabilities</b>	<b>(5.31)</b>	<b>9.39</b>	<b>-</b>	<b>4.08</b>
<b>Net deferred tax (asset) / liabilities</b>	<b>(5.31)</b>	<b>9.39</b>	<b>-</b>	<b>4.08</b>

Note: Unused tax losses (long term capital loss) amounting to ₹ 32.86 crore (previous year ₹ 32.86 crore) for which no deferred tax is recognised in the Balance sheet (expiry year Assessment year 2031-32).



**14. Other non-financial liabilities**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Statutory dues payable	3.71	0.19
	<b>3.71</b>	<b>0.19</b>

**15. Equity share capital**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Authorised share capital</b>		
<b>1400,00,00,000</b> (31 <sup>st</sup> March, 2023: 1400,00,00,000) Equity shares of ₹ 10 each	14,000.00	14,000.00
<b>100,00,00,000</b> (31 <sup>st</sup> March, 2023: 100,00,00,000) Preference shares of ₹ 10 each	1,000.00	1,000.00
<b>5,00,00,000</b> (31 <sup>st</sup> March, 2023: 5,00,00,000) Preference shares of ₹ 1 each	5.00	5.00
	<b>15,005.00</b>	<b>15,005.00</b>
<b>Issued, subscribed and fully paid-up capital</b>		
<b>635,32,84,188</b> (31 <sup>st</sup> March, 2023: 20,20,200) Equity shares of ₹ 10 each	6,353.28	2.02
	<b>6,353.28</b>	<b>2.02</b>
<b>Share capital pending allotment</b>		
Shares to be allotted pursuant to the Scheme of Arrangement (Refer note no. 30)	-	6,353.28
	<b>-</b>	<b>6,353.28</b>

**a) Reconciliation of shares outstanding at the beginning and at the end of the year**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
	No. of shares	No. of shares
Equity shares outstanding at the beginning of the year	20,20,200	20,20,200
Add: Shares issued pursuant to the Scheme of Arrangement (Refer note no. 30)	6,35,32,84,188	-
Less: Shares cancelled *	(20,20,200)	-
Equity shares outstanding at the end of the year	<b>6,35,32,84,188</b>	<b>20,20,200</b>

**b) Rights, Preferences and restrictions attached to shares**

The Company has issued only one class of equity shares having face value of ₹ 10 each. Each shareholder is eligible for dividend right and one vote per share held. The dividend, if any, proposed by Board of Directors is subject to approval of the shareholders in the Annual General Meeting except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets after distribution of all preferential amounts of the Company in the same proportion as the capital paid-up on the equity shares held by them bears to the total paid-up equity share capital of the Company.

**c)** During the period of five years immediately preceding the date at which the balance sheet is prepared, the Company has issued and allotted 635,32,84,188 equity shares of ₹ 10 each fully paid at a premium of ₹ 25.70 per equity share without the consideration being received in cash (Refer note no. 30).

**d)** Shares held by erstwhile Holding company (Reliance Industries Limited) NIL, previous year 20,20,200. In the current year the Company do not have Holding or Ultimate Holding Company.

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

### e) Details of shareholders holding more than 5% shares

Name of the shareholders	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	No. of shares	Held (%)	No. of shares	Held (%)
Srichakra Commercials LLP	73,95,99,829	11.64	-	-
Karuna Commercials LLP	54,55,69,460	8.59	-	-
Devarshi Commercials LLP	54,55,69,460	8.59	-	-
Tattvam Enterprises LLP	54,55,69,460	8.59	-	-
Life Insurance Corporation of India	42,31,07,722	6.66	-	-
Reliance Industries Limited (along with nominees)	-	-	20,20,200	100.00

### Details of shareholding of promoter

Class of equity shares	Name of the Promoter	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
<b>As on 31<sup>st</sup> March, 2024</b>						
Fully paid-up equity shares of ₹ 10 each	Mukesh D. Ambani	-	80,52,020	80,52,020	0.13	100.00
	Reliance Industries Limited	20,20,200 *	(20,20,200)*	-	-	(100.00)
<b>As on 31<sup>st</sup> March, 2023</b>						
Fully paid-up equity shares of ₹ 10 each	Reliance Industries Limited	20,20,200 *	-	20,20,200 *	100.00	-

\* Pre-Scheme Paid-up capital has been cancelled and reduced and Reliance Industries Limited ceased to be holding / promoter company as an integral part of the Scheme (Refer note no. 30)

### 16.A. Instruments entirely equity in nature

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Balance at the beginning of the year	0.31	0.31
Less: Cancelled during the year *	(0.31)	-
Balance at the end of the year	-	<b>0.31</b>

\* Pre-Scheme Paid up capital has been cancelled and reduced as an integral part of the Scheme. Refer note no. 30

**16.B. Other equity**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Capital redemption reserve</b>		
Balance at the beginning and end of the year	<b>1.23</b>	<b>1.23</b>
<b>Securities premium</b>		
Balance at the beginning of the year	17,211.78	881.17
Add: Premium on equity shares pending allotment (Refer note no. 30)	-	16,330.61
Balance at the end of the year	<b>17,211.78</b>	<b>17,211.78</b>
<b>Capital reserve</b>		
Balance at the beginning of the year	-	-
Add: Pursuant to Scheme of Arrangement (Refer note no. 30)	2.33	-
Balance at the end of the year	<b>2.33</b>	-
<b>Statutory reserve fund</b>		
Balance at the beginning of the year	322.30	316.00
Add: Transferred from retained earnings @	76.50	6.30
Balance at the end of the year	<b>398.80</b>	<b>322.30</b>
<b>Retained earnings</b>		
Balance at the beginning of the year	163.33	1,027.30
Add: Profit for the year	382.47	31.25
	<b>545.80</b>	<b>1,058.55</b>
Appropriations		
Less: Dividend on preference and equity shares	-	(888.92)
Less: Transferred to statutory reserve fund @	(76.50)	(6.30)
Balance at the end of the year	<b>469.30</b>	<b>163.33</b>
<b>Remeasurement of defined benefit liability</b>		
Balance at the beginning of the year	-	-
Add: Movement during the year	0.09	-
Balance at the end of the year	<b>0.09</b>	-
<b>Total other equity</b>	<b>18,083.53</b>	<b>17,698.64</b>

@ Transfer to reserve fund in terms of section 45-IC(1) of the Reserve Bank of India Act, 1934



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### **Nature and purpose of reserves**

#### **Capital redemption reserve**

Capital redemption reserve (CRR) represents reserve created pursuant to Section 55 (2) (c) of the Companies Act, 2013 by transfer of an amount equivalent to nominal value of the Preference shares redeemed. The CRR may be utilised by the Company in accordance with the provisions of the Companies Act, 2013.

#### **Securities premium**

The amount received in excess of the face value of share capital issued and subscribed is recognised in securities premium. Further it also includes amount of per share value in excess of face value of share capital issued and subscribed pursuant to the Scheme of Arrangement (Refer note no. 30) The reserve can be utilised only for limited purposes in accordance with the provisions of the Companies Act, 2013.

#### **Capital reserve**

Pursuant to the Scheme of Arrangement (Refer note no. 30) the entire pre-scheme paid up share capital stood cancelled on allotment of new equity shares and has been credited to capital reserve.

#### **Statutory reserve fund**

Statutory reserve represents the reserve created in terms of Section 45 IC(1) of the Reserve Bank of India Act, 1934 (the "RBI Act"). Appropriation from this Reserve Fund is permitted only for the purposes specified by RBI.

#### **Retained earnings**

Retained earnings represents the surplus in the statement of profit and loss and net amount of appropriations made to / from retained earnings.

#### **Remeasurement of defined benefit liability**

Remeasurement comprises of gains and losses resulting from experience adjustments and changes in actuarial assumptions. These are recognised directly in other comprehensive income during the period in which they occur and are presented separately under reserve and surplus.

**17. Interest income**

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>On financial assets measured at amortised cost</b>		
Interest on loans	0.08	36.05
Interest on investments	23.95	-
Interest on fixed deposits	357.58	2.29
	<b>381.61</b>	<b>38.34</b>

**18. Dividend income**

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>On financial assets measured at fair value through profit or loss</b>		
On investments	-	0.27
	<b>-</b>	<b>0.27</b>

**19. Fees, commission and other services**

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Other support services	1.69	-
	<b>1.69</b>	<b>-</b>

**20. Net gain on fair value changes**

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>On financial instruments measured at fair value through profit or loss</b>		
Realised gain / (loss) on investments	221.29	(15.13)
Unrealised gain / (loss) on investments *	33.47	18.15
	<b>254.76</b>	<b>3.02</b>

\* Includes reversal of unrealised gain / (loss) for previous year

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

### 21. Other income

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Interest on income tax refund	-	3.21
	<b>-</b>	<b>3.21</b>

### 22. Finance cost

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>On financial liabilities measured at amortised cost</b>		
Interest on borrowings	10.27	-
	<b>10.27</b>	<b>-</b>

### 23. Impairment on financial instruments

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>On financial instruments measured at amortised cost</b>		
On loans	-	(10.06)
	<b>-</b>	<b>(10.06)</b>

### 24. Employee benefits expense

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Salaries and wages	38.99	-
Contribution to provident and other funds	1.91	-
Staff welfare expenses	1.83	-
	<b>42.73</b>	<b>-</b>

### 25. Depreciation and amortisation expenses

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Depreciation on property, plant and equipment	9.02	-
Amortisation of other intangible assets	3.29	-
	<b>12.31</b>	<b>-</b>

**26. Other expenses**

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Rent, taxes and energy costs	8.53	-
Advertisement	1.18	-
Directors' sitting fees	1.10	0.20
Commission to non-executive directors	1.17	-
Auditors' fees and expenses		
Statutory audit fees	0.30	0.09
Certification fees	0.20	0.04
Reimbursement of expenses	0.04	-
	<b>0.54</b>	<b>0.13</b>
Contingent provision on standard asset	0.37	-
Legal and professional fees	26.85	1.35
Information technology expenses	1.99	-
Listing and demat charges	6.05	-
Expenditure towards CSR (Refer note no. 26.1)	2.36	3.41
Miscellaneous expenses	1.61	0.47
	<b>51.75</b>	<b>5.56</b>

**26.1. Corporate social responsibility (CSR)**

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>a)</b> Gross amount required to be spent by the Company during the year	2.36	3.41
<b>b)</b> Amount spent during the year	2.36	3.41
<b>c)</b> Shortfall / (excess) spent during the year	-	-
<b>d)</b> Nature of CSR activities		
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above		
Preventive and public healthcare initiatives *	2.36	3.41
* Spent through Reliance Foundation		

## NOTES

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### 27. Income tax

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>Tax expenses recognised in statement of profit and loss</b>		
Current tax *	125.46	8.70
Deferred tax	13.07	9.39
	<b>138.53</b>	<b>18.09</b>

\* Includes excess tax of earlier years of ₹ 0.04 crore (previous year ₹ 1.30 crore)

### The income tax expenses for the year can be reconciled to the accounting profit as follows:

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Profit before tax	521.00	49.34
At enacted corporate tax rate of 25.168%	131.12	12.42
<b>Tax Effect of:</b>		
Expenses disallowed	0.80	0.86
Adjustment due to Scheme of Arrangement (Refer note no. 30)	5.68	-
Deferred tax not recognised on losses	1.11	3.81
Others	(0.14)	2.30
Tax for earlier year	(0.04)	(1.30)
<b>Tax expenses</b>	<b>138.53</b>	<b>18.09</b>
<b>Effective tax rate (%)</b>	<b>26.59</b>	<b>36.67</b>

### 28. Earnings per share (EPS)

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Face value per equity share (₹)	10	10
Profit for the year as per statement of profit and loss attributable to equity shareholders (₹ in crore) (A)	382.47	31.25
Number of equity shares	635,32,84,188	20,20,200
Number of potential equity shares	-	31,48,155
Weighted average number of equity shares used as denominator for calculating basic EPS (B)	635,32,84,188	51,68,355
Weighted average number of equity shares used as denominator for calculating diluted EPS (C)	635,32,84,188	51,68,355
<b>Basic earnings per share (₹) (A / B)</b>	<b>0.60</b>	<b>60.46</b>
<b>Diluted earnings per share (₹) (A / C)</b>	<b>0.60</b>	<b>60.46</b>

The basic and diluted earnings per share for the year ended 31<sup>st</sup> March, 2023 is calculated after taking into account 31,48,155 non-cumulative compulsorily convertible preference shares which were entirely in the nature of equity.



**29. Segment reporting**

The Company is engaged primarily in the business of investing & financing in India which constitutes one single reporting segment in accordance with Ind AS-108 "Operating Segments". Therefore, there are no separate business or geographical segments as reportable.

- 30.** In accordance with the Scheme of Arrangement between Reliance Industries Limited (RIL) and its shareholders and creditors ("the Scheme") and the Company and its shareholders and creditors as approved by the Hon'ble National Company Law Tribunal, Mumbai Bench by an order dated 28<sup>th</sup> June, 2023, the Financial Services Business of RIL, along with its related assets and liabilities at the values appearing in the books of accounts of RIL as on the closing business hours of 31<sup>st</sup> March, 2023 (Appointed Date), was demerged and transferred and vested into the Company with effect from the Appointed Date. The Effective Date of the Scheme was 1<sup>st</sup> July, 2023. Therefore, the figures of the previous year may not be comparable with the figures of the current year.

In terms of the Scheme, the Company has issued and allotted 635,32,84,188 equity shares having a face value of ₹ 10 each fully paid up at a premium of ₹ 25.70 per share, for every 1 fully paid-up equity share held in RIL on 10<sup>th</sup> August, 2023 (Record Date), which was pending for allotment as at 31<sup>st</sup> March, 2023. Upon allotment of new equity shares, the entire pre-scheme paid up share capital stood cancelled, and an equivalent amount has been credited to capital reserve.

The effect of the aforementioned Scheme has been accounted for in the books of accounts in accordance with the Scheme and Ind AS and there are no deviations between the two.

Reliance Industrial Investments and Holding Limited had transferred its investments in its wholly-owned subsidiaries namely Jio Finance Limited (formerly known as Reliance Retail Finance Limited), Jio Payment Solutions Limited (formerly known as Reliance Payment Solutions Limited) and Jio Leasing Services Limited (formerly known as Jio Information Aggregators Services Limited) to the Company. These step-down subsidiaries have become direct subsidiaries of the Company.

Necessary approval for the change in the name of the Company to "Jio Financial Services Limited" was received on 25<sup>th</sup> July, 2023.

**31. Contingent liabilities and commitments**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>i) Contingent liabilities</b>		
Income tax liability*	2.94	3.12
Others	-	0.07
<b>ii) Commitments</b>	-	-

\* Income tax matters are presently under appeal. The Company has been advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

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### 32. Financial instruments

#### A) Financial Assets and liabilities

The carrying value of financial instruments by categories is as follows:

₹ in crore

Particulars	As at 31 <sup>st</sup> March, 2024				As at 31 <sup>st</sup> March, 2023			
	Fair value through profit or loss	Amortised cost	Investment in subsidiaries and joint venture	Total	Fair value through profit or loss	Amortised cost	Investment in subsidiaries and joint venture	Total
<b>Financial assets</b>								
Cash and cash equivalent	-	4.95	-	<b>4.95</b>	-	0.17	-	<b>0.17</b>
Bank balances other than cash and cash equivalent	-	4,585.25	-	<b>4,585.25</b>	-	5,249.70	-	<b>5,249.70</b>
Loans	-	92.00	-	<b>92.00</b>	-	-	-	<b>-</b>
Investments	2,631.20	-	17,088.77	<b>19,719.97</b>	6,429.10	-	12,971.47	<b>19,400.57</b>
Other financial assets	-	6.25	-	<b>6.25</b>	-	79.87	-	<b>79.87</b>
<b>Total</b>	<b>2,631.20</b>	<b>4,688.45</b>	<b>17,088.77</b>	<b>24,408.42</b>	<b>6,429.10</b>	<b>5,329.74</b>	<b>12,971.47</b>	<b>24,730.31</b>
<b>Financial liabilities</b>								
Trade payables	-	2.39	-	<b>2.39</b>	-	0.09	-	<b>0.09</b>
Borrowings	-	-	-	<b>-</b>	-	742.77	-	<b>742.77</b>
Other financial liabilities	-	1.18	-	<b>1.18</b>	-	-	-	<b>-</b>
<b>Total</b>	<b>-</b>	<b>3.57</b>	<b>-</b>	<b>3.57</b>	<b>-</b>	<b>742.86</b>	<b>-</b>	<b>742.86</b>

Note : During the current and previous year, the company has not reclassified any investments since its initial classification.

#### B) Fair Valuation Measurement hierarchy

₹ in crore

Particulars	As at 31 <sup>st</sup> March, 2024					As at 31 <sup>st</sup> March, 2023			
	Carrying value	Fair value			Carrying value	Fair value			
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3	
<b>Financial Assets</b>									
Loans	92.00	-	-	-	-	-	-	-	
Investments *	2,631.20	2,631.20	-	-	6,429.10	3,351.25	3,077.85	-	
<b>Financial Liabilities</b>									
Borrowings	-	-	-	-	742.77	-	-	-	
<b>Total</b>	<b>2,723.20</b>	<b>2,631.20</b>	<b>-</b>	<b>-</b>	<b>7,171.87</b>	<b>3,351.25</b>	<b>3,077.85</b>	<b>-</b>	

\* Excludes investments in subsidiaries and joint venture of ₹ 17,088.77 crore (Previous year ₹ 12,971.47 crore) measured at cost (Refer note no. 4)

The Company has not disclosed fair values for cash and cash equivalents, Bank balances other than cash and cash equivalents, other financial assets, trade payables and other financial liabilities as they are all considered to be of short duration and carrying value are assumed to be approximate to their fair value.

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

There were no transfers between Level 1, Level 2 and Level 3 of the fair value hierarchy.

### Valuation Methodology

All financial instruments are initially recognised and subsequently re-measured at fair value as described below:

The fair value of investment in quoted Equity shares, Bonds, Government securities, Treasury bills, Certificate of deposit, Commercial paper and Mutual funds are measured at quoted price or NAV.

## C) Financial Risk Management

### Risk Management Framework:

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established the Risk Management Committee, which is responsible for overseeing development and monitoring the Company's risk management policies. The Committee reports regularly to the Board of Directors on its activities. Risk management involves identifying, measuring, monitoring and managing risks on a regular basis. To achieve this objective, the Company employs leading risk management practices and recruits experienced people.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the Company's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

The Board of Directors have constituted risk management committee. The purpose of the Committee is to assist the Board in its oversight of various risks (i) Credit Risk (ii) Market and Liquidity Risk (iii) Operational Risk.

### Different types of risks the Company is exposed to are as under:

#### Credit risk

Credit risk is the risk of financial loss to the company if a customer or counter party to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivable from customers, loans and investments in debt securities.

##### a) Cash & cash equivalents and other bank balances

The Company holds cash & cash equivalents and other bank balances aggregating ₹ 4,590.20 crore (previous year ₹ 5,249.8 crore). The creditworthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

##### b) Investments

The Company had limited its exposure to credit risk by investing in money market instruments that have an investment grade credit rating. The Company monitors changes in credit risk by tracking external credit ratings.

##### c) Loans

The Company has limited its exposure to credit risk by rendering loans only to its group companies, wherein company has significant influence.

#### Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holding of financial instruments.

Main activity is to do investment in financial instruments. This market is influenced by domestic / international political, financial and other events occurring on day-to-day basis. Hence the market is constantly volatile and uncertain. The Company has strong treasury philosophies and practices and is well geared to meet the challenges of volatile market conditions.

#### Interest rate risk

Interest rate risk consists primarily of risk inherent in ALM activities and relates to the potential adverse impact of changes

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in market interest rates on future net interest income (NII). Since the company does not have any financial assets or liabilities bearing floating interest rates any change in interest rates at the reporting date would not have significant impact on standalone financial statement of the company.

Company's borrowing for the current year and previous year is NIL (except borrowings transferred pursuant to Scheme of Arrangement, Refer note no. 30) from Bank / FI etc.

### Liquidity risk

Liquidity risk is the risk that the company may not be able to meet its obligations on time or at a reasonable price. The Company maintains sufficient liquid assets to meet working capital requirements in the form of term deposits with banks and / or in money market instruments which can be liquidated on demand. The Company's financial liabilities consists mainly of accrued expenses and other liabilities which are due within the next twelve months from the reporting date. The Company has sufficient funds to meet all maturing obligations.

### Liquidity analysis for non-derivative financial liabilities

The following table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company is required to pay.

₹ in crore

Particulars	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	Less than 1 year	More than 1 year	Total	Less than 1 year	More than 1 year	Total
Trade payables	2.39	-	2.39	0.09	-	0.09
Borrowings	-	-	-	742.77	-	742.77
Other financial liabilities	1.18	-	1.18	-	-	-
<b>Total</b>	<b>3.57</b>	<b>-</b>	<b>3.57</b>	<b>742.86</b>	<b>-</b>	<b>742.86</b>

### Operational Risk

Operational risk is the risk arising from inadequate or failed internal processes, people or systems, or from external events. The Company manages operational risks through comprehensive internal control systems and procedures laid down around various key activities in the Company viz. loan acquisition, customer service, IT operations, finance function etc. Further IT and operations have a dedicated compliance and control units within the function who on a continuous basis review internal processes. This enables the Management to evaluate key areas of operation risks and the process to adequately mitigate them on an ongoing basis.

## 33. Capital

### a) Capital management

The Company manages its capital to ensure that it will continue as a going concern while maximising the return to stakeholders and ensuring adequate liquidity is available to meet its commitments. The company manages its capital structure prudently and may undertake adjustments in light of changes in business conditions. The overall strategy remained unchanged as compared to last year.

### b) Analytical ratios

Particulars	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023	Variance	Reasons for variance (if above 25%)
	Numerator	Denominator	Ratio	Ratio		
	₹ in crore	₹ in crore			%	
Capital to risk-weighted assets ratio (CRAR)	9,652.41	5,051.18	191.09%	195.04%	-2.02%	NA
Tier I CRAR	9,652.04	5,051.18	191.08%	195.04%	-2.03%	NA
Tier II CRAR	0.37	5,051.18	0.01%	-	-	NA
Liquidity Coverage Ratio	19.52	2.51	777.69%	5739475%	-99.99%	Decrease in LCR % is due to decrease in value of HQLA

### 34. Maturity analysis of assets and liabilities

The table below shows the maturity analysis of assets and liabilities according to when they are expected to be recovered or settled

₹ in crore

	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	within 12 months	After 12 months	Total	within 12 months	After 12 months	Total
<b>ASSETS</b>						
<b>Financial assets</b>						
Cash and cash equivalents	4.95	-	<b>4.95</b>	0.17	-	<b>0.17</b>
Bank balances other than cash and cash equivalents	4,585.25	-	<b>4,585.25</b>	5,249.70	-	<b>5,249.70</b>
Loans	92.00	-	<b>92.00</b>	-	-	<b>-</b>
Investments	2,631.20	17,088.77	<b>19,719.97</b>	6,429.10	12,971.47	<b>19,400.57</b>
Other financial assets	2.20	4.05	<b>6.25</b>	79.87	-	<b>79.87</b>
<b>Total Financial assets</b>	<b>7,315.60</b>	<b>17,092.82</b>	<b>24,408.42</b>	<b>11,758.84</b>	<b>12,971.47</b>	<b>24,730.31</b>
<b>Non-financial assets</b>						
Current tax assets (net)	-	24.30	<b>24.30</b>	-	23.87	<b>23.87</b>
Property, plant and equipment	-	29.95	<b>29.95</b>	-	38.93	<b>38.93</b>
Other Intangible assets	-	6.58	<b>6.58</b>	-	9.87	<b>9.87</b>
Other non-financial assets	4.71	0.24	<b>4.95</b>	0.12	-	<b>0.12</b>
<b>Total Non-financial assets</b>	<b>4.71</b>	<b>61.07</b>	<b>65.78</b>	<b>0.12</b>	<b>72.67</b>	<b>72.79</b>
<b>Total Assets</b>	<b>7,320.31</b>	<b>17,153.89</b>	<b>24,474.20</b>	<b>11,758.96</b>	<b>13,044.14</b>	<b>24,803.10</b>
<b>LIABILITIES</b>						
<b>Financial liabilities</b>						
Payables						
Trade payables						
Total outstanding dues of micro enterprises and small enterprises	1.01	-	<b>1.01</b>	-	-	<b>-</b>
Total outstanding dues of creditors other than micro enterprises and small enterprises	1.38	-	<b>1.38</b>	0.09	-	<b>0.09</b>
Borrowings	-	-	<b>-</b>	742.77	-	<b>742.77</b>
Other financial liabilities	1.18	-	<b>1.18</b>	-	-	<b>-</b>
<b>Total Financial liabilities</b>	<b>3.57</b>	<b>-</b>	<b>3.57</b>	<b>742.86</b>	<b>-</b>	<b>742.86</b>
<b>Non-financial liabilities</b>						
Provisions	11.21	1.72	<b>12.93</b>	-	1.72	<b>1.72</b>
Deferred tax liabilities (net)	-	17.18	<b>17.18</b>	-	4.08	<b>4.08</b>
Other non-financial liabilities	3.71	-	<b>3.71</b>	0.19	-	<b>0.19</b>
<b>Total Non-financial liabilities</b>	<b>14.92</b>	<b>18.90</b>	<b>33.82</b>	<b>0.19</b>	<b>5.80</b>	<b>5.99</b>
<b>Total liabilities</b>	<b>18.49</b>	<b>18.90</b>	<b>37.39</b>	<b>743.05</b>	<b>5.80</b>	<b>748.85</b>

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to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

### 35. As per Indian Accounting Standard 19 "Employee benefits", the disclosures as defined are given below : Defined contribution plans

Contribution to Defined contribution plans, recognised as expense for the year is as under:

₹ in crore

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Employer's contribution to provident fund	1.28	-
Employer's contribution to superannuation fund	0.01	-
Employer's contribution to pension scheme	0.22	-

### Defined benefit plan

The present value obligation is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for compensated absences is recognised in the same manner as gratuity.

The following tables summarises the components of net benefit expenses recognised in the standalone statement of profit and loss and amounts recognised in standalone balance sheet.

#### i) Reconciliation of opening and closing balances of Defined benefit obligation

₹ in crore

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
	Gratuity (Unfunded)	
Defined benefit obligation at beginning of the year	-	-
Current service cost	0.30	-
Interest cost	0.05	-
Liability transferred in	0.83	-
Actuarial (gain) / loss	(0.12)	-
Benefits paid	-	-
<b>Defined benefit obligation at end of the year</b>	<b>1.06</b>	-

#### ii) Expenses recognised in Statement of Profit and Loss and Other Comprehensive income

₹ in crore

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
	Gratuity (Unfunded)	
<b>In profit and loss account</b>		
Current service cost	0.30	-
Interest cost	0.05	-
Expected return on plan assets	-	-
<b>Net cost</b>	<b>0.35</b>	-
<b>In Other comprehensive income (OCI)</b>		
Actuarial (gain) / loss	(0.12)	-
Return on plan assets	-	-
<b>Net (Income) / expense for the year recognised in OCI</b>	<b>(0.12)</b>	-

**iii) Amount recognised in Balance sheet**

₹ in crore

Particulars	Gratuity (Unfunded)	
	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Fair value of plan assets	-	-
Present value obligation	1.06	-
<b>Amount recognised in Balance Sheet</b>	<b>1.06</b>	<b>-</b>

**iv) Actuarial assumptions**

	Gratuity (Unfunded)	
	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>Mortality Table</b>	IALM (2012-14) (Urban)	
Expected return of plan assets	NA	NA
Discount rate (per annum)	7.21%	NA
Rate of escalation in salary (per annum)	7.00%	NA
Rate of employee turnover (per annum)	8.00%	NA

The estimates of rate of escalation in salary considered in actuarial valuation, taking into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

v) The expected contributions for Defined benefit plan for the next financial year will be in line of the liability accrued at the year end.

**vi) Maturity analysis of the benefit payments**

Projected benefits payable in future years from the date of reporting

₹ in crore

	2023-24	2022-23
1 <sup>st</sup> Following year	0.07	NA
2 <sup>nd</sup> Following year	0.07	NA
3 <sup>rd</sup> Following year	0.16	NA
4 <sup>th</sup> Following year	0.44	NA
5 <sup>th</sup> Following year	0.05	NA
Sum of years 6 to 10	0.27	NA
Sum of years 11 and above	0.64	NA

vii) The average duration of the defined benefit plan obligation at the end of the balance sheet date is 7 years.

**viii) Sensitivity analysis**

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary, increase and employee turnover. The sensitivity analysis below, has been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of sensitivity analysis is given below:

	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	Decrease	Increase	Decrease	Increase
Change in rate of discounting (delta effect of + / - 0.5%)	0.03	(0.03)	-	-
Change in rate of salary increase (delta effect of + / - 0.5%)	(0.03)	0.03	-	-
Change in rate of employee turnover (delta effect of + / - 0.5%)	0.01	(0.01)	-	-

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

In presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the defined benefit obligations as recognised in the balance sheet.

### 36. Related parties disclosures

**As per Ind AS 24, the disclosures of transactions with the related parties are given below :**

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

Sr. No.	Name of the Related Party	Relationship
1	Reliance Industries Limited *	
2	Reliance Projects & Property Management Services Limited	
3	Reliance Retail Limited Reliance	
4	Reliance Jio Infocomm Limited	Company under common control ***
5	The Indian Film Combine Private Limited	
6	NowFloats Technologies Limited	
7	Jio Platforms Limited	
8	Reliance Industrial Investments and Holdings Limited	
9	Jio Insurance Broking Limited (Formerly Reliance Retail Insurance Broking Limited)	
10	Jio Finance Limited (Formerly Reliance Retail Finance Limited)	Subsidiaries
11	Jio Payment Solutions Limited (Formerly Reliance Payment Solutions Limited)	
12	Jio Infrastructure Management Services Limited (up to 07.02.2024)	
13	Jio Leasing Services Limited (Formerly Jio Information Aggregator Services Limited)	
14	Reliance Foundation	Private Company in which Director or his relative is director or member and promoter of the company exercise significant influence
15	Jio Payments Bank Limited	Joint venture
16	Reliance Services and Holdings Limited	Associate
17	Reliance Industrial Investments and Holdings Limited **	
18	Reliance Ventures Limited **	
19	Reliance Strategic Business Ventures Limited **	
20	Reliance Projects & Property Management Services Limited **	Fellow subsidiaries
21	Jio Payment Solutions Limited (Formerly Reliance Payment Solutions Limited) **	
22	Jio Platforms Limited **	
23	Den Network Limited **	
24	Hitesh Kumar Sethia (President and Chief Executive Officer w.e.f. 07.07.2023 and Managing Director and Chief Executive Officer w.e.f. 15.11.2023)	
25	Abhishek Haridas Pathak (Chief Financial Officer w.e.f. 24.02.2023)	Key Management Personnel
26	Mohana V (Company Secretary w.e.f. 21.03.2023)	
27	Suresh Jagannathan (ceased as Chief financial Officer w.e.f. 25.11.2022)	
28	Ashoo Mote (ceased as Company Secretary w.e.f. 21.03.2023)	

\* Reliance Industries Limited was Holding company up to 31<sup>st</sup> March, 2023 (closing business hour)

\*\* Fellow subsidiaries (subsidiaries of Reliance Industries Limited) up to 31<sup>st</sup> March, 2023 (closing business hour)

\*\*\* Shri Mukesh D Ambani and his family comprising Smt. Nita M Ambani, Smt. Isha M Ambani, Shri Akash M Ambani and Shri Anant M Ambani together and collectively control both Jio Financial Services Limited and Reliance Industries Limited by exercise of voting rights.



## ii) Transactions with related parties:

₹ in crore

Sr. No.	Nature of transaction	Holding company *	Companies under common control	Subsidiaries	Joint venture / Associate	Key management personnel	Others	Total
1	Loan given / (returned)	-	-	<b>92.00</b>	-	-	-	<b>92.00</b>
		-	-	<i>(2,011.06)</i> **	-	-	-	<i>(2,011.06)</i>
2	Purchase of / subscription to investments	-	-	<b>4,112.70</b>	<b>4.00</b>	-	-	<b>4,116.70</b>
		-	-	-	-	-	-	-
3	Purchase of property, plant & equipment	-	<b>0.01</b>	-	-	-	-	<b>0.01</b>
		-	-	-	-	-	-	-
4	Conversion of investments (Preference shares converted to Equity shares)	-	-	<b>6,703.35</b>	-	-	-	<b>6,703.35</b>
		-	-	-	-	-	-	-
5	Sale of investments	-	-	<b>6.28</b>	-	-	-	<b>6.28</b>
		-	-	<i>170.26</i> **	-	-	-	<i>170.26</i>
6	Interest income	-	-	<b>0.08</b>	-	-	-	<b>0.08</b>
		-	-	<i>36.05</i> **	-	-	-	<i>36.05</i>
7	Fees, commission and other service charges	-	-	<b>1.03</b>	<b>0.67</b>	-	-	<b>1.69</b>
		-	-	-	-	-	-	-
8	Dividend paid	-	-	-	-	-	-	-
		<i>888.89</i>	-	-	-	-	-	<i>888.89</i>
9	Professional fees#	-	<b>0.80</b>	-	-	-	-	<b>0.80</b>
		<i>0.31</i>	-	<i>0.30</i> **	-	-	-	<i>0.61</i>
10	CSR expenses	-	-	-	-	-	<b>2.36</b>	<b>2.36</b>
		-	-	-	-	-	<i>3.41</i>	<i>3.41</i>
11	Other expenses	-	<b>0.36</b>	-	-	-	-	<b>0.36</b>
		-	-	-	-	-	-	-
12	Payment to Key Management Personnel	-	-	-	-	<b>5.38</b>	-	<b>5.38</b>
		-	-	-	-	<i>0.10</i>	-	<i>0.10</i>

\* Reliance Industries Limited was Holding Company up to 31<sup>st</sup> March, 2023 (closing business hour)\*\* Fellow subsidiaries (subsidiaries of Reliance Industries Limited) up to 31<sup>st</sup> March, 2023 (closing business hour)

# Includes remuneration paid to Key Management Personnel on secondment basis NIL (previous year ₹ 0.10 crore)

Note: Figures in italic represents previous year's amount

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

### iii) Balances as at 31<sup>st</sup> March, 2024

₹ in crore

Sr. No.	Nature of transaction	Holding company*	Companies under common control	Subsidiaries	Joint venture / Associate	Key management personnel	Others	Total
1	Investments	-	-	<b>16,820.25</b>	<b>268.52</b>	-	-	<b>17,088.77</b>
		-	-	<i>12,706.95</i>	<i>264.52</i>	-	-	<i>12,971.47</i>
2	Loans	-	-	<b>92.00</b>	-	-	-	<b>92.00</b>
		-	-	-	-	-	-	-
3	Payables	-	<b>0.05</b>	-	-	-	-	<b>0.05</b>
		-	-	-	-	-	-	-

\* Reliance Industries Limited was Holding Company up to 31<sup>st</sup> March, 2023 (closing business hour)  
Note Figures in italic represents previous year's amount

### iv) Disclosure in respect of material related party transactions during the year:

₹ in crore

Sr. No.	Particulars	Relationship	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>1</b>	<b>Loans given / (returned)</b>			
	Jio Leasing Services Limited	Subsidiary	92.00	-
	Reliance Industrial Investments and Holdings Limited	Fellow subsidiary	-	(2,011.06)
<b>2</b>	<b>Purchase of / subscription to investments</b>			
	Reliance Industrial Investments and Holdings Limited	Subsidiary	4,072.70	-
	Jio Leasing Services Limited	Subsidiary	40.00	-
	Jio Payments Bank Limited	Joint venture	4.00	-
<b>3</b>	<b>Purchase of property, plant &amp; equipment</b>			
	Reliance Retail Limited	Company under common control	0.01	-
<b>4</b>	<b>Conversion of investments</b> (Preference shares converted to equity shares)			
	Reliance Industrial Investments and Holdings Limited	Subsidiary	6,703.35	-
<b>5</b>	<b>Sale of investments</b>			
	Reliance Industrial Investments and Holdings Limited	Subsidiary	6.28	-
	Reliance Industrial Investments and Holdings Limited	Fellow subsidiary	-	140.00
	Reliance Ventures Limited	Fellow subsidiary	-	25.50
	Reliance Strategic Business Ventures Limited	Fellow subsidiary	-	4.76
<b>6</b>	<b>Interest income</b>			
	Jio Leasing Services Limited	Subsidiary	0.08	-
	Reliance Industrial Investments and Holdings Limited	Fellow subsidiary	-	36.05
<b>7</b>	<b>Fees, commission and service charges</b>			
	Reliance Industrial Investments and Holdings Limited	Subsidiary	1.03	-
	Reliance Services and Holdings Limited	Associate	0.39	-
	Jio Payments Bank Limited <sup>^</sup>	Joint venture	0.27	-

₹ in crore

Sr. No.	Particulars	Relationship	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>8</b>	<b>Dividend paid</b>			
	Reliance Industries Limited	Holding company	-	888.89
<b>9</b>	<b>Professional fees</b>			
	Reliance Industries Limited <sup>^^</sup>	Holding company	-	0.31
	Reliance Industries Limited	Company under common control	0.61	-
	Reliance Projects & Property Management Services Limited	Fellow subsidiary	-	0.30
	Reliance Projects & Property Management Services Limited	Company under common control	0.07	-
	NowFloats Technologies Limited	Company under common control	0.12	-
<b>10</b>	<b>CSR expenses</b>			
	Reliance Foundation	Private company in which director or his relative is director or member and promoter of the company exercise significant influence	2.36	3.41
<b>11</b>	<b>Other expenses</b>			
	The Indian Film Combine Private Limited	Company under common control	0.31	-
	Reliance Retail Limited <sup>^^^</sup>	Company under common control	0.00	-
	Reliance Jio Infocomm Limited	Company under common control	0.05	-
<b>12</b>	<b>Payment to Key Management Personnel</b>			
	Hitesh Kumar Sethia	Key management personnel	2.47	-
	Abhishek Haridas Pathak	Key management personnel	1.62	0.01
	Mohana V	Key management personnel	1.29	-
	Vishal Kumar	Key management personnel	-	0.03
	Suresh Jagannathan	Key management personnel	-	0.04
	Ashoo Mote	Key management personnel	-	0.02

<sup>^</sup> Transaction done prior to pre-demerger

<sup>^^</sup> Includes remuneration paid to Key management personnel on secondment basis NIL (previous year ₹ 0.10 crore)

<sup>^^^</sup> Below rounding off norms

### 37. Other statutory information

- (i) Details of Benami property held: There are no proceedings which have been initiated or pending against the company for holding any benami property under the benami transactions (Prohibition) Act, 1988 and rules made thereunder.
- (ii) Security of current assets against borrowings: There are no outstanding borrowings from banks or financial institutions. Pursuant to Scheme of Arrangement (Refer note no. 30) borrowing of ₹ 742.77 crore has been repaid during current year.

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

- (iii) Willful defaulter: The company has not been declared as a willful defaulter by any bank or financial institution or other lender.
- (iv) The company has not entered into any transaction during the year nor there is any balance outstanding against the companies struck off u/s 248 of the Companies Act, 2013.
- (v) There is no charge or satisfaction yet to be registered with Registrar of Companies (ROC) beyond the statutory period.
- (vi) Utilisation of borrowed funds and share premium:
  - (a) The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) other than normal course of business with the understanding that the Intermediary shall:
    - (i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
    - (ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
  - (b) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) other than normal course of business with the understanding (whether recorded in writing or otherwise) that the Company shall:
    - (i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
    - (ii) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vii) The Company has not carried out any such transaction which is not recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.
- (viii) Details of crypto currency or virtual currency: The Company has not traded or invested in crypto currency or virtual currency during the financial year.

### 38. Events after reporting date

There have been no events after the reporting date that require adjustments or disclosure in these financial statements.

39. The figures for the corresponding previous year have been regrouped / reclassified wherever necessary.

### 40. Approval of Financial Statements

The Financial statements were approved by the board of directors on 19<sup>th</sup> April, 2024.

### 41. Disclosures as required in Annex XXII of RBI notification - RBI/DoR/2023-24/106 DoR.FIN.REC. No.45/03.10.119/2023-24 dated 19<sup>th</sup> October, 2023 'Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023' to the extent applicable.

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>41 a) Capital</b>		
i) CRAR	191.09%	195.04%
ii) CRAR – Tier I Capital	191.08%	195.04%
iii) CRAR – Tier II Capital	0.01%	-
iv) Amount of subordinated debt raised as Tier-II capital (₹)	-	-
v) Amount raised by issue of Perpetual Debt instruments (₹)	-	-
<b>b) Investments (₹ in crore)</b>		
<b>i) Value of Investments</b>		
a) Gross Value of Investments		
i) In India	19,719.97	19,400.57
ii) Outside India	-	-
b) Provision for Depreciation		
i) In India	-	-
ii) Outside India	-	-

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
c ) Net Value of Investments		
i) In India	19,719.97	19,400.57
ii) Outside India	-	-
<b>ii) Movement of provisions held towards depreciation on investments</b>		
i) Opening Balance	-	-
ii) Add: Provisions made during the year	-	-
iii) Less: Write-off / Write back of excess provisions during the year	-	-
iv) Closing Balance	-	-
<b>c) Derivatives</b>		
<b>i) Forward Rate Agreement / Interest Rate Swap</b>		
i) The notional principal of swap agreements	-	-
ii) Losses which would be incurred if counterparties failed to fulfil their obligations under the agreements	-	-
iii) Collateral required by the NBFC upon entering into swaps	-	-
iv) Concentration of credit risk arising from the swaps	-	-
v) The fair value of the swap book	-	-
<b>ii) Exchange Traded Interest Rate (IR) Derivatives</b>		
The Company has not traded in exchange traded interest rate derivative during the current year and previous year	-	-

₹ in crore

	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
<b>iii) Disclosures on Risk Exposure in Derivatives</b>				
<b>i) Qualitative Disclosure</b>				
<b>ii) Quantitative Disclosures</b>	<b>Currency derivatives</b>	<b>Interest rate derivatives</b>	<b>Currency derivatives</b>	<b>Interest rate derivatives</b>
i) Derivatives (Notional Principal Amount) For Hedging	-	-	-	-
ii) Marked to Market Positions	-	-	-	-
a) Assets (+)	-	-	-	-
b) Liability (-)	-	-	-	-
iii) Credit Exposure	-	-	-	-
iv) Unhedged Exposures	-	-	-	-

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

### d) Asset Liability Management - maturity pattern of certain items of assets and liabilities as on 31<sup>st</sup> March, 2024

₹ in crore

Particulars	1 day to 7 days	8 days to 14 days	15 days to 30 days	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
Deposits	-	-	-	-	-	-	-	-	-	-	-
Fixed deposits (including accrued interest)	3,320.73	-	-	1,212.84	-	-	51.68	-	-	-	<b>4,585.25</b>
Advances	92.00	-	0.06	0.06	0.89	0.15	5.76	4.28	-	-	<b>103.20</b>
Investments	5.00	2.50	3.50	10.00	20.00	114.57	2,475.63	-	-	17,088.77	<b>19,719.97</b>
Borrowings	-	-	-	-	-	-	-	-	-	-	-
Foreign currency											
- Asset	-	-	-	-	-	-	-	-	-	-	-
- Liabilities	-	-	-	-	-	-	-	-	-	-	-

### Asset Liability Management - maturity pattern of certain items of assets and liabilities as on 31<sup>st</sup> March, 2023

₹ in crore

Particulars	1 day to 7 days	8 days to 14 days	15 days to 30 days	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
Deposits	-	-	-	-	-	-	-	-	-	-	-
Fixed deposits (including accrued interest)	-	-	-	-	-	-	5,249.70	-	-	-	<b>5,249.70</b>
Advances	29.37	-	-	-	-	50.62	-	-	-	-	<b>79.99</b>
Investments	791.47	-	-	-	14.75	1,527.91	4,090.97	-	-	12,975.47	<b>19,400.57</b>
Borrowings	-	-	-	-	-	-	-	-	-	-	-
Foreign currency											
- Asset	-	-	-	-	-	-	-	-	-	-	-
- Liabilities	-	-	-	-	-	-	-	-	-	-	-

Note : Amounts disclosed as per the behaviouralised pattern.

₹ in crore

		As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>41.1. e) Exposure to real estate sector</b>	Refer note no. 41.2 (a)(1)		
<b>f) Exposure to capital market</b>	Refer note no. 41.2 (b)(2)		
<b>g) Details of financing of parent company products</b>	The Company does not have any financing of Parent Company products during the current and previous year.		
<b>h) Details of single borrower limit / group borrower limit exceeded</b>	The Company has not exceeded the prudential exposure limits during the current and previous year.	-	-
<b>i) Unsecured advances</b>	Unsecured loan	92.00	-
	Advance given against intangible assets	-	-
<b>j) Registration obtained from other financial sector regulators</b>		-	-
<b>k) Penalties &amp; strictures imposed by RBI and other regulators</b>	No penalties have been imposed by RBI and other regulators including strictures or directions on the basis of inspection reports or other adverse findings in the currency year and previous year.	-	-
<b>l) Related Party Transactions</b>	Refer note no. 36 & 41.2(b)		
<b>m) Ratings assigned by credit rating agencies and migration of ratings during the period</b>		-	-
<b>n) Commission to non-executive directors</b>			₹ in crore
	<b>Sr. No.</b>	<b>Name of the non-executive directors</b>	
			For the year ended 31 <sup>st</sup> March, 2024
			For the year ended 31 <sup>st</sup> March, 2023
	1	K.V. Kamath	0.22
	2	Isha M. Ambani	0.05
	3	Rajiv Mehrishi	0.19
	4	Sunil Mehta	0.39
	5	Bimal Manu Tanna	0.32
<b>o) Impact of prior period items on current year's profit and loss</b>			-
<b>p) Revenue recognition has been postponed</b>			-
<b>q) Consolidated financial statement (CFS)</b>			
		The Company has CFS of all its underlying subsidiaries and joint venture	

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to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

**r) Break up of 'Provisions and Contingencies' shown under the head Expenditure in Profit and Loss Account**

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Provisions for depreciation on Investment	-	-
Provision towards NPA	-	-
Provision made towards Income tax	125.50	10.00
Other Provision and Contingencies (with details)	-	-
Contingent provision on standard asset	0.37	-
Impairment on financial instruments	-	(10.06)

**s) Draw Down from Reserves**

**t) Concentration of Deposits, Advances, Exposures and NPAs**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>i) Concentration of Deposits (for deposit taking NBFCs)</b>	-	-
<b>ii) Concentration of Advances</b>		
Total Advances to twenty largest borrowers	92.00	-
Percentage of Advances to twenty largest borrowers to total advances	100.00	-
<b>iii) Concentration of Exposure</b>		
Total exposure to twenty largest borrowers / customers (includes investments)	19,811.97	19,400.57
Percentage of exposures to twenty largest borrowers / customers to total exposure	100.00	100.00
<b>iv) Concentration of NPAs</b>		
Total exposure to Top four NPA accounts	-	-
<b>v) Sector-wise NPAs</b>	-	-
<b>u) Movement of NPAs</b>		

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
i) Net NPAs to Net Advances (%)	-	-
ii) Movement of NPAs (Gross)	-	-
iii) Movement of Net NPAs	-	-
iv) Movement of provisions for NPAs (excluding provision on standard assets)	-	-
<b>v) Overseas Assets (for those with Joint Ventures and Subsidiaries abroad)</b>		

Name of the Joint Venture / Subsidiary	Other Partner in the JV	Country	Total assets
	-	-	-



**w) Off-balance Sheet SPVs sponsored**

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>Name of SPV sponsored</b>		
Domestic	-	-
Overseas	-	-

**x) Customer Complaints**

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
a) No. of complaints pending at the beginning of the year	-	-
b) No. of complaints received during the year	-	-
c) No. of complaints redressed during the year	-	-
d) No. of complaints pending at the end of the year	-	-

**41.2. Disclosures as required in Section I of Annex VII of RBI notification - RBI/DoR/2023-24/106 DoR.FIN. REC.No.45/03.10.119/2023-24 dated 19th October, 2023 'Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023' to the extent applicable.**

₹ in crore

Category	Current year	Previous year
<b>a) Exposure</b>		
<b>1) Exposure to real estate sector</b>		
<b>i) Direct exposure</b>		
a) Residential Mortgages Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented. Exposure would also include non-fund based (NFB) limits.	-	-
b) Commercial Real Estate – Lending secured by mortgages on commercial real estate (office buildings, retail space, multipurpose commercial premises, multifamily residential buildings, multi tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits	-	-
c) Investments in Mortgage-Backed Securities (MBS) and other securitized exposures –		
i) Residential	-	-
ii) Commercial Real Estate	-	-
<b>ii) Indirect exposure</b>		
Fund based and non-fund-based exposures on National Housing Bank and Housing Finance Companies.		
<b>Total Exposure to Real Estate Sector</b>	-	-
<b>2) Exposure to capital market</b>		
i) Direct investment in equity shares, convertible bonds, convertible debentures and units of equity oriented mutual funds the corpus of which is not exclusively invested in corporate debt	-	3.99
ii) Advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures, and units of equity oriented mutual funds	-	-
iii) Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security	-	-

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

₹ in crore

Category	Current year	Previous year
iv) Advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds does not fully cover the advances	-	-
v) Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers	-	-
vi) Loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources	-	-
vii) Bridge loans to companies against expected equity flows / issues	-	-
viii) Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	-	-
ix) Financing to stockbrokers for margin trading	-	-
x) All exposures to Alternative Investment Funds	-	-
i) Category I	-	-
ii) Category II	-	-
iii) Category III	-	-
<b>Total Exposure to capital market</b>	<b>-</b>	<b>-</b>

### 3) Sectoral exposure

₹ in crore

Sr. No.	Sectors	Current year			Previous year		
		Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector
1	Agriculture and Allied Activities	-	-	-	-	-	-
2	Industry	-	-	-	-	-	-
3	Services	-	-	-	-	-	-
4	Personal Loans	-	-	-	-	-	-
5	Others, if any Unsecured loan to leasing company	92.00	-	-	-	-	-

### 4) Intra-group exposures

₹ in crore

	Current year	Previous year
i) Total amount of intra-group exposures	17,180.77	12,971.47
ii) Total amount of top 20 intra-group exposures	17,180.77	12,971.47
iii) Percentage of intra-group exposures to total exposure of the NBFC on borrowers / customers	86.72	66.86

### 5) Unhedged foreign currency exposure

The Company does not have any unhedged foreign currency exposure.

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41.2. Disclosures as required in Section I of Annex VII of RBI notification - RBI/DoR/2023-24/106 DoR.FIN.REC.No.45/03.10.119/2023-24 dated October 19<sup>th</sup>, 2023  
'Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023' to the extent applicable.

b) Related Party Disclosure

Items	₹ in crore													
	Parent (as per ownership or control)		Subsidiaries		Associates / Joint Ventures		Key management personnel		Relatives of Key management personnel		Others		Total	
	31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023
<b>Borrowings</b>														
Outstanding balance	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Maximum borrowing during the year	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Deposits</b>														
Outstanding balance	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Maximum deposit during the year	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Placement of Deposits</b>														
Outstanding balance	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Maximum placement of deposit during the year	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Advances (incl. Loans)</b>														
Loans given / (returned) net	-	-	92.00	-	-	-	-	-	-	-	-	-	92.00	-2,011.06
Outstanding balance	-	-	92.00	-	-	-	-	-	-	-	-	-	92.00	-
Maximum advances during the year	-	-	92.08	-	-	-	-	-	-	-	-	-	92.08	2,011.06
<b>Investments</b>														
Outstanding balance	-	-	16,820.25	12,706.95	268.52	264.52	-	-	-	-	-	-	17,088.77	12,971.47

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

Related Party	Parent (as per ownership or control)		Subsidiaries		Associates / Joint Ventures		Key management personnel		Relatives of Key management personnel		Others		Total	
	31 <sup>st</sup> March,		31 <sup>st</sup> March,		31 <sup>st</sup> March,		31 <sup>st</sup> March,		31 <sup>st</sup> March,		31 <sup>st</sup> March,		31 <sup>st</sup> March,	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
Maximum investment during the year	-	16,820.25	12,706.95	268.52	264.52	-	-	-	-	-	-	-	17,088.77	12,971.47
<b>Purchase of fixed / other assets</b>	-	4,112.70	-	4.00	-	-	-	-	-	0.01**	-	-	4,116.71	-
<b>Sale of fixed / other assets</b>	-	6.28	-	-	-	-	-	-	-	-	170.26	-	6.28	170.26
<b>Interest paid</b>	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Interest received</b>	-	0.08	-	-	-	-	-	-	-	-	36.05	-	0.08	36.05
<b>Others</b>	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Remuneration/ commission paid	-	-	-	-	-	0.10	-	5.38	-	-	-	-	5.38	0.10
Directors sitting fees	-	-	-	-	-	0.20	-	1.10	-	-	-	-	1.10	0.20
Interim Dividend paid	-	-	-	-	-	-	-	-	-	-	888.89	-	-	888.89
Professional fees paid	-	-	-	-	-	-	-	-	-	0.80**	-	-	0.80	0.61
CSR other expenditure	-	-	-	-	-	-	-	-	-	2.36***	3.41	-	2.36	3.41
Other income	-	1.03	-	0.66	-	-	-	-	-	0.36**	-	-	0.36	-
Others	-	-	-	-	-	-	-	-	-	-	-	-	1.69	-
Expenses recovered	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Receivables	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Trade/ other payables	-	-	-	-	-	-	-	-	-	0.05	-	-	0.05	-
Preference shares converted to equity	-	6,703.35	-	-	-	-	-	-	-	-	-	-	6,703.35	-

\* Transaction with Reliance Industries Limited and subsidiaries of Reliance Industries Limited up to 31<sup>st</sup> March, 2023 (closing business hour)

\*\* Companies under common control

\*\*\* Private company in which director or his relative is director or member

**41 Disclosures as required in Section I of Annex VII of RBI notification - RBI/DoR/2023-24/106 DoR.FIN.REC. No.45/03.10.119/2023-24 dated 19<sup>th</sup> October, 2023 'Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023' to the extent applicable.**

**c Disclosure of Complaints**

**1) Summary information on complaints received from customers and from the Offices of Ombudsman**

Sr. No.	Particulars	Current year	Previous year
<b>Complaints received by the NBFC from its customers</b>			
1	Number of complaints pending at beginning of the year	-	-
2	Number of complaints received during the year	-	-
3	Number of complaints disposed during the year	-	-
3.1	Of which, number of complaints rejected by the NBFC	-	-
4	Number of complaints pending at the end of the year	-	-
	Maintainable complaints received by the NBFC from Office of Ombudsman		
5	Number of maintainable complaints received by the NBFC from Office of Ombudsman	-	-
5.1	Of 5, number of complaints resolved in favour of the NBFC by Office of Ombudsman	-	-
5.2	Of 5, number of complaints resolved through conciliation / mediation / advisories issued by Office of Ombudsman	-	-
5.3	Of 5, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC	-	-
6	Number of Awards unimplemented within the stipulated time (other than those appealed)	-	-
<b>2)</b>	<b>Top five grounds of complaints received by the NBFCs from customers</b>	-	-

**41.3 Disclosures as required in Section II of Annex VII of RBI notification - RBI/DoR/2023-24/106 DoR.FIN.REC.No.45/03.10.119/2023-24 dated 19<sup>th</sup> October, 2023 'Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023' to the extent applicable.**

Sr. No.	Particulars	Current year	Previous year
a)	Breach of Covenant	-	-
b)	Divergence in Asset Classification and Provisioning	NA	NA

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to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

### 41.4 Schedule to the Balance sheet as required by Annex VIII of RBI notification - RBI/DoR/2023-24/106 DoR.FIN.REC.No.45/03.10.119/2023-24 dated 19<sup>th</sup> October, 2023 'Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023' to the extent applicable.

#### Liabilities side

₹ in crore

	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	Amount outstanding	Amount overdue	Amount outstanding	Amount overdue
I Loans and advances availed by the NBFC inclusive of interest accrued thereon but not paid				
Other Loans - Rupee loan from bank	-	-	742.77	-
II Break-up of Outstanding public deposits inclusive of interest accrued thereon but not paid:	-	-	-	-

#### Assets side

₹ in crore

	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	Amount outstanding		Amount outstanding	
III Break-up of Loans and Advances including bills receivables (other than those included in IV below)				
a) Secured		-		-
b) Unsecured		4,688.45		5,329.70
IV Break up of Leased Assets and Stock on hire and other assets counting towards asset financing activities		NA		NA
V Break-up of Investments				
<u>Current Investments</u>				
1 Quoted				
i) Shares : Equity		-		3.99
Preference		-		-
ii) Debentures and Bonds		-		2,087.86
iii) Units of Mutual fund		-		-
iv) Government Securities -Treasury Bills		14.57		2,293.62
v) Others		-		-
-Certificate of Deposit		-		697.11
-Commercial Paper		-		1,134.92
2 Unquoted		-		-
<u>Long Term Investments</u>				
1 Quoted				
2 Unquoted		-		-
i) Shares : Equity		11,494.17		743.53
Preference		5,524.60		12,227.94
ii) Debentures and Bonds		70.00		-
iii) Units of Mutual fund		2,616.63		211.60
iv) Government Securities		-		-
v) Others		-		-

**VI. Borrower group-wise classification of assets financed as in (III) and (IV) above:**

₹ in crore

Category	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	Secured (net of provision)	Unsecured (net of provision)	Total	Secured (net of provision)	Unsecured (net of provision)	Total
1. Related parties						
i) Subsidiaries	-	-	-	-	-	-
ii) Companies in same group	-	92.00	92.00	-	-	-
iii) Other related parties	-	-	-	-	-	-
2. Other than related parties	-	4,596.45	4,596.45	-	5,329.70	5,329.70
<b>Total</b>	-	<b>4,688.45</b>	<b>4,688.45</b>	-	<b>5,329.70</b>	<b>5,329.70</b>

**VII. Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)**

₹ in crore

Category	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	Market value / Break up or fair value or NAV	Book value (net of provision)	Market value / Break up or fair value or NAV	Book value (net of provision)
1. Related Parties				
i) Subsidiaries	16,820.25	16,820.25	12,706.96	12,706.96
ii) Companies in same group	268.52	268.52	264.52	264.52
iii) Other related parties	-	-	-	-
2. Other than related parties	2,631.20	2,631.20	6,429.10	6,429.10
<b>Total</b>	<b>19,719.97</b>	<b>19,719.97</b>	<b>19,400.58</b>	<b>19,400.58</b>

**VIII. Other information**

₹ in crore

Category	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1 Gross Non-Performing Assets		
(a) Related Parties	-	-
(b) Other than related parties	-	-
2 Net Non-Performing Assets		
(a) Related Parties	-	-
(b) Other than related parties	-	-
3 Assets acquired in satisfaction of debt	-	-

**41.5 Disclosures as required in para 5 of RBI notification - RBI/DNBS/2016-17/49 Master Direction DNBS. PPD.01/66.15.001/2016- 17 dated 29<sup>th</sup> September, 2016 'Master Direction - Monitoring of Frauds in NBFCs (Reserve Bank) Directions, 2016' to the extent applicable.**

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

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to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

### 41.6. Disclosures as required in para 2.1 of Annex II of RBI notification - RBI/DoR/2023-24/106 DoR.FIN.REC. No.45/03.10.119/2023-24 dated 19<sup>th</sup> October, 2023 'Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023' to the extent applicable.

#### a) Assets Classification as per RBI Norms as at 31<sup>st</sup> March, 2024

₹ in crore

Assets Classification as per RBI Norms	Assets Classification as per Ind AS 109	Gross carrying amount as per Ind AS	Loss allowances (provisions) as required under Ind AS 109	Net Carrying amount	Provisions required as per IRACP norms	Difference between INDAS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5=3-4)	(6)	(7=4-6)
<b>Performing Assets</b>						
Standard	Stage 1	92.00	0.37	91.63	0.37	-
	Stage 2			-	-	-
	<b>Sub total</b>	92.00	0.37	91.63	0.37	-
<b>Non Performing Assets (NPA)</b>						
Substandard	Stage 3	-	-	-	-	-
Doubtful up to 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	-	-	-	-	-
More than 3 years	Stage 3	-	-	-	-	-
	<b>Subtotal for doubtful</b>	-	-	-	-	-
Loss	Stage 3	-	-	-	-	-
	<b>Subtotal for NPA</b>	-	-	-	-	-
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
	<b>Sub total</b>	-	-	-	-	-
<b>Total</b>	Stage 1	92.00	0.37	91.63	0.37	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
	<b>Total</b>	<b>92.00</b>	<b>0.37</b>	<b>91.63</b>	<b>0.37</b>	<b>-</b>

#### b) Assets Classification as per RBI Norms as at 31<sup>st</sup> March, 2023

There were NIL assets as at 31<sup>st</sup> March, 2023



**41.7 Disclosures as required in para 8 of Annex III of RBI notification - RBI/DoR/2023-24/106 DoR.FIN.REC. No.45/03.10.119/2023-24 dated 19<sup>th</sup> October, 2023 'Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023' to the extent applicable.**

Disclosure of Restructured Accounts - Not applicable

**41.8. Disclosures as required in para 1.9 of Annex VI of RBI notification - RBI/DoR/2023-24/106 DoR.FIN.REC. No.45/03.10.119/2023-24 dated 19<sup>th</sup> October, 2023 'Master Direction – Reserve Bank of India (Non- Banking Financial Company – Scale Based Regulation) Directions, 2023' to the extent applicable.**

**i) Funding Concentration based on significant counterparty (both deposits and borrowings)**

Financial year ended	Number of Significant Counterparties	Amount (₹ in crore)	% of Total Deposits	% of Total Liabilities
31 <sup>st</sup> March, 2024	NIL	-	-	-
31 <sup>st</sup> March, 2023	1 *	742.77	NA	99.19

\* Working capital loan from bank were secured against fixed deposits of Reliance Industries Limited (Pursuant to Scheme of Arrangement (Refer note no. 30)

**ii) Top 20 large deposits - Not Applicable for 31<sup>st</sup> March, 2024 & 31<sup>st</sup> March, 2023**

**iii) Top 10 borrowings (amount in ₹ crore and % of total borrowings)**

Financial year ended	Amount (₹ in crore)	% of total borrowings
31 <sup>st</sup> March, 2024	-	-
31 <sup>st</sup> March, 2023	742.77	99.19

**iv) Funding concentration based on significant instrument / product**

Sr. No.	Name of the instrument / product	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
		Amount (₹ in crore)	% of Total Liabilities	Amount (₹ in crore)	% of Total Liabilities
1	Short Term Loans	-	-	742.77	99.19
	<b>Total</b>	<b>-</b>		<b>742.77</b>	<b>99.19</b>

**v) Stock ratios**

S.N.	Particulars	As at 31 March 2024	As at 31 March 2023
a)	Other Short-term liability to Total Assets	0.00 <sup>^</sup>	0.03
b)	Other Short-term liability to public fund	NA	NA
c)	Other Short-term Liabilities to Total liabilities	0.49	0.99
d)	Commercial papers to total assets, total public fund, total liabilities	NA	NA
f)	Non-Convertible Debentures to total assets, total public fund, total liabilities	NA	NA

<sup>^</sup> Below rounding off norms

**vi) Institutional Set-up for Liquidity Risk Management**

The Company has an Asset Liability Management Committee (ALCO), a management level committee to handle liquidity risk management. The ALCO meetings are held at periodic intervals. The Risk Management Committee (RMC), a sub-committee of the Board of Directors of the Company, oversees the liquidity risk management. The RMC subsequently updates the Board of Directors on the same.

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

**41.9. Disclosures as required in para 6 of Annex XXI of RBI notification - RBI/DoR/2023-24/106 DoR.FIN.REC.No.45/03.10.119/2023-24 dated 19<sup>th</sup> October, 2023 'Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 to the extent applicable. Quarter on Quarter liquidity coverage ratio for the financial year ended 31<sup>st</sup> March, 2024**

₹ in crore

Particulars	Q1 FY 24		Q2 FY 24		Q3 FY 24		Q4 FY 24	
	Total Unweighted Value (average)	Total weighted Value (average)	Total Unweighted Value (average)	Total weighted Value (average)	Total Unweighted Value (average)	Total weighted Value (average)	Total Unweighted Value (average)	Total weighted Value (average)
1. Total High Quality Liquid Assets (HQLA)	2,436.52	2,433.99	0.89	0.89	3.11	3.11	19.52	19.52
<b>Cash Outflows</b>								
2. Deposits (for deposit taking companies)								
3. Unsecured wholesale funding								
4. Secured wholesale funding								
5. Additional requirements, of which								
i) Outflows related to derivative exposures and other collateral requirements								
ii) Outflows related to loss of funding on debt products								
iii) Credit and liquidity facilities								
6. Other contractual funding obligations	5.73	6.59	3.40	3.91	7.68	8.83	8.71	10.02
7. Other contingent funding obligations								
<b>Total Cash Outflows</b>	<b>5.73</b>	<b>6.59</b>	<b>3.40</b>	<b>3.91</b>	<b>7.68</b>	<b>8.83</b>	<b>8.71</b>	<b>10.02</b>
<b>Cash Inflows</b>								
1. Secured lending								
2. Inflows from fully performing exposures								
3. Other cash inflows	239.25	179.44	3,045.76	2,284.32	1,852.20	1,389.15	5,921.63	4,441.22
<b>Total Cash Inflow</b>	<b>239.25</b>	<b>179.44</b>	<b>3,045.76</b>	<b>2,284.32</b>	<b>1,852.20</b>	<b>1,389.15</b>	<b>5,921.63</b>	<b>4,441.22</b>
<b>Total HQLA</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>
	2,433.99	0.89	3.11	3.11	19.52	19.52	19.52	19.52
<b>Total Net Cash Outflows</b>	1.65	0.98	2.21	2.21	2.51	2.51	2.51	2.51
<b>Liquidity Coverage Ratio (%)</b>	1,47,514.55	90.82	140.72	140.72	777.69	777.69	777.69	777.69
<b>High Quality Liquid Assets (HQLA)</b>								
1. Assets to be included as HQLA without any haircut	2,431.46	2,431.46	0.89	0.89	3.11	3.11	19.52	19.52
2. Assets to be considered for HQLA with a minimum haircut of 15%	-	-	-	-	-	-	-	-
3. Assets to be considered for HQLA with a minimum haircut of 50%	5.06	2.53	-	-	-	-	-	-
4. Approved securities held as per the provisions of section 45 IB of RBI Act - Government securities	-	-	-	-	-	-	-	-
<b>Total HQLA</b>	<b>2,436.52</b>	<b>2,433.99</b>	<b>0.89</b>	<b>0.89</b>	<b>3.11</b>	<b>3.11</b>	<b>19.52</b>	<b>19.52</b>

₹ in crore

**Quarter on Quarter liquidity coverage ratio for the financial year ended 31<sup>st</sup> March, 2023**

Particulars	Q1 FY 23			Q2 FY 23			Q3 FY 23			Q4 FY 23		
	Total Unweighted Value (average)	Total weighted Value (average)	Total Value (average)	Total Unweighted Value (average)	Total weighted Value (average)	Total Value (average)	Total Unweighted Value (average)	Total weighted Value (average)	Total Value (average)	Total Unweighted Value (average)	Total weighted Value (average)	Total Value (average)
<b>1. Total High Quality Liquid Assets (HQLA)</b>	1,336.63	1,273.08	117.82	43.38	5.30	2.71	2,297.78	2,295.79				
<b>Cash Outflows</b>												
2. Deposits (for deposit taking companies)	-	-	-	-	-	-	-	-	-	-	-	-
3. Unsecured wholesale funding	-	-	-	-	-	-	-	-	-	-	-	-
4. Secured wholesale funding	-	-	-	-	-	-	-	-	-	-	-	-
5. Additional requirements, of which												
i) Outflows related to derivative exposures and other collateral requirements	-	-	-	-	-	-	-	-	-	-	-	-
ii) Outflows related to loss of funding on debt products	-	-	-	-	-	-	-	-	-	-	-	-
iii) Credit and liquidity facilities	-	-	-	-	-	-	-	-	-	-	-	-
6. Other contractual funding obligations	88.91	102.25	0.01	0.01	0.01	0.01	0.15	0.17				
7. Other contingent funding obligations	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total Cash Outflows</b>	<b>88.91</b>	<b>102.25</b>	<b>0.01</b>	<b>0.01</b>	<b>0.01</b>	<b>0.01</b>	<b>0.15</b>	<b>0.17</b>				
<b>Cash Inflows</b>												
1. Secured lending	-	-	-	-	-	-	-	-	-	-	-	-
2. Inflows from fully performing exposures	-	-	-	-	-	-	-	-	-	-	-	-
3. Other cash inflows	1,209.00	906.75	130.94	98.21	146.90	110.18	211.60	158.70				
<b>Total Cash Inflow</b>	<b>1,209.00</b>	<b>906.75</b>	<b>130.94</b>	<b>98.21</b>	<b>146.90</b>	<b>110.18</b>	<b>211.60</b>	<b>158.70</b>				
<b>Total HQLA</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>	<b>Total Adjusted Value</b>
	1,273.08	43.38	2.71	2,295.79	0.04							
<b>Total Net Cash Outflows</b>	25.56	-	-	-	-	-	-	-	-	-	-	-
<b>Liquidity Coverage Ratio (%)</b>	4,980.75	17,35,200.00	1,08,400.00	57,39,475.00								
<b>High Quality Liquid Assets (HQLA)</b>												
1. Assets to be included as HQLA without any haircut	1,209.52	1,209.52	0.70	0.70	0.12	0.12	2,293.79	2,293.79				
2. Assets to be considered for HQLA with a minimum haircut of 15%	-	-	-	-	-	-	-	-	-	-	-	-
3. Assets to be considered for HQLA with a minimum haircut of 50%	127.11	63.56	117.12	42.68	5.18	2.59	3.99	2.00				
4. Approved securities held as per the provisions of section 45 IB of RBI Act - Government securities	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total HQLA</b>	<b>1,336.63</b>	<b>1,273.08</b>	<b>117.82</b>	<b>43.38</b>	<b>5.30</b>	<b>2.71</b>	<b>2,297.78</b>	<b>2,295.79</b>				

## NOTES

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2024

**41.10 Disclosures as required in para 116 of RBI notification - RBI/DOR/2021-22/85 DOR.STR. REC.53/21.04.177/2021-22 dated 24th September, 2021 'Master Direction – Reserve Bank of India (Securitisation of Standard Assets) Directions, 2021 to the extent applicable**

Disclosures to be made in Notes to Accounts by originators - Not applicable

**41.11 Disclosures as required in para 86 of RBI notification - RBI/DOR/2021-22/86 DOR.STR. REC.51/21.04.048/2021-22 dated 24th September, 2021 'Master Direction – Reserve Bank of India (Transfer of Loan Exposures) Directions, 2021 to the extent applicable.**

- a) Details of loans (not in default) transferred / acquired during the year - NIL
- b) Details of stressed loans transferred during the year - NIL
- c) Details of stressed loans acquired during the year - NIL
- d) During the year excess provisions of NIL reversed to the profit and loss account on Accounts of sale of stressed
- e) Details on recovery ratings assigned for Security Receipts (SR) by the credit rating agencies: NIL

As per our Report of even date

For and on behalf of the Board

**For C K S P AND CO LLP**

Chartered Accountants

(Firm Registration No :

131228W / W100044)

**Kalpen Chokshi**

Partner

Membership No.135047

**For LODHA & CO LLP**

Chartered Accountants

(Firm Registration No :

301051E / E300284)

**R. P. Singh**

Partner

Membership No. 052438

Date: 19<sup>th</sup> April, 2024

**Charanjit Attra**

Group Chief Operating Officer

**Abhishek Haridas Pathak**

Group Chief Financial Officer

**Mohana V**

Group Company Secretary

**K. V. Kamath**

DIN: 00043501

**Isha M. Ambani**

DIN: 06984175

**Hitesh Kumar Sethia**

DIN: 09250710

**Rajiv Mehrishi**

DIN: 00208189

**Anshuman Thakur**

DIN: 03279460

**Bimal Manu Tanna**

DIN: 06767157

**Rama Vedashree**

DIN: 10412547

— Non-Executive  
Chairman

— Non-Executive  
Director

— Managing Director  
and Chief Executive  
Officer

Non-Executive  
Directors



# **Financial Statements Consolidated**



# INDEPENDENT AUDITORS' REPORT

## The Members of Jio Financial Services Limited

(Formerly known as Reliance Strategic Investments Limited)

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the accompanying consolidated financial statements of Jio Financial Services Limited (formerly known as Reliance Strategic Investments Limited) (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its joint ventures and associates comprising of the Consolidated Balance Sheet as at 31<sup>st</sup> March, 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements including a summary of the material accounting policies and other explanatory notes for the year then ended on that date (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, joint ventures and associates referred to in Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (hereinafter referred to as "the Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards notified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, (hereinafter referred to as "the Ind AS"), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its joint ventures and associates as at 31<sup>st</sup> March, 2024, their consolidated profit (including other comprehensive income), their consolidated changes in equity and their consolidated cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (hereinafter referred to as "the SAs") specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the "Auditors' Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group, its joint ventures and associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (hereinafter referred to as "the ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in 'Other Matters' section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements for the financial year ended 31<sup>st</sup> March, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.



Sr. No.	Key Audit Matter	Auditors' Response
1.	<p><b>Valuation of Investments in Unquoted Instruments</b></p> <p>The Company has investments in certain unquoted investments. These investments are accounted for at cost. For the purpose of determining impairment, the recoverable amounts of the above investment are required to be estimated</p> <p>The determination of recoverable value for impairment involves significant management judgement and estimates.</p> <p>Refer note no. 5 to the consolidated financial statements</p>	<p>Our audit procedures based on which we arrived at the conclusion regarding reasonableness of the investment in unquoted instruments:</p> <ul style="list-style-type: none"> <li>• Obtained an understanding from the management, assessed and tested the design and operating effectiveness of the Company's key controls over the impairment assessment.</li> <li>• Evaluated the Company's process regarding impairment assessment, as applicable.</li> <li>• Evaluated the cash flow forecasts (with underlying economic growth rate) for broad consistency placing the reliance on the figures submitted by the management to us by comparing them to the approved budgets and our understanding of the internal and external factors including the long term strategic interests in the underlying business prospects.</li> <li>• Assessed the adequacy and appropriateness of the disclosures in the consolidated financial statements.</li> </ul> <p>Based on the above procedures performed we did not identify any significant exceptions in the management's assessment in relation to the carrying value of unquoted instruments.</p>

### Information Other than the Consolidated Financial Statements and Auditors' Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Company's Annual Report but does not include the consolidated financial statements and our auditors' report thereon. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified as above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report with respect to the above.

### Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated changes in equity and consolidated cash flows of the Group, including its joint ventures and associates, in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors/ Trustees of the companies/ Trust included in the Group and of its joint ventures and associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and of its joint ventures and associates and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the Companies included in the Group and of its joint ventures and associates are responsible for assessing the ability of the Group and of its joint ventures and associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless respective Board of Directors either intends to liquidate the Group, its joint venture and associates or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its joint ventures and associates are also responsible for overseeing the financial reporting process of the Group and of its joint ventures and associates.



## Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group, its joint ventures and associates, have adequate internal financial controls with reference to the consolidated financial Statements, in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group, its joint ventures and associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group, its joint ventures and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group, its joint ventures and associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. Our responsibilities in this regard are further described in para 3, 4 and 5 of the section titled "Other Matter" in this audit report.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.





## Other Matters

- (a) We did not audit the financial statements of five subsidiaries, whose financial statements reflects total assets of ₹ 102,902.59 crore as at 31<sup>st</sup> March, 2024, total revenue of ₹ 1,499.15 crore, total net profit after tax of ₹ 1,074.34 crore, total comprehensive income of ₹ 66,198.66 crore and net cash inflows of ₹ 12.80 crore for the year ended on that date as considered in the consolidated financial statements. The Consolidated Financial Statements also include Group's proportionate share of net profit after tax of ₹ 428.94 crore and total comprehensive income of ₹ (41,263.09) crore for the year ended 31<sup>st</sup> March, 2024, as considered in the Consolidated Financial Statements, in respect of one joint venture and two associates whose financial statements have not been audited by us. These financial statements and other information have been audited by the other auditors, whose reports have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associates, and our report in terms of section 143(3) of the Act, in so far as it relates to the aforesaid subsidiaries, joint ventures and associates is based solely on the reports of the other auditors.
- (b) The consolidated financial statements include Group's share of total revenue of ₹ 0.02 crores and total net loss after tax of ₹ 0.00\* crore and total comprehensive income of ₹ 0.00\* crore and net cash outflow of ₹ 0.00\* crore for the period ended 8th February, 2024 i.e., up to the date the said company ceased to be subsidiary and Group's share of net loss after tax of ₹ 0.42 crore and total comprehensive income after tax of ₹ (0.41) crore for the year ended 31<sup>st</sup> March, 2024 in respect of one of the joint venture companies which have not been reviewed by us. These financial statements have neither been reviewed by us nor by their auditors and have been furnished by the Company's management. According to the information and explanations given to us by the management, these financial statements are not material to the Holding Company. The financial statements of the joint venture as converted by the Management of one of the subsidiaries to align with the accounting policies of the Holding Company have been considered for preparing consolidated financial statements of the Group, its joint venture and associate. Our conclusion on the consolidated financial statement in so far as it relates to the amounts and disclosures included in respect of the said subsidiary and joint venture is based solely on the management certified financial statements as submitted to us and reliance has been placed by us on the same.
- \* below rounding off norms used in consolidated financial statements*
- (c) The appointment of the Joint Statutory Auditors for FY 2023-24 was done in the Annual General Meeting of the Company held on 12th July, 2023 and accordingly, the audit of consolidated financial statements for the year ended 31<sup>st</sup> March, 2023 was conducted and reported by one of the Joint Statutory Auditors as per the Companies Act, 2013 and had expressed unmodified opinion vide their audit report dated 07th July, 2023.

Our opinion on the consolidated financial Statements and our report on 'Other Legal and Regulatory Requirements' below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the Financial Statements certified by the Management.

## Report on Other Legal and Regulatory Requirements

- 1) As required by section 143(3) of the Act and based on our audit and on consideration of report of the other auditors on separate financial statements and other financial information of subsidiaries, joint ventures and associates as noted in the 'Other Matter' paragraph, we report, to the extent applicable, that:
- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
  - In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
  - The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
  - In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards notified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time;



- e. Based on the written representations received from the Directors of the Holding Company as on March 31, 2024, and taken on record by the Board of Directors of the Holding Company and the reports of the other statutory auditors of its subsidiary companies, joint ventures and associates, none of the Directors of the Group companies, its joint venture and associates are disqualified as on 31<sup>st</sup> March, 2024, 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 with reference to consolidated financial statements of the Holding Company and its subsidiaries, its associates and joint ventures and the operating effectiveness of such controls, refer to our separate report in "Annexure A" to this report which is based on the Holding Company audited by us and its subsidiaries, joint ventures and associates audited by other auditors. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control with reference to the consolidated financial statements of the Company and its subsidiaries, joint ventures and associates incorporated.
- 2) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 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 and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, associates and joint ventures noted in the 'Other Matter' paragraph:
- i) The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group, its joint ventures and associates – Refer Note No. 33 to the Consolidated Financial Statements;
  - ii) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, associates and joint ventures.
  - iv) (a) The respective managements of the Holding Company, its subsidiaries, joint ventures and associates, whose financial statements have been audited under the Act, have represented to us and the other auditors of such subsidiaries, joint ventures and associates that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company, its subsidiaries, joint ventures or associates to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of its subsidiaries, joint ventures or associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The respective Managements of the Holding Company and its subsidiaries, joint ventures and associates, whose financial statements have been audited under the Act, have represented to us and the other auditors of such subsidiaries, joint ventures and associates that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or any of its subsidiaries, joint ventures and associates from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or its subsidiaries, joint ventures and associates shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries, associates and joint ventures whose financial statements have been audited under the Act, nothing has come to our or other auditors' notice that has caused us or other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
  - v) No dividend has been declared or paid during the year by the Holding Company, Its subsidiary, joint venture and associate companies.
  - vi) Based on our examination and which included test checks performed by us on Holding Company and by the respective auditors of the subsidiaries, joint venture and associates and in accordance with requirements of Implementation Guide on Reporting on Audit Trail under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, the Holding Company, and its subsidiaries, joint venture and associates have implemented accounting softwares for maintaining its books of account which have a feature of recording audit trail (edit log) facility and the same was operational for all relevant transactions recorded in the software. Further, during the course of our audit



we and respective auditors of the above referred subsidiaries, joint venture and associates did not come across any instance of audit trail feature being tampered with.

- 3) With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditors' Report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Holding Company, and CARO reports issued by the respective auditors in case of subsidiaries, joint venture and associates companies as provided to us by the management included in the consolidated financial statements, we report that there are no qualifications or adverse remarks in these CARO reports. The statutory auditors of the below entities in the group have reported that the respective entities have incurred cash losses in the financial year and immediately preceding financial year (clause xvii).

Sr. No.	Name of the Company	CIN	Holding / Subsidiary / Joint Venture / Associate
1.	Jio Leasing Services Limited	U64910MH2020PLC349771	Subsidiary
2.	Jio Payment Solutions Limited	U65923MH2007PLC173923	Subsidiary
3.	Reliance Services and Holdings Limited	U74110GJ2016PLC093588	Associate

**For C K S P AND CO LLP**

Chartered Accountants  
Firm Registration No. 131228W / W100044

**Kalpen Chokshi**

Partner  
Membership No. 135047  
UDIN: 24135047BKAFNC1119

Place: Mumbai  
Date: 19<sup>th</sup> April, 2024

**For LODHA & CO LLP**

Chartered Accountants  
Firm Registration No. 301051E / E300284

**R. P. Singh**

Partner  
Membership No. 052438  
UDIN: 24052438BKFNDP7360

Place: Mumbai  
Date: 19<sup>th</sup> April, 2024



## Annexure 'A'

### To the Independent Auditors' Report on the consolidated financial statements of Jio Financial Services Limited (Formerly known as Reliance Strategic Investments Limited)

[Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section in our Independent Auditors' Report of even date to the members of **Jio Financial Services Limited (Formerly known as Reliance Strategic Investments Limited)** on the consolidated financial statements for the year ended 31<sup>st</sup> March, 2024]

#### **Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the consolidated financial statements of Jio Financial Services Limited (formerly known as Reliance Strategic Investments Limited) ("Holding Company") as of and for the year ended 31<sup>st</sup> March, 2024, we have audited the Internal Financial Controls with reference to Consolidated Financial Statements of the Holding Company and its subsidiaries, (the Holding Company and its subsidiaries together referred to as 'the Group') its associates and joint ventures, which are incorporated in India, as of that date.

#### **Management's Responsibility for Internal Financial Controls with Reference to the Consolidated Financial Statements**

The respective Board of Directors of the Group and its joint ventures and associates, which are incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to the consolidated financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (hereinafter referred to as the "Guidance Note") issued by the Institute of Chartered Accountants of India (hereinafter referred to as "the 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 the respective 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.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the internal financial controls with reference to the consolidated financial statements, based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing notified 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 with reference to the consolidated financial statements were 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 with reference to the consolidated financial statements and their operating effectiveness. Our audit of the internal financial controls with reference to the consolidated financial statements included obtaining an understanding of internal financial controls with reference to the consolidated financial statements, 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 auditors' judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to the consolidated financial statements.

#### **Meaning of Internal Financial Controls with reference to the Consolidated Financial Statements**

A company's internal financial control with reference to the consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to the consolidated financial statements 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 the consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations



of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

### **Inherent Limitations of Internal Financial Controls with reference to the Consolidated Financial Statements**

Because of the inherent limitations of internal financial controls with reference to the consolidated financial statements, 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 with reference to the consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to the consolidated financial statements 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 explanations given to us, and based on consideration of reporting of the other auditors as mentioned in the 'Other Matters' paragraph below, the Holding Company and its subsidiaries, (the Holding Company and its subsidiaries together referred to as 'the Group') its joint ventures and associates, which are incorporated in India, have, in all material respects, adequate internal financial controls with reference to the consolidated financial statements and such internal financial controls with reference to the consolidated financial statements were operating effectively as at 31<sup>st</sup> March, 2024, based on the internal financial control with reference to the consolidated financial statements criteria established by the respective entities considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India.

### **Other Matters**

Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to the consolidated financial statements in so far as it relates to its subsidiaries, associates and joint venture companies, which are incorporated in India, is based on the corresponding report of the auditors of such subsidiaries, associates and joint venture companies incorporated in India except for one joint venture which is included in the consolidated financial statement on the basis of unaudited financial statements.

#### **For C K S P AND CO LLP**

Chartered Accountants  
Firm Registration No. 131228W / W100044

#### **Kalpen Chokshi**

Partner  
Membership No. 135047  
UDIN: 24135047BKAFNC1119

Place: Mumbai  
Date: 19<sup>th</sup> April, 2024

#### **For LODHA & CO LLP**

Chartered Accountants  
Firm Registration No. 301051E / E300284

#### **R. P. Singh**

Partner  
Membership No. 052438  
UDIN: 24052438BKFNDP7360

Place: Mumbai  
Date: 19<sup>th</sup> April, 2024



# Consolidated Balance Sheet

As at 31<sup>st</sup> March, 2024

₹ in crore

	Note No.	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>ASSETS</b>			
<b>Financial assets</b>			
Cash and cash equivalents	1	67.18	56.57
Bank balances other than cash and cash equivalents	2	10,892.59	6,240.13
Trade receivables	3	13.97	13.83
Loans	4	173.31	41.09
Investments	5	1,33,292.17	1,08,140.94
Other financial assets	6	117.79	107.44
<b>Total financial assets</b>		<b>1,44,557.01</b>	<b>1,14,600.00</b>
<b>Non-financial assets</b>			
Current tax assets (net)	7	85.16	83.92
Deferred tax assets (net)	8	0.23	0.17
Property, plant and equipment	9.A	31.27	39.55
Intangible assets under development	9.B	3.43	37.88
Goodwill	9.C	100.48	100.74
Other intangible assets	9.D	39.92	17.92
Other non-financial assets	10	45.49	49.56
<b>Total non-financial assets</b>		<b>305.98</b>	<b>329.74</b>
<b>Total Assets</b>		<b>1,44,862.99</b>	<b>1,14,929.74</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>Financial liabilities</b>			
Payables	11		
Trade payables			
Total outstanding dues of micro enterprises and small enterprises		1.90	0.05
Total outstanding dues of creditors other than micro enterprises and small enterprises		14.37	16.33
Borrowings	12	-	742.77
Other financial liabilities	13	96.44	17.66
<b>Total financial liabilities</b>		<b>112.71</b>	<b>776.81</b>
<b>Non-financial liabilities</b>			
Provisions	14	29.63	3.70
Deferred tax liabilities (net)	15	5,557.61	6.80
Other non-financial liabilities	16	15.38	22.09
<b>Total non-financial liabilities</b>		<b>5,602.62</b>	<b>32.59</b>
<b>Total liabilities</b>		<b>5,715.33</b>	<b>809.40</b>



₹ in crore

	Note No.	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>EQUITY</b>			
Equity share capital	17	6,353.28	2.02
Share capital pending allotment	17	-	6,353.28
Instruments entirely equity in nature	18.A	-	0.31
Other equity	18.B	1,32,794.38	1,07,764.73
<b>Total Equity</b>		<b>1,39,147.66</b>	<b>1,14,120.34</b>
<b>Total Liabilities and Equity</b>		<b>1,44,862.99</b>	<b>1,14,929.74</b>

Material Accounting Policies

A-E

The accompanying notes form an integral part of the consolidated financial statements

1 to 45

As per our Report of even date

For and on behalf of the Board

**For C K S P AND CO LLP**Chartered Accountants  
(Firm Registration No :  
131228W / W100044)**Kalpen Chokshi**Partner  
Membership No.135047**For LODHA & CO LLP**Chartered Accountants  
(Firm Registration No :  
301051E / E300284)**R. P. Singh**Partner  
Membership No. 052438Date: 19<sup>th</sup> April, 2024**Charanjit Attra**

Group Chief Operating Officer

**Abhishek Haridas Pathak**

Group Chief Financial Officer

**Mohana V**

Group Company Secretary

**K. V. Kamath**

DIN: 00043501

**Isha M. Ambani**

DIN: 06984175

**Hitesh Kumar Sethia**

DIN: 09250710

**Rajiv Mehrishi**

DIN: 00208189

**Anshuman Thakur**

DIN: 03279460

**Bimal Manu Tanna**

DIN: 06767157

**Rama Vedashree**

DIN: 10412547

— Non-Executive  
Chairman— Non-Executive  
Director— Managing Director  
and Chief Executive  
OfficerNon-Executive  
Directors



# Consolidated Statement of Profit and Loss

for the year ended 31<sup>st</sup> March, 2024

₹ in crore

	Note No.	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>Revenue from operations</b>			
Interest income	19	937.74	38.34
Dividend income	20	216.85	0.27
Fees, commission and other services	21	151.66	-
Net gain on fair value changes	22	547.63	3.02
<b>Total revenue from operations</b>		<b>1,853.88</b>	<b>41.63</b>
Other income	23	0.80	3.21
<b>Total income</b>		<b>1,854.68</b>	<b>44.84</b>
<b>Expenses</b>			
Finance cost	24	10.27	-
Impairment on financial instruments	25	2.05	(10.06)
Employee benefits expense	26	116.04	-
Depreciation and amortisation expenses	27	21.52	-
Other expenses	28	177.43	5.56
<b>Total expenses</b>		<b>327.31</b>	<b>(4.50)</b>
<b>Profit before share in profit of Associates and Joint Ventures</b>		<b>1,527.37</b>	<b>49.34</b>
Add: Share of profit of Associates and Joint Ventures		428.52	-
<b>Profit before tax</b>		<b>1,955.89</b>	<b>49.34</b>
<b>Tax expenses</b>			
Current tax	29	333.20	8.70
Deferred tax	15	18.14	9.39
<b>Total tax expenses</b>		<b>351.34</b>	<b>18.09</b>
<b>Profit for the year (A)</b>		<b>1,604.55</b>	<b>31.25</b>





₹ in crore

	Note No.	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>Other comprehensive income (OCI)</b>			
i) Item that will not be reclassified to Profit or Loss			
a) Remeasurement gains / (losses) on defined benefit plans		(0.07)	-
Tax impact on above		0.01	-
b) Equity instruments through OCI		26,449.80	-
Tax impact on above		(3,026.12)	-
<b>Total other comprehensive income for the year (net of tax) (B)</b>		<b>23,423.62</b>	<b>-</b>
<b>Total comprehensive income for the year (A+B)</b>		<b>25,028.17</b>	<b>31.25</b>
<b>Earnings per equity share (Face value per share of ₹ 10 each)</b>	30		
Basic (in ₹ )		<b>2.53</b>	60.46
Diluted (in ₹ )		<b>2.53</b>	60.46
Material accounting policies	A-E		
The accompanying notes form an integral part of the consolidated financial statements	1 to 45		

As per our Report of even date

For and on behalf of the Board

**For C K S P AND CO LLP**Chartered Accountants  
(Firm Registration No :  
131228W / W100044)**Kalpen Chokshi**Partner  
Membership No.135047**For LODHA & CO LLP**Chartered Accountants  
(Firm Registration No :  
301051E / E300284)**R. P. Singh**Partner  
Membership No. 052438Date: 19<sup>th</sup> April, 2024**Charanjit Attra**

Group Chief Operating Officer

**Abhishek Haridas Pathak**

Group Chief Financial Officer

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Group Company Secretary

**K. V. Kamath**

DIN: 00043501

**Isha M. Ambani**

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**Rajiv Mehrishi**

DIN: 00208189

**Anshuman Thakur**

DIN: 03279460

**Bimal Manu Tanna**

DIN: 06767157

**Rama Vedashree**

DIN: 10412547

— Non-Executive  
Chairman— Non-Executive  
Director— Managing Director  
and Chief Executive  
OfficerNon-Executive  
Directors



## Consolidated Statement of Changes in Equity

for the year ended 31<sup>st</sup> March, 2024

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>A. (i) Equity share capital</b>		
Balance at the beginning of the reporting year	2.02	2.02
Changes during the year		
Cancellation of shares *	(2.02)	-
Allotment of shares **	6,353.28	-
Balance at the end of the reporting year	<b>6,353.28</b>	<b>2.02</b>
<b>(ii) Share capital pending allotment</b>		
Balance at the beginning of the reporting year	6,353.28	-
Changes during the year		
Shares allotted **	(6,353.28)	6,353.28
Balance at the end of the reporting year	<b>-</b>	<b>6,353.28</b>
<b>B. Instruments entirely equity in nature</b>		
(Non-Cumulative Compulsorily Convertible Preference Shares)		
Balance at the beginning of the reporting year	0.31	0.31
Changes during the year		
Cancellation of shares *	(0.31)	-
Balance at the end of the reporting year	<b>-</b>	<b>0.31</b>

9% Non-Cumulative Compulsorily Convertible Preference Shares (CCPS) of ₹ 1 each amounting to ₹ 0.31 crore (31,48,155 shares held by Reliance Industries Limited) have been cancelled and reduced as an integral part of the Scheme of Arrangement.

All the Preference shares were carrying a preferential right over the equity shares of the parent company as regards to payment of dividend and repayment of capital, in the event of winding-up of the parent company. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the pursuant Annual General Meeting.

\* Pre-scheme paid up capital has been cancelled as an integral part of the Scheme of Arrangement, Refer note no. 32

\*\* Pursuant to Scheme of Arrangement, Refer note no. 32

**C. Other equity**

₹ in crore

	Reserves and surplus							Other comprehensive income	Total other equity
	Capital redemption reserve	Securities premium	Capital reserve	Statutory reserve fund *	General reserve	Retained earnings	Remeasurement of defined benefit liability	Equity investments through OCI reserve	
<b>For the year ended 31<sup>st</sup> March, 2024</b>									
<b>Balance at the beginning of the reporting year i.e. 01<sup>st</sup> April, 2023</b>	6.41	29,610.74	552.88	396.47	3.95	10,082.02	-	67,112.26	<b>1,07,764.73</b>
Profit for the year	-	-	-	-	-	1,604.55	-	-	<b>1,604.55</b>
Other comprehensive income for the year	-	-	-	-	-	-	(0.06)	23,423.68	<b>23,423.62</b>
Dividend paid on shares	-	-	-	-	-	-	-	-	-
Transferred (from) / to retained earnings	-	-	-	107.05	-	(107.05)	-	-	-
On disposal of subsidiary	-	-	-	-	-	(0.86)	-	-	<b>(0.86)</b>
On cancellation of existing equity and instruments entirely equity in nature #	-	-	2.34	-	-	-	-	-	<b>2.34</b>
<b>Balance at the end of the reporting year i.e. 31<sup>st</sup> March, 2024</b>	<b>6.41</b>	<b>29,610.74</b>	<b>555.22</b>	<b>503.52</b>	<b>3.95</b>	<b>11,578.66</b>	<b>(0.06)</b>	<b>90,535.94</b>	<b>1,32,794.38</b>

\* Transfer to statutory reserve fund in terms of section 45-IC(1) of the Reserve Bank of India Act, 1934



₹ in crore

Particulars	Reserves and surplus							Other comprehensive income	Total other equity
	Capital redemption reserve	Securities premium	Capital reserve	Statutory reserve fund *	General reserve	Retained earnings	Remeasurement of defined benefit liability	Equity investments through OCI reserve	
<b>For the year ended 31<sup>st</sup> March, 2023</b>									
<b>Balance at the beginning of the reporting year i.e. 01<sup>st</sup> April, 2022</b>	1.23	881.17	-	316.00	-	1,027.31	-	-	<b>2,225.71</b>
Profit for the year	-	-	-	-	-	31.25	-	-	<b>31.25</b>
Other comprehensive income for the year	-	-	-	-	-	-	-	-	<b>-</b>
Dividend paid on shares	-	-	-	-	-	(888.92)	-	-	<b>(888.92)</b>
Transferred (from) / to retained earnings *	-	-	-	6.30	-	(6.30)	-	-	<b>-</b>
Pursuant to Scheme of Arrangement (Refer note no. 32)	5.18	12,398.96	552.88	74.17	3.95	9,918.68	-	67,112.26	<b>90,066.08</b>
Premium on equity shares pending allotment	-	16,330.61	-	-	-	-	-	-	<b>16,330.61</b>
<b>Balance at the end of the reporting year i.e. 31<sup>st</sup> March, 2023</b>	<b>6.41</b>	<b>29,610.74</b>	<b>552.88</b>	<b>396.47</b>	<b>3.95</b>	<b>10,082.02</b>	<b>-</b>	<b>67,112.26</b>	<b>1,07,764.73</b>

\* Transfer to statutory reserve fund in terms of section 45-IC(1) of the Reserve Bank of India Act, 1934

Material accounting policies

A-E

The accompanying notes form an integral part of the consolidated financial statements

1 to 45

As per our Report of even date

For and on behalf of the Board

**For C K S P AND CO LLP**

Chartered Accountants  
(Firm Registration No :  
131228W / W100044)

**Kalpen Chokshi**

Partner  
Membership No.135047

**For LODHA & CO LLP**

Chartered Accountants  
(Firm Registration No :  
301051E / E300284)

**R. P. Singh**

Partner  
Membership No. 052438

Date: 19<sup>th</sup> April, 2024

**Charanjit Attra**

Group Chief Operating Officer

**Abhishek Haridas Pathak**

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DIN: 06767157

**Rama Vedashree**

DIN: 10412547

— Non-Executive  
Chairman

— Non-Executive  
Director

— Managing Director  
and Chief Executive  
Officer

Non-Executive  
Directors



# Consolidated Statement of Cash Flow

for the year ended 31<sup>st</sup> March, 2024

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>A Cash flow from operating activities</b>		
Profit before tax	1,955.89	49.34
<b>Adjustments for :</b>		
Interest income	(937.74)	(38.34)
Dividend income	(216.85)	(0.27)
Finance cost	10.27	-
Share of profit of Associates and Joint Ventures	(428.52)	-
Net gain on fair value changes	(547.63)	(3.02)
Depreciation and amortisation expenses	21.52	-
Impairment on financial instruments	2.05	(10.06)
Interest received	2.32	38.34
<b>Cash generated from / (used in) operations before working capital changes</b>	<b>(138.69)</b>	<b>35.99</b>
<b>Working capital changes:</b>		
(Increase) / decrease in trade receivables and other financial / non-financial assets	(66.37)	0.03
Increase / (decrease) in trade payables, provisions and other financial / non-financial liabilities	96.14	0.04
(Increase) / decrease in margin money escrow account	(58.55)	-
(Increase) / decrease in loans	(175.36)	2,011.06
<b>Cash generated from / (used in) operations</b>	<b>(342.83)</b>	<b>2,047.12</b>
Income tax paid (net of refunds)	(334.74)	7.78
<b>Net Cash generated from / (used in) operating activities (A)</b>	<b>(677.57)</b>	<b>2,054.90</b>
<b>B Cash flow from investing activities</b>		
Investments in Joint Ventures	(6.50)	-
Purchase of investments	(17,048.62)	(3,470.65)
Disposal of subsidiary	0.30	-
Sale of investments	21,881.88	2,304.06
Purchase of property, plant and equipment	(0.79)	-
Movement in fixed deposits	(4,561.68)	-
Interest received from investments and fixed deposits	959.78	-
Dividend received from investments	216.85	0.27
<b>Net Cash generated from / (used in) in investing activities (B)</b>	<b>1,441.22</b>	<b>(1,166.32)</b>
<b>C Cash flow from financing activities</b>		
Repayment of borrowings	(742.77)	-
Finance cost	(10.27)	-
Dividend paid	-	(888.92)
<b>Net Cash used in financing activities (C)</b>	<b>(753.04)</b>	<b>(888.92)</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>10.61</b>	<b>(0.34)</b>
Opening balance of cash and cash equivalents	56.57	0.51
Add: Pursuant to Scheme of Arrangement (Refer note no. 32)	-	56.40
<b>Closing balance of cash and cash equivalents (Refer note no. 1)</b>	<b>67.18</b>	<b>56.57</b>



(a) The above statement of cash flows has been prepared under the indirect method as set out in Ind AS 7 `Statement of Cash Flow`.

(b) Components of cash and cash equivalents

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Balance with banks		
In current accounts	67.18	56.57
	<b>67.18</b>	<b>56.57</b>

(c) Changes in liability arising from financing activities

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>Opening balance of borrowings</b>	742.77	-
Cash flow	(742.77)	-
Others*	-	742.77
<b>Closing balance of borrowings</b>	<b>-</b>	<b>742.77</b>

\* Pursuant to Scheme of Arrangement (Refer note no. 32)

(d) Taxes are treated as arising from operating activities and not bifurcated between investing and financing activities.

(e) Figures in brackets represent outflow of the funds.

Material accounting policies

A-E

The accompanying notes form an integral part of the consolidated financial statements

1 to 45

As per our Report of even date

For and on behalf of the Board

**For C K S P AND CO LLP**

Chartered Accountants  
(Firm Registration No :  
131228W / W100044)

**Kalpen Chokshi**

Partner  
Membership No.135047

**For LODHA & CO LLP**

Chartered Accountants  
(Firm Registration No :  
301051E / E300284)

**R. P. Singh**

Partner  
Membership No. 052438

Date: 19<sup>th</sup> April, 2024

**Charanjit Attra**

Group Chief Operating Officer

**Abhishek Haridas Pathak**

Group Chief Financial Officer

**Mohana V**

Group Company Secretary

**K. V. Kamath**

DIN: 00043501

**Isha M. Ambani**

DIN: 06984175

**Hitesh Kumar Sethia**

DIN: 09250710

**Rajiv Mehrishi**

DIN: 00208189

**Anshuman Thakur**

DIN: 03279460

**Bimal Manu Tanna**

DIN: 06767157

**Rama Vedashree**

DIN: 10412547

— Non-Executive  
Chairman

— Non-Executive  
Director

— Managing Director  
and Chief Executive  
Officer

Non-Executive  
Directors



## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

### A. Corporate information

Jio Financial Services Limited (formerly known as Reliance Strategic Investments Limited) ("the Parent Company"), with Corporate ID No. (CIN L65990MH1999PLC120918), is a registered Non-Banking Financial Company - Systemically Important Non-Deposit taking Company as defined under section 45-IA of the Reserve Bank of India Act, 1934 with effect from 31<sup>st</sup> December, 1999 having registration number 13.01327. The registered office of the parent company is located at 1<sup>st</sup> Floor, Building 4NA, Maker Maxity, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra 400051, India. The parent company is considered as Middle layer (NBFC-ML) pursuant to RBI Scale Based regulations.

The Consolidated financial statements comprise financial statements of the Parent Company and its subsidiaries (collectively referred to as the Group) along with its associates and joint venture.

The Group along with its associates and joint venture is engaged in the business of investing & financing, insurance broking, payment bank, payment aggregator and payment gateway services.

### B. Basis of preparation

#### B.1 Statement of compliance

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time and notified under section 133 of the Companies Act, 2013 (referred to as "the Act"), along with other relevant provisions of the Act, the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023, and other guidelines issued by Reserve Bank of India as applicable, and other accounting principles generally accepted in India.

The accounting policies have been consistently applied, except in cases where a newly issued Ind AS is initially adopted or when a revision to an existing Ind AS required a change in the accounting policy previously in use.

These Consolidated financial statements have been approved by the Parent Company's Board of Directors and authorised for issue on 19<sup>th</sup> April 2024.

#### B.2 Presentation of consolidated financial statements

The consolidated balance sheet, consolidated statement of profit and loss and consolidated statement of changes in equity adhere to the format prescribed in Division III of Schedule III of the Act. The

consolidated statement of cash flows is prepared and presented as per the requirements of Ind AS.

A summary of material accounting policies and other explanatory information is provided in accordance with the Companies (Indian Accounting Standards) Rules, 2015, as notified under section 133 of the Act including applicable Indian Accounting Standards (Ind AS) and accounting principles generally accepted in India.

The consolidated financial statements are presented in Indian Rupees (₹) in crore (except otherwise indicated) which is also the functional currency of the Group, with rounding off to two decimals as permitted by Schedule III to the Act.

#### B.3 Basis of measurement

The consolidated financial statements are prepared on the historical cost basis, except for certain financial assets and liabilities which are measured at fair value at the end of each reporting period, and defined benefit plans – plan assets that are measured based on the Projected Unit Credit Method.

#### B.4 Basis of consolidation

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If an entity in the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that entity's financial statements for the purpose of the consolidated financial statements to ensure uniformity with the Group's accounting policies.

In accordance with Ind AS 110, Consolidated Financial Statements, the consolidated financial statements combine like items of assets, liabilities, equity, income, expenses, and cash flows of the parent with those of its subsidiaries and entities controlled by the Parent Company. The Parent Company exercises control over a subsidiary or entity if it is exposed to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The carrying amount of the parent's investment in each subsidiary is offset / eliminated with the parent's portion of equity of each subsidiary. Any excess / deficit arising out of the said elimination is accounted for as Goodwill on consolidation / capital reserve. Additionally, all intragroup assets and liabilities, equity, income, expenses, and cash flows relating to transactions between entities of the group are eliminated.

In accordance with Ind AS 28, Investments in Associates and Joint Ventures, the Parent Company

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

accounts for its investments in entities with joint control or significant influence (associates) using the Equity method of accounting. Under this method, the Group initially recognizes its investment at cost, which is adjusted thereafter for the post-acquisition change in the Parent Company's share of the investee's net assets. The Group's consolidated statement of profit and loss includes its share of the investee's profit or loss, and the Group's other comprehensive income includes its share of the investee's other comprehensive income.

The consolidated financial statements include results of the parent company, its subsidiaries, associates and joint venture.

### B.5 Use of estimates

The preparation of consolidated financial statements in conformity with Ind AS requires management of the Parent Company to make judgements, estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the consolidated financial statements and the reported amount of income and expenses for the reporting period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in the consolidated financial statements have been disclosed as applicable in the respective notes to accounts.

Accounting estimates can change from period to period. Future results could differ from these estimates. Appropriate changes in estimates are made as the Management of the respective companies becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the consolidated financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements.

### B.6 Fair value measurement

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

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair values are categorized under different levels (Level 1, Level 2 or Level 3) in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs)

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

## C. Summary of material accounting policy information

### C.1 Business combination

The Group accounts for its business combinations under acquisition method of accounting, except for common control transactions which are accounted using the pooling of interest method involving the following:

- a. The assets and liabilities of the combining entities are reflected at their carrying amounts.
- b. No adjustments are made to reflect fair values or recognise any new assets or liabilities. The only adjustments that are made are to harmonize accounting policies.
- c. The financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information shall be restated only from that date.

The cost of acquisition is measured at the fair value of the assets transferred, equity instruments issued and liabilities assumed at the acquisition date i.e. the date on which control is acquired. Contingent consideration to be transferred is recognised at fair



value and included as part of cost of acquisition. Transaction related costs are expensed in the period in which the costs are incurred.

For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets.

Goodwill / Capital reserve arising on business combination is initially measured at cost, being the difference of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the fair value of net identifiable assets acquired and liabilities assumed. After initial recognition, Goodwill is tested for impairment annually and measured at cost less any accumulated impairment losses if any.

## C.2 Revenue recognition

### ● Interest income

Interest income is recognised in the consolidated statement of profit and loss using the effective interest rate (EIR) method for all financial assets measured at amortised cost or debt instruments measured at Fair Value through Other Comprehensive Income (FVOCI).

EIR is the rate that discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. The calculation of EIR includes all fees received between parties to the contract that are an integral part of the contract, transaction costs, and all other premiums or discounts.

Subvention income received from manufacturer / dealers at the inception of the loan contracts which is directly attributable to individual loan contracts in respect of goods financed is recognized in the consolidated statement of profit and loss using the effective interest rate method over the tenor of such loan contracts measured at amortized cost.

Transaction costs include incremental costs that are directly attributable to the acquisition of financial assets.

Interest income on credit impaired assets is recognised by applying the effective interest rate to the amortised cost (net of impairment loss allowance) of the financial asset. If the financial asset is no longer credit-impaired, the Group reverts to calculate interest income on a gross basis.

Interest on financial assets measured at Fair Value through Profit or Loss (FVTPL) is recognised at the contractual rate of interest.

### ● Dividend income

Income from dividend on shares of corporate bodies and units of mutual funds is accounted when the Group's right to receive the dividend is established.

### ● Other revenue from operations

The Group recognises revenue from contracts with customers (other than financial assets to which Ind AS 109 'Financial instruments' is applicable) based on a comprehensive assessment model as set out in Ind AS 115 'Revenue from contracts with customers'. Revenue is measured at the transaction price allocated to the performance obligation in accordance with Ind AS 115. The Group identifies contract(s) with a customer and its performance obligations under the contract, determines the transaction price and its allocation to the performance obligations in the contract and recognizes revenue only on satisfactory completion of performance obligations.

In case of discounts, rebates, credits, price incentives or similar terms, consideration are determined based on its most likely amount, which is assessed at each reporting period.

### ● Fees, commission and other services

The Group recognises service and administration charges towards rendering of additional services to its loan customers on satisfactory completion of service delivery. Bounce charges levied on customers for non-payment of instalments on the contractual date is recognised on acceptance thereof by the customers.

Fees on value added services and products are recognised for the rendering of services and products to the customer.

Foreclosure charges are collected from loan customers for early payment / closure of loan and are recognised on acceptance thereof by the customers.

Commission income earned for the services rendered are recognised as and when they are due.

The Group earns service fees from merchants and recognizes such revenue when the control in services have been transferred by the Group i.e., as and when

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

services have been provided by the Group. Such a service fee is generally determined as a percentage of transaction value executed by the merchants.

- **Net gain on fair value changes**

The Group recognises gains / (losses) on fair value change of financial assets measured as FVTPL and realised gains / (losses) on derecognition of financial asset measured at FVTPL and FVOCI on net basis.

### C.3 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### A. FINANCIAL ASSETS

Financial assets are recognised in the Group's financial statements when the Group becomes party to the contractual provisions of the instruments.

- **Classification**

Upon initial recognition, financial assets are classified into one of the following categories:

- Amortised Cost (AC),
- Fair Value through Other Comprehensive Income (FVOCI), or
- Fair Value through Profit or Loss (FVTPL)

The classification is determined based on the Group's business model for managing the financial assets and the contractual cash flow characteristics of the instrument. The business model for managing financial assets refers to the way its financial assets are managed in order to achieve Group's business objective. The business model determines whether cash flows will result from collecting contractual cash flows, selling financial assets or both.

- **Initial recognition and measurement**

All financial assets are initially recognised at fair value except the following:

- Investment in Joint Venture and associates are recorded at cost;
- Financial assets measured at FVTPL are recognised at fair value at the reporting date

Transaction costs and revenues that are directly attributable to the acquisition or issue of financial assets (other than financial assets measured at FVTPL) are added to or deducted from the fair value on initial recognition. Transaction costs

and revenues of financial assets measured at fair value through profit or loss are recognised immediately in the consolidated statement of profit and loss. However, trade receivables that do not contain a significant financing component are measured at transaction price.

- **Subsequent measurement**

- **Financial assets at Amortised Cost**

A financial asset is measured at amortised cost if it meets both of the following conditions:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset represent contractual cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding.

Subsequent to initial recognition, financial assets held within this category are measured at amortized cost using the effective interest method, less any impairment losses.

- **Financial assets at FVOCI**

A financial asset is measured at FVOCI if it meets both of the following conditions:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets designated as FVOCI are subsequently measured at fair value, with unrealized gains and losses recognized in other comprehensive income, except for impairment losses and foreign exchange gains and losses on monetary assets.

- **Financial assets at FVTPL**

Financial assets not classified as either amortised cost or FVOCI are measured at fair value through profit or loss. Subsequent changes in fair value are recognized in consolidated statement of profit and loss.

- **Reclassification of financial assets**

Financial assets are reclassified subsequent to their recognition only if the Group changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 "Financial Instruments".

- **Derecognition of financial assets**

Financial assets are derecognized when the contractual rights to receive cash flows from the asset have expired or have been transferred in accordance with Ind AS 109, and the Group has transferred substantially all risks and rewards associated with the asset.

On derecognition of a financial asset in its entirety, the difference between (a) the carrying amount (measured at the date of derecognition) and (b) the consideration received (including any new asset obtained less any new liability assumed) is recognised in consolidated statement of profit and loss.

- **Impairment of financial assets**

The Group recognizes Expected Credit Losses (ECL) on financial instruments measured at amortized cost or FVOCI, including loans, receivables, and debt securities, as per Ind AS 109.

Expected credit losses are measured based on an assessment of the credit risk associated with financial instruments. This assessment considers historical experience, current economic conditions, and forward-looking information relevant to the collectability of contractual cash flows.

The financial assets are classified into one of the three stages (Stage 1, Stage 2 or Stage 3) based on the assessed credit risk of the instrument / facility. Financial assets where no significant increase in credit risk has been observed are considered to be in 'Stage 1' for which a 12-month ECL is recognised. Financial assets that are considered to have a significant increase in credit risk are considered to be in 'stage 2' and those which are in default or for which there is objective evidence of impairment are considered to be in 'stage 3'. Lifetime ECL is recognised for stage 2 and stage 3 financial assets.

- **General approach**

Both Lifetime ECLs and 12-month ECLs are calculated on either an individual basis or a collective basis, depending on the nature of the underlying portfolio of financial instruments. The expected credit loss is a product of exposure at default ("EAD"), probability of default ("PD") and loss given default ("LGD"). The Group has devised an internal model to evaluate the PD and LGD based on the parameters set out in Ind AS 109.

LGD is an estimate of loss from a transaction given that a default occurs. PD is defined as the probability of whether the borrowers will default on their obligations in the future. Ind AS 109 requires the use of separate PD for a 12-month duration and lifetime duration depending on the stage allocation of the borrower. EAD represents the expected exposure in the event of a default and is the gross carrying amount in case of the financial assets held by the Group.

The Group has established a policy to perform an assessment, at the end of each reporting period, of whether a financial instrument's credit risk has increased significantly since initial recognition, by considering the change in the risk of default occurring over the remaining life of the financial instrument.

Expected credit losses are calculated using a probability-weighted approach, considering a range of possible outcomes and their associated probabilities. This approach incorporates both the likelihood of default and the severity of loss in the event of default.

The Group maintains allowances for expected credit losses, which are deducted from the carrying amount of the financial asset to present the net carrying amount on the balance sheet. The allowance is adjusted through the consolidated statement of profit and loss to reflect changes in expected credit losses.

- **Simplified approach**

The Group follows a 'simplified approach' for recognition of impairment

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

loss allowance on trade / other receivables that do not contain a significant financing component. The application of simplified approach does not require the Group to track changes in credit risk. The Group uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analyzed.

- **ECL on debt instruments measured at FVOCI**

The ECLs for debt instruments measured at FVOCI do not reduce the carrying amount of these financial assets in the balance sheet, which remains at fair value. Instead, an amount equal to the allowance that would arise if the assets were measured at amortised cost is recognised in OCI as an accumulated impairment amount, with a corresponding charge to the consolidated statement of profit and loss. The accumulated loss recognised in OCI is recycled to the consolidated statement of profit and loss upon derecognition of the assets.

- **Forward looking information**

While estimating the expected credit losses, the Group reviews macro-economic developments occurring in the economy and the market it operates in.

The Group considers a broad range of forward-looking information with reference to external forecasts of various macro-economic factors for example GDP growth, unemployment rates, Inflation etc., as considered relevant so as to determine the impact of macro-economic factors on the Group's ECL estimates.

- **Derecognition**

Financial assets are written off (either partially or in full) when there is no reasonable expectation of recovering a financial asset in its entirety or a portion thereof. However, financial assets that are written off could still be subject to enforcement activities under the Group's recovery procedures, considering legal advice where appropriate. Any recoveries made are recognised in the consolidated statement of profit and loss on actual realisation from customer.

## B. FINANCIAL LIABILITIES

Financial liabilities and equity instruments issued by the Group are classified according to substance of the contractual arrangements entered into and the definitions of a financial liabilities and an equity instrument.

- **Initial recognition and measurement**

All financial liabilities are recognised at fair value and in case of borrowings and payables, net of directly attributable cost. Fees of recurring nature are directly recognised in the consolidated statement of profit and loss as finance cost.

- **Subsequent measurement**

Financial Liabilities are carried at amortised cost using the effective interest method.

- **Derecognition**

A financial liability (or a part of a financial liability) is derecognized from the group's balance sheet when the obligation specified in the contract is discharged or cancelled or expires. Any gains or losses arising on derecognition of liabilities are recognised in the consolidated statement of profit and loss.

## C. COMPOUND FINANCIAL INSTRUMENTS

The Group recognises separately the components of compound financial instrument that (a) creates a financial liability of the entity and (b) grants an option to the holder of the instrument to convert it into an equity instrument of the entity.

## D. OFFSETTING OF FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are offset, and the net amount is reported in the Balance Sheet only where the Group has legally enforceable right to set off the amount and group intends, either to settle them on a net basis or to realize the asset and settle the liability simultaneously as permitted by Ind AS.

### C.4 Cash and cash equivalents

Cash and cash equivalents comprise of cash on hand, cash at bank, short-term deposits and short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

### C.5 Trade receivable

A receivable represents the Group's right to an amount of consideration that is unconditional.

## C.6 Tax expenses

The tax expenses for the period comprises of current tax and deferred income tax. Tax is recognised in the consolidated statement of profit and loss, except to the extent that it relates to items recognised in the other comprehensive income. In which case, the tax is also recognised in other comprehensive income or equity.

- **Current tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the income tax authorities, based on tax rates and laws that are enacted at the Balance sheet date.

- **Deferred tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilised.

Deferred tax items in correlation to the underlying transaction relating to Other comprehensive income and Equity are recognised in Other comprehensive income and Equity respectively.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax assets are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the

deferred taxes relate to the same taxable entity and the same taxation authority.

## C.7 Property, Plant and Equipment

Property, Plant and Equipment (PPE) are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of that item are depreciated separately.

Property, plant and equipment not ready for the intended use on the date of Balance Sheet are disclosed as 'Capital work-in-progress'. Advances given towards acquisition of property, plant and equipment outstanding at each balance sheet date are disclosed in other non-financial assets.

Administrative and other general overhead expenses that are specifically attributable to the acquisition of Property, plant and equipment are allocated and capitalised as a part of the cost of the respective Property, plant and equipment. Expenses on repair and maintenance are charged to the consolidated statement of profit and loss during the year in which such costs are incurred.

Depreciation on property, plant and equipment is provided using straight line method on cost. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Act.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the consolidated statement of profit and loss when the asset is derecognised.

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

### C.8 Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease or not to exercise the option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease.

#### ● As lessee

The Group, as a lessee, recognises a Right-of-Use (ROU) asset and a lease liability for its enforceable leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Group has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease if that rate can be readily determined. If that rate cannot be readily determined, the Group uses an incremental borrowing rate.

Costs including depreciation are recognised as an expense in the consolidated statement of profit and loss. Initial direct costs are recognised immediately in the consolidated statement of profit and loss.

For short-term and low value leases the Group recognises the lease payments as an operating expense on a straight-line basis over the lease term. None of the agreements and contracts of the Group are resulting into ROU asset & lease liability.

#### ● As lessor

The Group, as a lessor, classifies a lease either as an operating lease or a finance lease. Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Group gives service equipment on lease where it has substantially retained the risks and rewards of ownership and hence are classified as operating lease and included in PPE.

Costs including depreciation are recognised as an expense in the consolidated statement of profit and loss. Initial direct costs are recognised immediately in the consolidated statement of profit and loss.

### C.9 Other intangible assets

Other intangible assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortisation / depletion and impairment losses, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the other intangible assets.

Administrative and other general overhead expenses that are specifically attributable to the acquisition of other intangible assets are allocated and capitalised as a part of the cost of the intangible assets. Expenses on software support and maintenance are charged to the consolidated statement of profit and loss during the year in which such costs are incurred.

Gains or losses arising from derecognition of an other intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the consolidated statement of profit and loss when the asset is derecognised.

Group's other intangible assets are amortised based on the following table:

Particulars	Amortisation
Computer Software	Over a period of 5 to 10 years

Other intangible assets not ready for the intended use on the date of Balance Sheet are disclosed as 'Intangible assets under development'.

The amortisation period and the amortisation method for other intangible assets with a finite useful life are reviewed at each reporting date.

### C.10 Provisions and Contingent liabilities / assets

- **Provisions:**

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

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering the risks and uncertainties surrounding the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

- **Contingent liabilities / assets:**

A possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or; present obligation that arises from past events where it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability are disclosed as contingent liability and not provided for.

Contingent assets are disclosed where an inflow of economic benefits is probable. Contingent assets are not recognised in the consolidated financial statements.

### C.11 Finance costs

Finance costs include interest expense computed by applying the effective interest rate on respective financial instruments measured at amortized cost. Financial instruments include bank term loans, non-convertible debentures, commercial papers and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Finance costs are charged to the consolidated statement of profit and loss in the period for which they are incurred.

### C.12 Impairment of non-financial assets

The Group assesses on each reporting date whether there is any indication that any Property, Plant and Equipment and Intangible Assets or group of assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the consolidated statement of profit and loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets. If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount and the impairment loss is recognised in the consolidated statement of profit and loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount such that the increased carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had been recognised for the asset (or cash-generating unit) in prior years. The reversal of an impairment loss is recognised in the consolidated statement of profit and loss.

### C.13 Employee benefits expense

- **Short-term employee benefits**

Liabilities for employee benefits, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are the amounts expected to be paid when the liabilities are settled. Short-term employee benefits are recognised in the consolidated statement of profit and loss in the period in which the related service is rendered.

- **Long-term employee benefits**

The expected costs of other long-term employee benefits, such as long-term service incentive plan benefits (not being share-based payments), are accrued over the requisite service period which is typically the vesting period.

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

- **Post-employment benefits**

- **Defined contribution plans**

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in the consolidated statement of profit and loss in the periods during which the related services are rendered by the employees.

The Group pays provident and other fund contributions to publicly administered funds as per related Government regulations. The Group has no further obligation other than the contributions payable to the respective funds.

- **Defined benefit plans**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan annually by a qualified actuary using the project unit credit method and spread over the period during which the benefit is expected to be derived from employees' services.

Remeasurement gains or losses arising from experience adjustments and changes in actuarial assumptions are recognized directly in other comprehensive income in the period they occur and are subsequently transferred to retained earnings.

- **Leave encashment / compensated absences**

The Group's net obligation in respect of long-term employee benefits other than post-employment benefits is the entitlement to compensated absences. The expected cost of accumulated compensated absences is determined by actuarial valuation using the projected unit credit method for the unused entitlement accumulated at the balance sheet date.

The benefits are discounted using the market yields at the end of the balance sheet date that has terms approximating the terms of the related obligation. Re-measurements resulting from experience adjustments and changes in

actuarial assumptions are recognized in the consolidated statement of profit and loss.

### C.14 Earnings per share

Basic earnings per share is calculated by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year adjusted for bonus element in equity share. Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to consider the conversion of all dilutive potential equity shares

### C.15 Foreign currencies transactions and translation

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency's closing rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in consolidated statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item.

In the case of an asset, expense or income where a non-monetary advance is paid / received, the date of transaction is the date on which the advance was initially recognised. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

### C.16 Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing the performance of the operating segments of the Group.

The accounting policies adopted for segment reporting are in conformity with the accounting policies of the Group. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which are related to the Group as a whole and are



not allocable to segments on a reasonable basis have been included under unallocable revenue / expenses / assets or liabilities.

### C.17 Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

## D. Critical accounting judgements and key sources of estimations uncertainty

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Actual results may differ from these estimates. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in the subsequent financial year. Accounting estimates and underlying assumptions are reviewed on an ongoing basis. Revisions of estimates are recognised prospectively.

### D.1 Provisions and contingent liabilities

The timing of recognition and quantification of the provisions, contingent liabilities / assets require the application of judgement to existing facts and circumstances which are subject to change on the actual occurrence or happening. Judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies / claims / litigations against the Group and possible inflow of resources in respect of the claims made by the Group which has been considered to be contingent in nature. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

### D.2 Impairment of financial assets

The measurement of impairment losses across all categories of financial assets requires judgement and the estimation of the amount and timing of future cash flows when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by several factors, changes in which can result in different levels of allowances. It has been the Group's policy to regularly review its models in the context of actual loss experience and adjust when necessary.

### D.3 Fair value measurement

The fair values of instruments that are not traded in an active market and cannot be measured based on quoted prices in active markets are determined using valuation techniques including the Discounted Cash Flow (DCF) model. The Group uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions at regular intervals.

The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

### D.4 Defined benefit plans (gratuity benefits)

The Group's retirement benefit obligations, cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, inflation, future salary increments and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

## E. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31<sup>st</sup> March, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Group.

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

### 1. Cash and cash equivalents

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Balances with banks</b>		
In current accounts	67.18	56.57
	<b>67.18</b>	<b>56.57</b>

### 2. Bank balances other than cash and cash equivalents

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Fixed deposits (with original maturity more than 3 months)	10,542.35	5,980.67
Interest accrued on fixed deposits	285.13	252.91
Balance with bank in Nodal account	65.11	6.55
	<b>10,892.59</b>	<b>6,240.13</b>

### 3. Trade receivables

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(Unsecured and considered good)		
Trade receivables	13.97	13.83
	<b>13.97</b>	<b>13.83</b>

- No trade receivables are due from directors or other officers of the Group either severally or jointly with any other person.
- No trade receivables are due from firms or private companies respectively in which any director is a partner or a director or a member.

### Trade receivables ageing

As at 31<sup>st</sup> March, 2024:

₹ in crore

Particulars	Not Due	Outstanding from due date of payment					Total
		< 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 years	
Undisputed trade receivables – considered good	0.73	11.44	1.80	0.00*	-	-	<b>13.97</b>
Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade receivables – considered good	-	-	-	-	-	-	-
Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>0.73</b>	<b>11.44</b>	<b>1.80</b>	<b>0.00</b>	<b>-</b>	<b>-</b>	<b>13.97</b>

\* Below rounding off norms

**As at 31<sup>st</sup> March, 2023:**

₹ in crore

Particulars	Not Due	Outstanding from due date of payment					Total
		< 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 years	
Undisputed trade receivables – considered good	0.47	3.49	1.67	8.19	-	0.01	13.83
Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade receivables – considered good	-	-	-	-	-	-	-
Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
<b>Total</b>	<b>0.47</b>	<b>3.49</b>	<b>1.67</b>	<b>8.19</b>	<b>-</b>	<b>0.01</b>	<b>13.83</b>

**4. Loans**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>(A) At amortised cost</b>		
Term loans	5.11	-
Interest accrued on above loan	0.06	-
Others		
Inter corporate deposit	-	41.09
Working capital loans	170.16	-
<b>Total gross loan</b>	<b>175.33</b>	<b>41.09</b>
<b>Less: Impairment loss allowance</b>	<b>2.02</b>	<b>-</b>
<b>Total net loan</b>	<b>173.31</b>	<b>41.09</b>
<b>(B) Secured by tangible / intangible assets</b>		
Covered by bank / government guarantee	-	-
Unsecured	175.33	41.09
<b>Total Gross loan</b>	<b>175.33</b>	<b>41.09</b>
<b>Less: Impairment loss allowance</b>	<b>2.02</b>	<b>-</b>
<b>Total net loan</b>	<b>173.31</b>	<b>41.09</b>
<b>(C) Loans in India:</b>		
Public sector	-	-
Others	175.33	-
<b>Less: Impairment loss allowance</b>	<b>2.02</b>	<b>-</b>
<b>Net loan</b>	<b>173.31</b>	<b>-</b>
<b>Loans outside India:</b>		
	-	41.09
	<b>173.31</b>	<b>41.09</b>

Note: The Group has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person that are (a) repayable on demand or (b) without specifying any terms or period of repayment.

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

### 4. Loans

The table below shows the credit quality and the maximum exposure to credit risk based on year-end stage classification and analysis of changes in the gross carrying amount and Impairment loss allowance in relation to Loans.

**For the year ended 31<sup>st</sup> March, 2024**

₹ in crore

Particulars	Stage 1		Stage 2		Stage 3		Total	
	Gross Carrying Amount	Impairment loss allowance	Gross Carrying Amount	Impairment loss allowance	Gross Carrying Amount	Impairment loss allowance	Gross Carrying Amount	Impairment loss allowance
Balance at the beginning of the reporting year i.e. 01 <sup>st</sup> April, 2023	41.09	-	-	-	-	-	<b>41.09</b>	-
Transfer to Stage 1	-	-	-	-	-	-	-	-
Transfer to Stage 2	-	-	-	-	-	-	-	-
Transfer to Stage 3	-	-	-	-	-	-	-	-
Impact of changes in credit risk on account of stage movements	-	-	-	-	-	-	-	-
Changes in opening credit exposures (repayment net of additional disbursements)	(41.09)	-	-	-	-	-	<b>(41.09)</b>	-
New Credit exposures during the year, net of repayments	174.50	1.50	0.61	0.35	0.25	0.20	<b>175.36</b>	<b>2.05</b>
Amounts written off during the year	-	-	-	-	(0.03)	(0.03)	<b>(0.03)</b>	<b>(0.03)</b>
<b>Balance at the end of the reporting year i.e. 31<sup>st</sup> March, 2024</b>	<b>174.50</b>	<b>1.50</b>	<b>0.61</b>	<b>0.35</b>	<b>0.22</b>	<b>0.17</b>	<b>175.33</b>	<b>2.02</b>

For the year ended 31<sup>st</sup> March, 2023

₹ in crore

Particulars	Stage 1		Stage 2		Stage 3		Total	
	Gross Carrying Amount	Impairment loss allowance	Gross Carrying Amount	Impairment loss allowance	Gross Carrying Amount	Impairment loss allowance	Gross Carrying Amount	Impairment loss allowance
Balance at the beginning of the reporting year i.e. 01 <sup>st</sup> April, 2022	-	-	-	-	-	-	-	-
Transfer to Stage 1	-	-	-	-	-	-	-	-
Transfer to Stage 2	-	-	-	-	-	-	-	-
Transfer to Stage 3	-	-	-	-	-	-	-	-
Impact of changes in credit risk on account of stage movements	-	-	-	-	-	-	-	-
New Credit exposures during the year, net of repayments	-	-	-	-	-	-	-	-
Pursuant to Scheme of Arrangement (Refer note no. 32)	41.09	-	-	-	-	-	41.09	-
Amounts written off during the year	-	-	-	-	-	-	-	-
<b>Balance at the end of the reporting year i.e. 31<sup>st</sup> March, 2023</b>	<b>41.09</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>41.09</b>	<b>-</b>

## Details of Impairment on financial instruments disclosed in the statement of Profit and loss :

₹ in crore

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
(i) Net impairment loss allowance charge / (release) for the year	2.02	(10.06)
(ii) Amounts written off during the year	0.03	-
<b>Impairment on loans</b>	<b>2.05</b>	<b>(10.06)</b>
Add: Impairment on other assets	-	-
<b>Impairment on financial instruments</b>	<b>2.05</b>	<b>(10.06)</b>

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

### 5. Investments (Refer note no. 5.1)

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>5A Investments accounted under Equity method</b>		
<b>Associates / Joint Ventures *</b>		
Equity shares	25,732.44	15,543.85
Preference shares	17,646.69	17,646.69
Trusts	9,307.48	61,705.53
<b>Total 5A</b>	<b>52,686.61</b>	<b>94,896.07</b>

### 5B Other investments

₹ in crore

	As at 31 <sup>st</sup> March, 2024				As at 31 <sup>st</sup> March, 2023			
	At Amortised cost / Cost	At fair value through profit or loss	At fair value through OCI	Total	At Amortised cost / Cost	At fair value through profit or loss	At fair value through OCI	Total
Mutual fund	-	4,803.76	-	4,803.76	-	363.25	-	363.25
Government Securities	102.72	-	-	102.72	-	-	-	-
Treasury bills	-	19.30	-	19.30	-	5,794.58	-	5,794.58
Commercial paper	-	196.82	-	196.82	-	1,243.04	-	1,243.04
Certificate of deposit	-	775.74	-	775.74	-	697.11	-	697.11
Bonds	-	-	-	-	-	2,087.85	-	2,087.85
Equity shares	-	7.00	71,600.74	71,607.74	-	3.99	-	3.99
Preferred shares	-	-	119.32	119.32	-	-	74.89	74.89
Units	-	-	2,924.33	2,924.33	-	-	2,924.33	2,924.33
Settlers contribution	55.83	-	-	55.83	55.83	-	-	55.83
<b>Total 5B</b>	<b>158.55</b>	<b>5,802.62</b>	<b>74,644.39</b>	<b>80,605.56</b>	<b>55.83</b>	<b>10,189.82</b>	<b>2,999.22</b>	<b>13,244.87</b>
<b>Total Gross (A= 5A+5B)</b>	<b>158.55</b>	<b>5,802.62</b>	<b>74,644.39</b>	<b>1,33,292.17</b>	<b>55.83</b>	<b>10,189.82</b>	<b>2,999.22</b>	<b>1,08,140.94</b>
<b>Less:</b>								
Impairment loss allowance (B)	-	-	-	-	-	-	-	-
<b>Total Net (A-B)</b>	<b>158.55</b>	<b>5,802.62</b>	<b>74,644.39</b>	<b>1,33,292.17</b>	<b>55.83</b>	<b>10,189.82</b>	<b>2,999.22</b>	<b>1,08,140.94</b>

\*Investment in Associates and Joint ventures has been accounted using equity method.

**5.1 Investments**

₹ in crore

	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	Units	Amount	Units	Amount
<b>A Investments measured using equity method</b>				
<b>A.1 Investment in Joint Ventures</b>				
<b>In equity shares - unquoted, fully paid up</b>				
Jio Payments Bank Limited of ₹ 10 each *	26,85,20,000	82.03	26,45,20,000	122.16
Reliance International Leasing IFSC Limited of ₹ 10 each	24,99,998	2.09	-	-
<b>A.2 Investment in Associates</b>				
<b>In equity shares - unquoted, fully paid up</b>				
Reliance Services & Holdings Limited of ₹ 10 each	50,000	25,648.32	50,000	15,421.69
<b>In preference shares - unquoted, fully paid up</b>				
Reliance Services & Holdings Limited of ₹ 10 each	17,64,66,916	17,646.69	17,64,66,916	17,646.69
<b>In Corpus of Trust - unquoted</b>				
Petroleum Trust		9,307.48		61,705.53
<b>Total (A)</b>		<b>52,686.61</b>		<b>94,896.07</b>
<b>B Investment in others</b>				
<b>B.1 Investments measured at cost</b>				
In Settlers Contribution in Trust		55.83		55.83
<b>Total (B.1)</b>		<b>55.83</b>		<b>55.83</b>
<b>B.2 Investments measured at fair value through Other comprehensive Income</b>				
<b>In Equity shares - Quoted, fully paid up</b>				
Reliance Industries Limited of ₹ 10 each	24,09,42,006	71,600.74	-	-
<b>In Preferred Shares - Unquoted, fully paid up</b>				
Krikey Inc. - Series A of Face value USD 0.00001	27,16,948	66.75	27,16,948	74.89
Krikey Inc. - Series B of Face value USD 0.00001	3,94,321	52.57	-	-
<b>In Units - Quoted, fully paid up</b>				
Digital Fibre Infrastructure Trust of ₹ 100 each	29,24,33,280	2,924.33	29,24,33,280	2,924.33
<b>Total (B.2)</b>		<b>74,644.39</b>		<b>2,999.22</b>
<b>B.3 Investments measured at fair value through profit or loss</b>				
Equity shares - quoted, fully paid up		7.00		3.99
Commercial paper - quoted, fully paid up		196.82		1,243.04
Certificate of deposit - quoted, fully paid up		775.74		697.11
Bonds - quoted, fully paid up		-		2,087.85
Treasury bills - quoted, fully paid up		19.30		5,794.58
Mutual fund - unquoted, fully paid up		4,803.76		363.25
<b>Total (B.3)</b>		<b>5,802.62</b>		<b>10,189.82</b>

\* Includes Goodwill amounting to ₹ 0.64 crore on the acquisition of further stake of 0.27% in the Joint Venture on 31<sup>st</sup> March, 2024

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

<b>B.4 Investments measured at amortised cost</b>		
Bonds - Government Securities - quoted, fully paid up	102.72	-
<b>Total (B.4)</b>	<b>102.72</b>	<b>-</b>
<b>Total (B)</b>	<b>80,605.56</b>	<b>13,244.87</b>
<b>Total (A+B)</b>	<b>1,33,292.17</b>	<b>1,08,140.94</b>
<b>Out of above</b>		
Investments outside India	119.32	74.89
Investments in India**	1,33,172.85	1,08,066.05
<b>Total</b>	<b>1,33,292.17</b>	<b>1,08,140.94</b>
Aggregate amount of quoted Investments	75,523.93	12,750.91
Market Value of quoted investments	75,523.93	12,750.91
Aggregate amount of unquoted investments	57,768.24	95,390.03
Aggregate provision for impairment in value of investment	-	-
<b>Category-wise Investments</b>		
Measured using equity method	52,686.61	94,896.07
Measured at cost	55.83	55.83
Measured at amortised cost	102.72	-
Measured at fair value through other comprehensive income (FVOCI)	74,644.39	2,999.22
Measured at fair value Through Profit or Loss (FVTPL)	5,802.62	10,189.82
<b>Total</b>	<b>1,33,292.17</b>	<b>1,08,140.94</b>

\*\* Investments in India includes ₹ 2.09 crore (invested in USD) in equity shares of a company registered in Gift-City, Gandhinagar

## 6. Other financial assets

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>(Unsecured and considered good)</b>		
Interest accrued on investments	-	59.95
Receivable against sale of investments	55.71	-
Settlement amount receivable	42.88	20.87
Security deposits	2.31	-
Unbilled revenue	4.30	3.71
Other receivables *	12.59	22.91
	<b>117.79</b>	<b>107.44</b>

\* Other receivable represents advance to employees and receivable towards gratuity balance



**7. Current tax assets (net)**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Advance income tax (net of provisions)	85.16	83.92
	<b>85.16</b>	<b>83.92</b>

**8. Deferred tax assets (net)**

₹ in crore

	Opening balance as at 1 <sup>st</sup> April, 2023	(Charge) / credit recognised in profit or loss	(Charge) / credit recognised in other income	Others	As at 31 <sup>st</sup> March, 2024
<b>Deferred tax asset</b>					
Provision for employee benefits u/s 43B of the Income Tax Act, 1961	0.17	0.29	-	-	0.46
Remeasurement of defined benefit obligations	-	-	0.02	-	0.02
<b>Total deferred tax asset</b>	<b>0.17</b>	<b>0.29</b>	<b>0.02</b>	-	<b>0.48</b>
<b>Deferred tax liabilities</b>					
Fair value of financial assets	-	(0.25)	-	-	(0.25)
Property, plant and equipment & other intangible assets	-	-	-	-	-
<b>Total deferred tax liabilities</b>	-	<b>(0.25)</b>	-	-	<b>(0.25)</b>
<b>Deferred tax assets (net)</b>	<b>0.17</b>	<b>0.04</b>	<b>0.02</b>	-	<b>0.23</b>

₹ in crore

	Opening balance as at 1 <sup>st</sup> April, 2022	(Charge) / credit recognised in profit or loss	(Charge) / credit recognised in other comprehensive income	Others	As at 31 <sup>st</sup> March, 2023
<b>Deferred tax asset</b>					
Provision for employee benefits u/s 43B of the Income Tax Act, 1961	-	-	-	0.17	0.17
<b>Total deferred tax asset</b>	-	-	-	<b>0.17</b>	<b>0.17</b>
<b>Deferred tax liabilities</b>					
Fair value of financial assets	-	-	-	-	-
<b>Total deferred tax liabilities</b>	-	-	-	-	-
<b>Deferred tax assets (net)</b>	-	-	-	<b>0.17</b>	<b>0.17</b>

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

### 9.A Property, plant and equipment

₹ in crore

Particulars	Gross block			Depreciation			Net block			
	Opening balance as at 1 <sup>st</sup> April, 2023	Additions	Adjustment	Closing balance as at 31 <sup>st</sup> March, 2024	Opening balance as at 1 <sup>st</sup> April, 2023	Adjustment	For the year	Closing balance as at 31 <sup>st</sup> March, 2024	Closing balance as at 31 <sup>st</sup> March, 2024	Closing balance as at 31 <sup>st</sup> March, 2023
Equipment#	70.52	0.75	-	71.27	30.97	-	9.07	40.04	31.23	39.55
Office equipments	-	0.04	-	0.04	-	-	-	0.00	0.04	-
Furnitures and fixtures**	0.00	-	-	0.00	0.00	-	0.00	0.00	0.00	0.00
<b>Total</b>	<b>70.52</b>	<b>0.79</b>	<b>-</b>	<b>71.31</b>	<b>30.97</b>	<b>-</b>	<b>9.07</b>	<b>40.04</b>	<b>31.27</b>	<b>39.55</b>

Particulars	Gross block			Depreciation			Net block			
	Opening balance as at 1 <sup>st</sup> April, 2022	Additions	Adjustment*	Closing balance as at 31 <sup>st</sup> March, 2023	Opening balance as at 1 <sup>st</sup> April, 2022	Adjustment*	For the year	Closing balance as at 31 <sup>st</sup> March, 2023	Closing balance as at 31 <sup>st</sup> March, 2023	Closing balance as at 31 <sup>st</sup> March, 2022
Equipment#	-	-	70.52	70.52	-	30.97	-	30.97	39.55	-
Furnitures and fixtures**	-	-	0.00	0.00	-	0.00	-	0.00	0.00	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>70.52</b>	<b>70.52</b>	<b>-</b>	<b>30.97</b>	<b>-</b>	<b>30.97</b>	<b>39.55</b>	<b>-</b>

# Equipment includes servers and network equipments

\* Pursuant to the Scheme of Arrangement, Refer note no. 32

\*\* Below rounding off norms

### 9.B Intangible assets under development

₹ in crore

Particulars	Closing balance as at 31 <sup>st</sup> March, 2024	Closing balance as at 31 <sup>st</sup> March, 2023
Opening balance	37.88	-
Addition during the year	-	-
Addition on account of Scheme of Arrangement*	-	37.88
Capitalised during the year	(34.45)	-
<b>Closing balance</b>	<b>3.43</b>	<b>37.88</b>

#### Ageing schedule as at 31<sup>st</sup> March, 2024

₹ in crore

Particulars	Amount for a period of				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in progress	-	-	3.43	-	3.43
<b>Total</b>	<b>-</b>	<b>-</b>	<b>3.43</b>	<b>-</b>	<b>3.43</b>

#### Ageing schedule as at 31<sup>st</sup> March, 2023

₹ in crore

Particulars	Amount for a period of				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in progress	14.75	17.53	5.60	-	37.88
<b>Total</b>	<b>14.75</b>	<b>17.53</b>	<b>5.60</b>	<b>-</b>	<b>37.88</b>

**9.C Goodwill**

₹ in crore

Particulars	Closing balance as at 31 <sup>st</sup> March, 2024	Closing balance as at 31 <sup>st</sup> March, 2023
Opening balance	100.74	-
Addition on account of purchases of subsidiaries	0.60	-
Addition on account of Consolidation	-	100.74
On disposal / transfer of shares during the year	(0.86)	-
<b>Closing balance</b>	<b>100.48</b>	<b>100.74</b>

**9.D Other intangible assets**

₹ in crore

Particulars	Gross block			Amortisation			Net block			
	Opening balance as at 1 <sup>st</sup> April, 2023	Additions	Adjustment	Closing balance as at 31 <sup>st</sup> March, 2024	Opening balance as at 1 <sup>st</sup> April, 2023	Adjustment	For the year	Closing balance as at 31 <sup>st</sup> March, 2024	Closing balance as at 31 <sup>st</sup> March, 2024	Closing balance as at 31 <sup>st</sup> March, 2023
Software	34.19	34.45	-	68.64	16.27	-	12.45	28.72	39.92	17.92
<b>Total</b>	<b>34.19</b>	<b>34.45</b>	<b>-</b>	<b>68.64</b>	<b>16.27</b>	<b>-</b>	<b>12.45</b>	<b>28.72</b>	<b>39.92</b>	<b>17.92</b>

₹ in crore

Particulars	Gross block			Amortisation			Net block			
	Opening balance as at 1 <sup>st</sup> April, 2022	Additions	Adjustment*	Closing balance as at 31 <sup>st</sup> March, 2023	Opening balance as at 1 <sup>st</sup> April, 2022	Adjustment*	For the year	Closing balance as at 31 <sup>st</sup> March, 2023	Closing balance as at 31 <sup>st</sup> March, 2023	Closing balance as at 31 <sup>st</sup> March, 2022
Software	-	-	34.19	34.19	-	16.27	-	16.27	17.92	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>34.19</b>	<b>34.19</b>	<b>-</b>	<b>16.27</b>	<b>-</b>	<b>16.27</b>	<b>17.92</b>	<b>-</b>

\* Pursuant to the Scheme of Arrangement, Refer note no. 32

**10. Other non-financial assets**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Balance with government authorities	44.21	49.17
Prepaid expenses and other advances	1.28	0.39
	<b>45.49</b>	<b>49.56</b>

**11. Payables****Trade payables**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(i) Total outstanding dues of micro enterprises and small enterprises	1.90	0.05
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	14.37	16.33
	<b>16.27</b>	<b>16.38</b>

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

### Trade payables ageing: As at 31<sup>st</sup> March, 2024

₹ in crore

Particulars	Not Due for payment	Outstanding from due date of payment				Total
		< 1 year	1-2 years	2-3 years	More than 3 years	
MSME	1.90	-	-	-	-	1.90
Others	11.89	2.39	0.09	-	-	14.37
Disputed dues-MSME	-	-	-	-	-	-
Disputed dues-others	-	-	-	-	-	-
<b>Total</b>	<b>13.79</b>	<b>2.39</b>	<b>0.09</b>	-	-	<b>16.27</b>

### As at 31<sup>st</sup> March, 2023

₹ in crore

Particulars	Not Due for payment	Outstanding from due date of payment				Total
		< 1 year	1-2 years	2-3 years	More than 3 years	
MSME	0.05	-	-	-	-	0.05
Others	2.25	14.08	-	-	-	16.33
Disputed dues-MSME	-	-	-	-	-	-
Disputed dues-others	-	-	-	-	-	-
<b>Total</b>	<b>2.30</b>	<b>14.08</b>	-	-	-	<b>16.38</b>

11.1 Based on and to the extent of information received by the Group from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), the relevant particulars as at the year-end are furnished below:

₹ in crore

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
i) The principal amount remaining unpaid to suppliers as at the end of accounting year	1.90	0.05
ii) The interest due thereon remaining unpaid to suppliers as at the end of accounting year	-	-
iii) The amount of interest paid by the buyer in terms of section 16, of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the suppliers beyond the appointed day during the year	-	-
iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	-	-
v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
vi) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-
	<b>1.90</b>	<b>0.05</b>

**12. Borrowings**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Secured - at amortised cost</b>		
From bank (working capital loan)		
Rupee loan#	-	742.77
	<b>-</b>	<b>742.77</b>
<b>Out of above</b>		
Borrowing in India	-	742.77
Borrowing outside India	-	-
	<b>-</b>	<b>742.77</b>

# Working capital loan from bank was secured against fixed deposits of Reliance Industries Limited (Pursuant to Scheme of Arrangement (Refer note no. 32))

**13. Other financial liabilities**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Agent / merchant payables	94.66	17.57
Other payables*	1.78	0.09
	<b>96.44</b>	<b>17.66</b>

\* Includes commission payable to non-executive directors and employee related liability

**14. Provisions**

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Provisions for employee benefits		
Gratuity (Refer note no. 37)	3.36	1.24
Leave encashment	2.86	0.72
Other service benefits	23.41	1.74
	<b>29.63</b>	<b>3.70</b>

**15. Deferred tax liabilities (net)**

₹ in crore

	Opening balance as at 01 <sup>st</sup> April, 2023	Charge / (credit) recognised in profit or loss	Charge / (credit) recognised in other comprehensive income	Others	As at 31 <sup>st</sup> March, 2024
<b>Deferred tax asset</b>					
Provision for employee benefits u/s 43B of the Income Tax Act, 1961	-	0.58	-	-	0.58
Remeasurement of defined benefit obligations	-	-	0.03	-	0.03
Fair value of financial assets		0.80			0.80
<b>Total deferred tax asset</b>	<b>-</b>	<b>1.38</b>	<b>0.03</b>	<b>-</b>	<b>1.41</b>
<b>Deferred tax liabilities</b>					
Fair value of financial assets*	6.80	14.37	5,532.66	-	5,553.83
Property, plant and equipment & other intangible assets	-	5.19	-	-	5.19
<b>Total deferred tax liabilities</b>	<b>6.80</b>	<b>19.56</b>	<b>5,532.66</b>	<b>-</b>	<b>5,559.02</b>
<b>Deferred tax liabilities (net)</b>	<b>6.80</b>	<b>18.18</b>	<b>5,532.63</b>	<b>-</b>	<b>5,557.61</b>

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

₹ in crore

	Opening balance as at 01 <sup>st</sup> April, 2022	Charge / (credit) recognised in profit or loss	Charge / (credit) recognised in other comprehensive income	Others	As at 31 <sup>st</sup> March, 2023
<b>Deferred tax liabilities</b>					
Fair value of financial assets	(5.31)	9.39	-	2.72	6.80
<b>Total deferred tax liabilities</b>	<b>(5.31)</b>	<b>9.39</b>	<b>-</b>	<b>2.72</b>	<b>6.80</b>
<b>Deferred tax liabilities (net)</b>	<b>(5.31)</b>	<b>9.39</b>	<b>-</b>	<b>2.72</b>	<b>6.80</b>

\* Includes tax impact on share of profit from Associate and Joint Venture, corresponding figure has been clubbed with the respective Investment value under Note no. 5A to the consolidated financial statements.

### 16. Other non-financial liabilities

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Statutory dues payable	10.21	22.07
Other payables #	5.17	0.02
	<b>15.38</b>	<b>22.09</b>

# Includes advance from customers

### 17. Equity share capital

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Authorised share capital</b>		
<b>1400,00,00,000</b> (31 <sup>st</sup> March, 2023: 1400,00,00,000) Equity shares of ₹ 10 each	14,000.00	14,000.00
<b>100,00,00,000</b> (31 <sup>st</sup> March, 2023: 100,00,00,000) Preference shares of ₹ 10 each	1,000.00	1,000.00
<b>5,00,00,000</b> (31 <sup>st</sup> March, 2023: 5,00,00,000) Preference shares of ₹ 1 each	5.00	5.00
	<b>15,005.00</b>	<b>15,005.00</b>
<b>Issued, subscribed and paid up capital</b>		
<b>635,32,84,188</b> (31 <sup>st</sup> March, 2023: 20,20,200) Equity shares of ₹ 10 each fully paid up	6,353.28	2.02
	<b>6,353.28</b>	<b>2.02</b>
<b>Share capital pending allotment</b>		
Shares to be allotted pursuant to Scheme of Arrangement (Refer note no. 32)	-	6,353.28
	<b>-</b>	<b>6,353.28</b>

**a) Reconciliation of shares outstanding at the beginning and at the end of the year**

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	No. of shares		No. of shares	
<b>Equity shares</b>				
Equity Shares outstanding at the beginning of the year	20,20,200		20,20,200	
Add: Shares issued pursuant to the Scheme of Arrangement (Refer note no. 32)	6,35,32,84,188		-	
Less: Shares cancelled *	(20,20,200)		-	
Equity shares outstanding at the end of the year	<b>6,35,32,84,188</b>		<b>20,20,200</b>	

**b) Rights, preferences and restrictions attached to shares**

The parent company has issued only one class of equity shares having face value of ₹ 10 each. Each shareholder is eligible for dividend right and one vote per share held. The dividend, if any, proposed by the Board of Directors is subject to approval of the shareholders in the ensuing annual general meeting. In the event of liquidation of the parent company, the holders of equity shares will be entitled to receive the remaining assets of the parent company in the same proportion as the capital paid-up on the equity shares held by them bears to the total paid-up equity share capital of the parent company.

c) During the period of five years immediately preceding the date at which the balance sheet is prepared, the parent company has issued 635,32,84,188 equity shares of ₹ 10 each fully paid at a premium of ₹ 25.70 per equity share without the consideration being received in cash (Refer note no. 32)

d) Shares held by erstwhile holding company (Reliance Industries Limited) NIL, previous year 20,20,200. In the current year the parent company do not have holding or ultimate holding company.

**e) Details of shareholders holding more than 5% shares**

Name of the shareholders	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	No. of shares	Held (%)	No. of shares	Held (%)
Srichakra Commercials LLP	73,95,99,829	11.64	-	-
Karuna Commercials LLP	54,55,69,460	8.59	-	-
Devarshi Commercials LLP	54,55,69,460	8.59	-	-
Tattvam Enterprises LLP	54,55,69,460	8.59	-	-
Life Insurance Corporation of India	42,31,07,722	6.66	-	-
Reliance Industries Limited (along with nominees)	-	-	20,20,200	100.00

**f) Details of Shareholding of Promoter**

Class of equity shares	Name of the Promoter	No of shares at the beginning of the year	Change during the year	No of shares at the end of the year	% of total shares	% change during the year
<b>As at 31<sup>st</sup> March, 2024</b> Fully paid-up equity shares of ₹ 10 each	Mukesh D. Ambani	-	80,52,020	80,52,020	0.13	100
	Reliance Industries Limited	20,20,200*	(20,20,200)*	-	-	(100)
<b>As at 31<sup>st</sup> March, 2023</b> Fully paid-up equity shares of ₹ 10 each	Reliance Industries Limited	20,20,200*	-	20,20,200*	100.00	-

\* Pre-Scheme Paid-up capital has been cancelled and reduced and Reliance Industries Limited ceased to be holding / promoter company as an integral part of the Scheme (Refer note no. 32)

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

### 18.A Instruments entirely equity in nature

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Balance at the beginning of the year	0.31	0.31
Less: Cancelled during the year **	(0.31)	-
Balance at the end of the year	-	<b>0.31</b>

### 18.B Other Equity

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Capital redemption reserve</b>		
Balance at the beginning of the year	6.41	1.23
Add: On consolidation	-	5.18
Balance at the end of the year	<b>6.41</b>	<b>6.41</b>
<b>Securities premium</b>		
Balance at the beginning of the year	29,610.74	881.17
Add: Pursuant to Scheme of Arrangement	-	16,330.61
Add: On consolidation	-	12,398.96
Balance at the end of the year	<b>29,610.74</b>	<b>29,610.74</b>
<b>Capital reserve</b>		
Balance at the beginning of the year	552.88	-
Add: On consolidation / Scheme of Arrangement **	2.34	552.88
Balance at the end of the year	<b>555.22</b>	<b>552.88</b>
<b>Statutory reserve fund</b>		
Balance at the beginning of the year	396.47	316.00
Add: Transferred from retained earnings	107.05	6.30
Add: On consolidation	-	74.17
Balance at the end of the year	<b>503.52</b>	<b>396.47</b>
<b>General reserve</b>		
Balance at the beginning of the year	3.95	-
Add: On consolidation	-	3.95
Balance at the end of the year	<b>3.95</b>	<b>3.95</b>
<b>Retained earnings</b>		
Balance at the beginning of the year	10,082.02	1,027.31
Add: Profit for the year	1,604.55	31.25
Add / (less): On consolidation	(0.86)	9,918.68
	<b>11,685.71</b>	<b>10,977.24</b>
Appropriations		
Less: Dividend on preference and equity Shares	-	888.92
Less: Transferred to Statutory reserve fund #	107.05	6.30
Balance at the end of the year	<b>11,578.66</b>	<b>10,082.02</b>



₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Remeasurement of defined benefit liability</b>		
Balance at the beginning of the year	-	-
Add: Movement during the year	(0.06)	-
Balance at the end of the year	<b>(0.06)</b>	<b>-</b>
<b>Other comprehensive Income</b>		
Balance at the beginning of the year	67,112.26	-
Add: Movement during the year	23,423.68	-
Add: On consolidation	-	67,112.26
Balance at the end of the year	<b>90,535.94</b>	<b>67,112.26</b>
<b>Total other equity</b>	<b>1,32,794.38</b>	<b>1,07,764.73</b>

\*\* Pre-Scheme paid up capital has been cancelled and reduced as an integral part of the Scheme. Refer note no. 32

# Transfer to statutory reserve fund in terms of section 45-IC (1) of the Reserve Bank of India Act, 1934

## Nature and purpose of reserves

### Capital redemption reserve

Capital redemption reserve (CRR) represents reserve created pursuant to Section 55 (2) (c) of the Companies Act, 2013 by transfer of an amount equivalent to nominal value of the Preference shares redeemed. The CRR may be utilised by the Group in accordance with the provisions of the Companies Act, 2013.

### Securities premium

The amount received in excess of the face value of share capital issued and subscribed is recognised in securities premium. Further it also includes amount of per share value in excess of face value of share capital issued and subscribed pursuant to the Scheme of Arrangement (Refer note no. 32). The reserve can be utilised only for limited purposes in accordance with the provisions of the Companies Act, 2013.

### Capital reserve

Pursuant to the Scheme of Arrangement (Refer note no. 32) the entire pre-scheme paid up share capital stood cancelled on allotment of new equity shares and has been credited to capital reserve.

### Statutory reserve fund

Statutory reserve represents the reserve created in terms of Section 45 IC (1) of the Reserve Bank of India Act, 1934 (the "RBI Act"). Appropriation from this Reserve Fund is permitted only for the purposes specified by RBI.

### General reserve

General Reserve is the amount kept aside from the group's profit during its normal operation to meet future needs i.e., contingencies, strengthening the Group's financial position, increasing working capital, paying dividends to the shareholders, offsetting specific future losses, etc.

### Retained earnings

Retained earnings represents the surplus in the statement of profit and loss and net amount of appropriations made to / from retained earnings.

### Remeasurement of defined benefit liability

Remeasurement comprises of gains and losses resulting from experience adjustments and changes in actuarial assumptions. These are recognised directly in other comprehensive income during the period in which they occur and are presented separately under reserve and surplus.

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

### Other comprehensive Income

- a) Equity instruments through OCI - The Group has elected to recognise changes in the fair value of investments in equity securities in other comprehensive income. These changes are accumulated within the Equity instruments through OCI reserve.
- b) Foreign Currency Translation reserve - Foreign currency translation converts foreign currencies into the parent company's functional currency and then balances exchange rate differences in Foreign Currency Translation reserve.

### 19. Interest income

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
On financial assets measured at amortised cost		
Interest on loans	1.18	36.05
Interest on investments	309.02	-
Interest on fixed deposits	627.54	2.29
	<b>937.74</b>	<b>38.34</b>

### 20. Dividend income

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
On financial assets measured at fair value through OCI		
On investments	216.85	-
On financial assets measured at fair value through profit & loss		
On investments	-	0.27
	<b>216.85</b>	<b>0.27</b>

### 21. Fees, commission and other services

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Fees and commission income	151.66	-
	<b>151.66</b>	<b>-</b>

### 22. Net gain on fair value changes

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
On financial instrument measured at fair value through profit or loss		
Realised gain/ (loss) on investments	491.89	(15.13)
Unrealised gain/ (loss) on investments *	55.74	18.15
	<b>547.63</b>	<b>3.02</b>

\* Includes reversal of unrealised gain/ (loss) for previous year

### 23. Other income

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Interest on income tax refund	0.80	3.21
	<b>0.80</b>	<b>3.21</b>

**24. Finance cost**

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
On financial liabilities measured at amortised cost		
Interest on borrowings	10.27	-
	<b>10.27</b>	<b>-</b>

**25. Impairment on financial instruments**

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
On financial instruments measured at amortised cost		
On loans	2.05	(10.06)
	<b>2.05</b>	<b>(10.06)</b>

**26. Employee benefits expense**

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Salaries and wages	104.62	-
Contribution to provident and other funds	5.33	-
Staff welfare expenses	6.09	-
	<b>116.04</b>	<b>-</b>

**27. Depreciation and amortisation expenses**

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Depreciation on property, plant and equipment	9.07	-
Amortisation of other intangible assets	12.45	-
	<b>21.52</b>	<b>-</b>

**28. Other expenses**

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Rent, taxes and energy costs	10.11	0.13
Selling and distribution expenses	7.41	-
Director's sitting fees	1.73	-
Commission to non-executive directors	1.17	-
Auditors fees and expenses	0.86	0.13
Legal and professional fees	46.39	1.35
Insurance expenses	0.29	-
Payment processing charges	49.73	-
Information technology expenses	40.46	-
Expenditure towards CSR (Refer note no. 28.1)	9.33	3.41
Listing and demat charges	5.06	-
Miscellaneous Expenses	4.89	0.54
	<b>177.43</b>	<b>5.56</b>

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### 28.1 Corporate social responsibility (CSR)

₹ in crore

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
a) Gross amount required to be spent by the Group during the year	9.33	3.41
b) Amount spent during the year	9.33	3.41
c) Shortfall / (excess) spent during the year	-	-
d) Nature of CSR activities		
(i) Construction / acquisition of any assets	-	-
(ii) On purposes other than (i) above		
Preventive and public healthcare initiatives *	9.07	3.41
Rural development projects *	0.26	-
	<b>9.33</b>	<b>3.41</b>

\* Spent through Reliance Foundation

### 29. Tax Expenses

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>a) Income Tax recognised in Statement of Profit and Loss</b>		
Current Tax *	333.20	8.70
Deferred Tax	18.14	9.39
	<b>351.34</b>	<b>18.09</b>

\* Includes excess tax of earlier years ₹ 1.43 crore (previous year ₹ 1.30 crore)

### 30. Earnings per share (EPS)

₹ in crore

	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>Face value per equity share (₹)</b>	10	10
Profit for the year as per statement of profit and loss attributable to equity shareholders (₹ in crore) <b>(A)</b>	1,604.55	31.25
Number of equity shares	635 32 84 188	20 20 200
Number of potential equity shares	-	31 48 155
Weighted average number of equity shares used as denominator for calculating basic EPS <b>(B)</b>	635 32 84 188	51 68 355
Weighted average number of equity shares used as denominator for calculating diluted EPS <b>(C)</b>	635 32 84 188	51 68 355
<b>Basic earnings per share (₹) (A / B)</b>	<b>2.53</b>	60.46
<b>Diluted earnings per share (₹) (A / C)</b>	<b>2.53</b>	60.46

The basic and diluted earnings per share for the year ended 31<sup>st</sup> March, 2023 is calculated after taking into account 31,48,155 non-cumulative compulsorily convertible preference shares which were entirely in the nature of equity.

### 31. Segment Reporting

The Group is engaged in the business of investing & financing, insurance broking, payment bank and payment aggregator & payment gateway services. However, these businesses do not satisfy the quantitative thresholds laid down under Ind AS - 108 on "Operating Segments". Since, the operations of the Group are predominantly conducted within India, there are no separate reportable geographical segment.

**32.** In accordance with the Scheme of Arrangement between Reliance Industries Limited (RIL) and its shareholders and creditors and the Parent company and its shareholders and creditors ("the Scheme") as approved by the Hon'ble National Company Law Tribunal, Mumbai Bench by an order dated 28<sup>th</sup> June, 2023, the Financial Services Business of RIL, along with its related assets and liabilities at the values appearing in the books of accounts of RIL on the closing business hours of 31<sup>st</sup> March, 2023 (Appointed Date), was demerged, transferred and vested into the Parent company with effect from the Appointed Date. The Effective date of the Scheme was 01<sup>st</sup> July, 2023. Therefore, the figures of the previous year may not be comparable with the figures of the current year.

In terms of the Scheme, the Parent company has issued and allotted 635,32,84,188 equity shares having a face value of ₹ 10 each fully paid up at a Premium of ₹ 25.70 per share, for every 1 fully paid-up equity share held in RIL, on 10<sup>th</sup> August, 2023 (the Record Date), which was pending for allotment as at 31<sup>st</sup> March, 2023. Upon allotment of new equity shares, the entire pre-scheme paid up share capital stood cancelled, and the same amount has been credited to capital reserve.

The effect of the aforementioned Scheme has been accounted for in the books of accounts in accordance with the Scheme and Ind As and there are no deviations between the two.

Necessary approval for the change in the name of the Parent company to "Jio Financial Services Limited" was received on 25<sup>th</sup> July, 2023.

### 33. Contingent liabilities and commitments

₹ in crore

	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>i) Contingent liabilities</b>		
Income tax liability *	3.74	3.12
Claims against the company / disputed liabilities not acknowledged as debts #	2.58	2.57
Others	-	0.07
<b>ii) Commitments</b>		
Estimated amount of contracts remaining to be executed on other items	0.45	-
Others	1.03	0.37

\* Income tax matters which presently are in appeal. The Group has been advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

# Related to service tax related matters at Commissioner / Deputy Commissioner CGST & Central Excise Commissioner forum.

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### 34. Financial instruments

#### (A) Financial assets and liabilities

The carrying value of financial instruments by categories is as follows:

₹ in crore

Particulars	As at 31 <sup>st</sup> March, 2024				Total
	FVTPL	FVOCI	Cost / Amortised cost	Investment in Associates / Joint Ventures	
<b>Financial assets</b>					
Cash and cash equivalents	-	-	67.18	-	<b>67.18</b>
Bank balances other than cash and cash equivalents	-	-	10,892.59	-	<b>10,892.59</b>
Trade receivables	-	-	13.97	-	<b>13.97</b>
Loans	-	-	173.31	-	<b>173.31</b>
Investments	5,802.62	74,644.39	158.55	52,686.61	<b>1,33,292.17</b>
Other financial assets	-	-	117.79	-	<b>117.79</b>
<b>Total</b>	<b>5,802.62</b>	<b>74,644.39</b>	<b>11,423.39</b>	<b>52,686.61</b>	<b>1,44,557.01</b>
<b>Financial liabilities</b>					
Trade payables	-	-	16.27	-	<b>16.27</b>
Borrowings	-	-	-	-	<b>-</b>
Other financial liabilities	-	-	96.44	-	<b>96.44</b>
<b>Total</b>	<b>-</b>	<b>-</b>	<b>112.71</b>	<b>-</b>	<b>112.71</b>

Particulars	As at 31 <sup>st</sup> March, 2023				Total
	FVTPL	FVOCI	Cost / Amortised cost	Investment in Associates / Joint Ventures	
<b>Financial assets</b>					
Cash and cash equivalents	-	-	56.57	-	<b>56.57</b>
Bank balances other than cash and cash equivalents	-	-	6,240.13	-	<b>6,240.13</b>
Trade receivables	-	-	13.83	-	<b>13.83</b>
Loans	-	-	41.09	-	<b>41.09</b>
Investments	10,189.82	2,999.22	55.83	94,896.07	<b>1,08,140.94</b>
Other financial assets	-	-	107.44	-	<b>107.44</b>
<b>Total</b>	<b>10,189.82</b>	<b>2,999.22</b>	<b>6,514.89</b>	<b>94,896.07</b>	<b>1,14,600.00</b>
<b>Financial liabilities</b>					
Trade payables	-	-	16.38	-	<b>16.38</b>
Borrowings	-	-	742.77	-	<b>742.77</b>
Other financial liabilities	-	-	17.66	-	<b>17.66</b>
<b>Total</b>	<b>-</b>	<b>-</b>	<b>776.81</b>	<b>-</b>	<b>776.81</b>

Note: During the current and previous year, the group has not reclassified any investments since its initial classification.

**(B) Fair Value measurement hierarchy**

₹ in crore

Particulars	As at 31 <sup>st</sup> March, 2024				As at 31 <sup>st</sup> March, 2023			
	Carrying Value	Fair Value			Carrying Value	Fair Value		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
<b>Financial Assets</b>								
Loans	173.31	-	-	-	41.09	-	-	-
Investments*	80,447.01	79,335.83	991.86	119.32	13,189.05	3,291.57	9,822.59	74.89
<b>Financial Liabilities</b>								
Borrowings	-	-	-	-	742.77	-	-	-

\* Excludes Investments in Associates and Joint Ventures of ₹ 52,686.61 crore (previous year ₹ 94,896.07 crore) measured using equity method and investment in others of ₹ 55.83 crore (previous year ₹ 55.83 crore) measured at cost (Refer note no. 5.1).

The Group has not disclosed fair values for cash and cash equivalents, Bank balances other than cash and cash equivalents, other financial assets, trade payables and other financial liabilities as they are all considered to be of short duration and carrying value are assumed to be approximate to their fair value.

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly;

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

There were no transfers between Level 1, Level 2 and Level 3 of the fair value hierarchy.

**Valuation Methodology**

All financial instruments are initially recognised and subsequently re-measured at fair value as described below:

The fair value of investment in quoted Equity shares, Bonds, Government securities, Treasury bills, Certificate of deposit, Commercial paper and Mutual funds is measured at quoted price or NAV.

**Movement in level 3 Financial instruments measured at fair value:**

₹ in crore

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	At FVTPL	At FVTOCI	At FVTPL	At FVTOCI
<b>Opening Balance</b>	-	74.89	-	-
Addition / purchases during the year	-	44.43	-	-
Addition on account of Scheme of Arrangement (Refer note no. 32)	-	-	-	74.89
Sale / Reduction during the year	-	-	-	-
Gain / (loss) recognised in P&L	-	-	-	-
Gain / (loss) recognised in OCI	-	-	-	-
<b>Closing Balance</b>	-	<b>119.32</b>	-	<b>74.89</b>

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### (C) Financial risk management

#### **Risk management framework:**

The parent company's Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Board of Directors has established the Risk Management Committee, which is responsible for overseeing development and monitoring the Group's risk management policies. The Committee reports regularly to the Board of Directors on its activities. Risk management involves identifying, measuring, monitoring and managing risks on a regular basis. To achieve this objective, the parent company employs leading risk management practices and recruits experienced people.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee of the parent company oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

The Board of Directors have constituted Risk Management committee. The purpose of the Committee is to assist the Board in its oversight of various risks (i) Credit Risk (ii) Market and Liquidity Risk (iii) Operational Risk.

Different type of risk the Group is exposed are as under:

#### **Credit risk**

Credit risk is the risk of financial loss to the Group if a customer or counter party to a financial instrument fails to meet its contractual obligations and arises principally from the Group's receivable from customers, loans and investments in debt securities.

##### a) Cash & cash equivalents and other bank balances

The Group holds cash & cash equivalents and other bank balances aggregating ₹ 10,959.77 crore (previous year ₹ 6,296.70 crore). The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

##### b) Investments

The Group had limited its exposure to credit risk by investing in money market instruments that have an investment grade credit rating. The Group monitors changes in credit risk by tracking external credit ratings. The Group's investments in equity carry a risk of adverse price movement. To mitigate pricing risk emerging from investments in equity, the Group intermittently observes the performance of the sectors and measures MTM gains / losses as per applicable accounting policy of the Group.

##### c) Loans and other receivables

The Group has established a credit quality review process to provide early identification of possible changes in the credit worthiness of counterparties. The credit quality review process aims to allow the Group to assess the potential loss as a result of the risks to which it is exposed and take corrective action.

#### **Classification of financial assets under various stages**

Financial assets where no significant increase in credit risk has been observed are considered to be in 'stage1' for which a 12-month Expected Credit Loss (ECL) is recognised. Financial assets that are considered to have significant increase in credit risk are considered to be in 'stage 2' and those which are in default or for which there is objective evidence of impairment are considered to be in 'stage 3'. Lifetime ECL is recognised for stage 2 and stage 3 financial assets. Lifetime ECL is also recognised for trade receivables.



**Impairment assessment**

The Group calculates impairment on financial instruments as per ECL approach prescribed under Ind AS 109 'Financial instruments'. ECL uses three main components: Probability of Default (PD), Loss Given Default (LGD) and Exposure at Default (EAD) along with an adjustment considering forward macro-economic conditions.

The group recalibrates components of its ECL model periodically by; (1) using the available incremental and recent information, except where such information does not represent the future outcome, and (2) assessing changes to its statistical techniques for a granular estimation of ECL.

**Inputs, assumptions and estimation techniques used for estimating ECL**

**Significant increase in credit risk** - The Group continuously monitors all assets subject to ECL in order to determine whether an instrument or a portfolio of instruments is subject to 12-month ECL or lifetime ECL. If the contractual payments are more than 30 days past due, then the credit risk is deemed to have increased significantly since initial recognition.

**Probability of default - PD** is calculated on the basis of the likelihood that the borrower will default within one-year horizon (Basis for Stage 1). The Group does not possess own historical default data for estimation of PD and thus uses the default rates published by credit information companies / credit rating agencies as a proxy.

**Loss given default - The LGD** is an estimate of the loss arising in the case of default of a financial asset. LGD is generally computed taking into consideration the time value of actual historical recovery experience of the Group on its defaulted accounts. In absence of historical recovery data, LGD percentage is determined based on guidelines prescribed by RBI for Banks under the FIRB (Foundation Internal Rating Based) approach and through industry best practices as proxy.

**Exposure at default - EAD** is the sum of outstanding principal and the interest amount accrued but not received on each loan as at reporting date. EAD for non-funded exposure is generally computed after considering credit conversion factor (CCF). In order to determine the EAD for undrawn loan commitments, group considers the expected portion of the loan commitment that will be drawn down within 12 months of the reporting date when estimating 12-month ECL, and the expected portion of the loan commitment that will be drawn down over the expected life of the loan commitment when estimating lifetime ECL.

**Forward looking information** - The Group is required to provide for impairment allowance based on ECL, which is calculated using empirical portfolio performance and adjusted for forward looking macroeconomic factors, as prescribed by Ind AS. The overall provisioning made through this approach continues to be in excess of the floor provisions as prescribed by RBI for NBFCs.

The Group considers a broad range of forward-looking information with reference to external forecasts of various macro-economic factors for example GDP growth, unemployment rates, Inflation etc., as considered relevant so as to determine the impact of macro-economic factors on the Group's ECL estimates. The group appropriately adjusts the proxy PD to determine the forward-looking PD.

**Definition of default** - The Group considers a financial asset to be in 'default' and therefore Stage 3 (credit-impaired) for ECL calculations when the borrower becomes 90 days past due on its contractual payments.

As a part of a qualitative assessment of whether a customer is in default, the Group also considers a variety of instances that may indicate unlikeliness to pay. When such events occur, the Group carefully considers whether the event should result in treating the customer as defaulted and therefore assessed as stage 3 for ECL calculations or whether stage 2 is appropriate.

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### Concentration of credit risk

The table below shows the credit quality based on credit concentration and the maximum exposure to credit risk based on the days past due and year-end stage classification of Loans. The amounts presented are gross of impairment allowances.

₹ in crore

Gross carrying amount	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	Stage I	Stage II	Stage III	Stage I	Stage II	Stage III
Term loans	4.34	0.60	0.23	41.09	-	-
Working capital loans	170.16	-	-	-	-	-
<b>Total</b>	<b>174.50</b>	<b>0.60</b>	<b>0.23</b>	<b>41.09</b>	<b>-</b>	<b>-</b>

ECL	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	Stage I	Stage II	Stage III	Stage I	Stage II	Stage III
Term loans	0.67	0.34	0.18	-	-	-
Working capital loans	0.83	-	-	-	-	-
<b>Total</b>	<b>1.50</b>	<b>0.34</b>	<b>0.18</b>	<b>-</b>	<b>-</b>	<b>-</b>

### Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holding of financial instruments. This market is influenced by domestic / international political, financial and other events occurring on day-to-day basis. Hence the market is constantly volatile and uncertain. The Group has strong treasury philosophies and practices and is well geared to meet the challenges of volatile market conditions.

### Interest rate risk

Interest rate risk consists primarily of risk inherent in ALM activities and relates to the potential adverse impact of changes in market interest rates on future net interest income (NII). Since the group does not have any financial assets or liabilities bearing floating interest rates any change in interest rates at the reporting date would not have significant impact on consolidated financial statements.

Group's borrowing for current year and previous year is ₹ NIL (except borrowings transferred pursuant to Scheme of Arrangement, Refer note no. 32) from Bank / FI etc.

### Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its obligations on time or at a reasonable price. The Group maintains sufficient liquid assets to meet working capital requirements in the form of term deposit with banks and / or in money market instruments which can be liquidated on demand. The Group's financial liabilities consist mainly of accrued expenses and other liabilities which are due within next twelve months from the reporting date. The Group has sufficient funds to meet all maturing obligations.

### Liquidity analysis for non-derivative financial liabilities

The following table details the Group's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group is required to pay.

₹ in crore

Particulars	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	Less than 1 year	More than 1 year	Total	Less than 1 year	More than 1 year	Total
Trade payables	16.27	-	<b>16.27</b>	16.38	-	<b>16.38</b>
Borrowings	-	-	-	742.77	-	<b>742.77</b>
Other financial liabilities	96.44	-	<b>96.44</b>	17.66	-	<b>17.66</b>
<b>Total</b>	<b>112.71</b>	<b>-</b>	<b>112.71</b>	<b>776.81</b>	<b>-</b>	<b>776.81</b>

### Operational risk

Operational risk is the risk arising from inadequate or failed internal processes, people or systems, or from external events. The Group manages operational risks through comprehensive internal control systems and procedures laid down around various key activities in the Group viz. loan acquisition, customer service, IT operations, finance function etc. Further IT and operations have a dedicated compliance and control units within the function who on continuous basis review internal processes. This enables the Management to evaluate key areas of operational risks and the process to adequately mitigate them on an ongoing basis.

### 35. Capital management

The Group manages its capital to ensure that it will continue as a going concern while maximising the return to stakeholders and ensuring adequate liquidity is available to meet its commitments. The Group manages its capital structure prudently and may undertake adjustments in light of changes in business condition. The overall strategy remained unchanged as compared to last year.

### 36. Maturity analysis for assets and liabilities

The table below shows the maturity analysis of assets and liabilities according to when they are expected to be recovered or settled.

₹ in crore

Particulars	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>ASSETS</b>						
<b>Financial assets</b>						
Cash and cash equivalents	67.18	-	<b>67.18</b>	56.57	-	<b>56.57</b>
Bank balances other than cash and cash equivalents	10,892.59	-	<b>10,892.59</b>	6,240.13	-	<b>6,240.13</b>
Trade receivables	13.97	-	<b>13.97</b>	13.83	-	<b>13.83</b>
Loans	173.31	-	<b>173.31</b>	41.09	-	<b>41.09</b>
Investments	5,802.62	1,27,489.55	<b>1,33,292.17</b>	10,189.82	97,951.12	<b>1,08,140.94</b>
Other financial assets	106.99	10.80	<b>117.79</b>	107.44	-	<b>107.44</b>
<b>Total financial assets</b>	<b>17,056.66</b>	<b>1,27,500.35</b>	<b>1,44,557.01</b>	<b>16,648.88</b>	<b>97,951.12</b>	<b>1,14,600.00</b>
<b>Non-financial assets</b>						
Current tax assets (net)	-	85.16	<b>85.16</b>	-	83.92	<b>83.92</b>
Deferred tax assets (net)	-	0.23	<b>0.23</b>	-	0.17	<b>0.17</b>
Property, plant and equipment	-	31.27	<b>31.27</b>	-	39.55	<b>39.55</b>
Capital work-in-progress	-	-	<b>-</b>	-	-	<b>-</b>
Intangible assets under development	-	3.43	<b>3.43</b>	-	37.88	<b>37.88</b>
Goodwill	-	100.48	<b>100.48</b>	-	100.74	<b>100.74</b>
Other intangible assets	-	39.92	<b>39.92</b>	-	17.92	<b>17.92</b>
Other non-financial assets	45.49	-	<b>45.49</b>	49.56	-	<b>49.56</b>
<b>Total non-financial assets</b>	<b>45.49</b>	<b>260.49</b>	<b>305.98</b>	<b>49.56</b>	<b>280.18</b>	<b>329.74</b>
<b>Total assets</b>	<b>17,102.15</b>	<b>1,27,760.84</b>	<b>1,44,862.99</b>	<b>16,698.44</b>	<b>98,231.30</b>	<b>1,14,929.74</b>

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₹ in crore

Particulars	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>LIABILITIES</b>						
<b>Financial liabilities</b>						
Trade payables	16.27	-	<b>16.27</b>	16.38	-	<b>16.38</b>
Borrowings	-	-	-	742.77	-	<b>742.77</b>
Other financial liabilities	96.44	-	<b>96.44</b>	17.66	-	<b>17.66</b>
<b>Total financial liabilities</b>	<b>112.71</b>	-	<b>112.71</b>	<b>776.81</b>	-	<b>776.81</b>
<b>Non-financial liabilities</b>						
Deferred tax liabilities (net)	-	5,557.61	<b>5,557.61</b>	-	6.80	<b>6.80</b>
Provisions	23.58	6.05	<b>29.63</b>	2.98	0.72	<b>3.70</b>
Other non-financial liabilities	15.38	-	<b>15.38</b>	22.09	-	<b>22.09</b>
<b>Total non-financial liabilities</b>	<b>38.96</b>	<b>5,563.66</b>	<b>5,602.62</b>	<b>25.07</b>	<b>7.52</b>	<b>32.59</b>
<b>Total liabilities</b>	<b>151.67</b>	<b>5,563.66</b>	<b>5,715.33</b>	<b>801.88</b>	<b>7.52</b>	<b>809.40</b>

**37. As per Indian Accounting Standard 19 "Employee Benefits", the disclosures as defined are given below:**

### Defined contribution plan

Contribution to defined contribution plan, recognised as expense for the year is as under:

₹ in crore

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Employer's contribution to provident fund	3.42	-
Employer's contribution to superannuation fund	0.01	-
Employer's contribution to pension fund	0.73	-

### Defined benefit plan

The present value obligation is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for compensated absences is recognised in the same manner as gratuity.

The following tables summarises the components of net benefit expenses recognised in the consolidated statement of profit and loss and amounts recognised in consolidated balance sheet.

#### i) Reconciliation of opening and closing balances of defined benefit obligation

₹ in crore

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
	Gratuity (unfunded)	
<b>Defined benefit obligation at the beginning of the year</b>	1.24	1.07
Current service cost	0.80	0.32
On acquisition / transfers / others	1.40	-
Interest cost	0.16	0.08
Actuarial (gain) / loss	0.03	(0.09)
Benefits paid	(0.10)	(0.14)
Liability transferred out	(0.17)	-
<b>Defined benefit obligation at the end of the year</b>	<b>3.36</b>	<b>1.24</b>

**ii) Expenses recognised in statement of profit and loss and other comprehensive income**

₹ in crore

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
	Gratuity (unfunded)	
Current service cost	0.80	-
Add: on transfers	-	-
Interest cost	0.16	-
Return on plan assets	-	-
Actuarial (gain) / loss	-	-
<b>Net cost</b>	<b>0.96</b>	<b>-</b>
<b>In other Comprehensive Income</b>		
Actuarial (gain) / loss	0.03	-
Return on plan assets	-	-
<b>Net (income) / expense for the year recognised in other comprehensive income</b>	<b>0.03</b>	<b>-</b>

**iii) Amount recognised in balance sheet**

₹ in crore

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Fair Value of plan assets	-	-
Present value obligation	3.36	1.24
<b>Amount recognised in balance sheet</b>	<b>3.36</b>	<b>1.24</b>

**iv) Actuarial assumptions**

Mortality Table (IALM)	Gratuity (Unfunded)	
	2023-24	2022-23
	2012-14	2012-14
	(Urban)	(Urban)
Expected return of plan assets	NA	NA
Discount rate (per annum)	7.21%	NA
Rate of escalation in salary (per annum)	7.00%	NA
Rate of employee turnover (per annum)	8.00%	NA

The estimates of rate of escalation in salary considered in actuarial valuation, considering inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

**v)** The expected contributions for Defined benefit plan for the next financial year will be in the line of the liability accrued at the year end.

**vi) Maturity Analysis of the benefit payments**

Projected benefits payable in future years from the date of reporting

₹ in crore

Particulars	2023-24	2022-23
1 <sup>st</sup> following year	0.22	NA
2 <sup>nd</sup> following year	0.22	NA
3 <sup>rd</sup> following year	0.32	NA
4 <sup>th</sup> following year	0.64	NA
5 <sup>th</sup> following year	0.24	NA
Sum of years 6 to 10	1.45	NA
Sum of years 11 and above	3.12	NA

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

vii) The average duration of the defined benefit plan obligation at the end of the balance sheet date is 7 years.

### viii) Sensitivity analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, has been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below:

₹ in crore

Particulars	2023-24		2022-23	
	Decrease	Increase	Decrease	Increase
Change in rate of discounting (delta effect of + / - 0.5%)	0.11	(0.11)	-	-
Change in rate of salary increase (delta effect of + / - 0.5%)	(0.11)	0.11	-	-
Change in rate of employee turnover (delta effect of + / - 0.5%)	0.01	(0.00)	-	-

In presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the defined benefit obligations as recognised in the balance sheet.

## 38. Related parties disclosures

As per Ind AS 24, the disclosures of transactions with the related parties 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 Industrial Investments and Holdings Limited	Subsidiary*
2	Reliance Industries Limited #	
3	Jio Platforms Limited	
4	Reliance Retail Ventures Limited	
5	Reliance Ventures Limited	
6	Reliance Strategic Business Ventures Limited	
7	Reliance Project & Property Management Services Limited	
8	Den Networks Limited	
9	NowFloats Technologies Limited	
10	Reliance Corporate IT Park Limited	
11	Reliance BP Mobility Limited	
12	Indiawin Sports Private Limited	
13	C-Square Info-Solutions Limited	Company under common control **
14	RBML Solutions India Limited	
15	Saavn Media Limited	
16	Greycells18 Media Limited	
17	Cover Story Clothing Limited	
18	Reverie Language Technologies Limited	
19	Reliance Retail Limited	
20	Reliance Jio Infocomm Limited	
21	Hathway Digital Limited	
22	GLF Lifestyle Brands Private Limited	
23	The Indian Film Combine Private Limited	

Sr.No.	Name of the Related Party	Relationship
24	Metro Cash and Carry India Private Limited	Company under common control **
25	7-INDIA Convenience Retail Limited	
26	Reliance Brands Limited	
27	BISMI Hypermart Private Limited	
28	Reliance Life Sciences Private Limited	
29	Jio Things Limited	
30	Reliance Foundation	Enterprise over which Promoter of Holding Company is able to exercise significant influence
31	Sir HN Hospital Trust	
32	Jio Payments Bank Limited	Joint Ventures
33	Reliance International Leasing IFSC Limited (w.e.f. 01.02.2024)	
34	Petroleum Trust	Associates
35	Reliance Services and Holdings Limited	
36	Hitesh Kumar Sethia (President and Chief Executive Officer w.e.f. 07.07.2023 and Managing Director and Chief Executive Officer w.e.f. 15.11.2023)	Key Management Personnel
37	Abhishek Haridas Pathak (Chief Financial Officer w.e.f. 24.02.2023)	
38	Mohana V (Company Secretary w.e.f. 21.03.2023)	
39	Suresh Jagannathan (Ceased as Chief financial Officer w.e.f. 25.11.2022)	
40	Ashoo Mote (Ceased as Company Secretary w.e.f. 21.03.2023)	

\* Fellow subsidiary till 31<sup>st</sup> March, 2023

# Holding company till 31<sup>st</sup> March, 2023

\*\* Shri Mukesh D. Ambani and his family comprising Smt. Nita M. Ambani, Smt. Isha M. Ambani, Shri Akash M. Ambani and Shri Anant M. Ambani together and collectively control both Jio Financial Services Limited and Reliance Industries Limited by exercise of voting rights. These companies were fellow subsidiaries till 31<sup>st</sup> March, 2023.

## (ii) Transactions with Related Parties :

₹ in crore

Sr. No.	Nature of Transactions (excluding reimbursements)	Fellow Subsidiaries	Companies under common control	Associates / Joint Ventures	Key Management Personnel	Others	Total
1	Loans given / (returned) (net)	-	-	-	-	-	-
		<i>(2,011.06)*</i>	-	-	-	-	<i>(2,011.06)</i>
2	Purchase / subscription of investments	-	-	6.50	-	-	6.50
		-	-	-	-	-	-
3	Sale / redemption of investments	-	0.92	-	-	-	0.92
		<i>170.26</i>	-	-	-	-	<i>170.26</i>
4	Purchase of property, plant and equipment and other intangible assets	-	0.90	-	-	-	0.90
		-	-	-	-	-	-
5	Revenue from operations	-	53.26	2.41	-	0.05	55.72
		-	-	-	-	-	-
6	Dividend received	-	216.85	-	-	-	216.85
		-	-	-	-	-	-

Figures in italic represents previous year's amount

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

Sr. No.	Nature of Transactions (excluding reimbursements)	Fellow Subsidiaries	Companies under common control	Associates / Joint Ventures	Key Management Personnel	Others	Total
7	Interest income	-	-	-	-	-	-
		<i>36.05</i>	-	-	-	-	<i>36.05</i>
8	Dividend paid	-	-	-	-	-	-
		-	<i>888.89</i>	-	-	-	<i>888.89</i>
9	Distribution of shares (received)	-	-	<b>952.49</b>	-	-	<b>952.49</b>
		-	-	-	-	-	-
10	Employee benefits expense	-	-	-	-	<b>0.01</b>	<b>0.01</b>
		-	-	-	-	-	-
11	Professional fees	-	<b>1.96</b>	-	-	-	<b>1.96</b>
		<i>0.61</i>	-	-	-	-	<i>0.61</i>
12	Information and technology fees	-	<b>32.94</b>	-	-	-	<b>32.94</b>
		-	-	-	-	-	-
13	Payment processing charges	-	-	<b>7.94</b>	-	-	<b>7.94</b>
		-	-	-	-	-	-
14	Selling and distribution expenses	-	<b>1.82</b>	-	-	-	<b>1.82</b>
		-	-	-	-	-	-
15	CSR expenses paid	-	-	-	-	<b>9.33</b>	<b>9.33</b>
		-	-	-	-	<i>3.41</i>	<i>3.41</i>
16	General expenses	-	<b>0.65</b>	-	-	-	<b>0.65</b>
		-	-	-	-	-	-
17	Payment to key management personnel	-	-	-	<b>5.38</b>	-	<b>5.38</b>
		-	-	-	<i>0.10</i>	-	<i>0.10</i>

Figures in italic represents previous year's amount

### (iii) Balances as at 31<sup>st</sup> March, 2024 with related parties:

₹ in crore

Sr. No.	Nature of balances	Companies under common control	Associates / Joint Ventures	Key Management Personnel	Total
1	Investments	<b>71,607.73</b>	<b>52,686.61</b>	-	<b>1,24,294.34</b>
		-	<i>94,896.07</i>	-	<i>94,896.07</i>
2	Trade receivables	<b>1.03</b>	-	-	<b>1.03</b>
		-	-	-	-
3	Other financial assets	<b>0.89</b>	<b>28.07</b>	-	<b>28.96</b>
		-	-	-	-
4	Trade and other payables (Including reimbursements)	<b>6.16</b>	<b>1.60</b>	-	<b>7.76</b>
		-	-	-	-

Figures in italic represents previous year's amount



**(iv) Disclosure in respect of material related party transactions during the year:**

₹ in crore

Sr. No.	Particulars	Relationship	2023-24	2022-23
<b>1</b>	<b>Loans given / (returned) (net)</b>			
	Reliance Industrial Investments and Holdings Limited	Fellow Subsidiary	-	(2,011.06)
<b>2</b>	<b>Purchase / subscription of investments</b>			
	Jio Payments Bank Limited	Joint Venture	4.00	-
	Reliance International Leasing IFSC Limited	Joint Venture	2.50	-
<b>3</b>	<b>Sale / redemption of investments</b>			
	Reliance Industrial Investments and Holdings Limited	Fellow Subsidiary	-	140.00
	Reliance Ventures Limited	Company under common control	-	25.50
	Reliance Strategic Business Ventures Limited	Company under common control	0.92	4.76
<b>4</b>	<b>Purchase of property, plant and equipment and other Intangible assets</b>			
	Reliance Retail Limited	Company under common control	0.90	-
<b>5</b>	<b>Revenue from Operations</b>			
	Jio Payments Bank Limited	Joint Venture	2.02	-
	Reliance Services and Holdings Limited	Associate	0.39	-
	Reliance Retail Limited	Company under common control	50.51	-
	Reliance BP Mobility Limited	Company under common control	1.39	-
	Reliance Industries Limited	Company under common control	1.12	-
	7-INDIA Convenience Retail Limited	Company under common control	0.02	-
	BISMI Hypermart Private Limited	Company under common control	0.04	-
	Cover Story Clothing Limited	Company under common control	0.03	-
	C-Square Info-Solutions Limited	Company under common control	0.02	-
	Greycells18 Media Limited	Company under common control	*0.00	-
	Hathway Digital Limited	Company under common control	*0.00	-
	Indiawin Sports Private Limited	Company under common control	*0.00	-
	Jio Platforms Limited	Company under common control	0.05	-
	Metro Cash and Carry India Private Limited	Company under common control	0.01	-
	RBML Solutions India Limited	Company under common control	0.01	-
	Reliance Brands Limited	Company under common control	*0.00	-
	Reliance Jio Infocomm Limited	Company under common control	0.05	-
	Reliance Life Sciences Private Limited	Company under common control	*0.00	-
	Reliance Projects & Property Management Services Limited	Company under common control	0.01	-
	Saavn Media Limited	Company under common control	*0.00	-
	GLF Lifestyle Brands Private Limited	Company under common control	*0.00	-
	Sir HN Hospital Trust	Enterprise over which Promoter of Holding Company is able to exercise significant influence	0.05	-
<b>6</b>	<b>Dividend received</b>			
	Reliance Industries Limited	Company under common control	216.85	-
<b>7</b>	<b>Interest income</b>			
	Reliance Industrial Investments and Holdings Limited	Subsidiary	-	36.05

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to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

₹ in crore

Sr. No.	Particulars	Relationship	2023-24	2022-23
<b>8</b>	<b>Dividend paid</b>			
	Reliance Industries Limited	Company under common control	-	888.89
<b>9</b>	<b>Distribution of shares (received)</b>			
	Petroleum Trust	Associate	952.49	-
<b>10</b>	<b>Employee benefits expense</b>			
	Sir HN Hospital Trust	Enterprise over which Promoter of Holding Company is able to exercise significant influence	0.01	-
<b>11</b>	<b>Professional fees</b>			
	NowFloats Technologies Limited	Company under common control	0.12	-
	Jio Platforms Limited	Company under common control	0.05	-
	Reliance Corporate IT Park Limited	Company under common control	1.02	-
	Reliance Industries Limited **	Company under common control	0.68	0.31
	Reliance Projects & Property Management Services Limited	Company under common control	0.09	0.30
<b>12</b>	<b>Information and technology fees</b>			
	Jio Platforms Limited	Company under common control	31.30	-
	NowFloats Technologies Limited	Company under common control	1.64	-
<b>13</b>	<b>Payment processing charges</b>			
	Jio Payments Bank Limited	Joint Venture	7.94	-
<b>14</b>	<b>Selling and distribution expenses</b>			
	Reliance Retail Limited	Company under common control	1.12	-
	Jio Things Limited	Company under common control	0.33	-
	Reliance Corporate IT Park Limited	Company under common control	0.26	-
	Reliance Industries Limited	Company under common control	0.03	-
	Reliance Projects & Property Management Services Limited	Company under common control	0.08	-
<b>15</b>	<b>CSR expenses paid</b>			
	Reliance Foundation	Enterprise over which Promoter of Holding Company is able to exercise significant influence	9.33	3.41
<b>16</b>	<b>General expenses</b>			
	The Indian Film Combine Private Limited	Company under common control	0.31	-
	Reliance Jio Infocomm Limited	Company under common control	0.32	-
	Reliance Retail Limited	Company under common control	*0.00	-
	Reverie Language Technologies Limited	Company under common control	*0.00	-
	Jio Things Limited	Company under common control	0.02	-
<b>17</b>	<b>Payment to Key Managerial Personnel</b>			
	Hitesh Kumar Sethia	Key Management Personnel	2.47	-
	Abhishek Haridas Pathak	Key Management Personnel	1.62	0.01
	Mohana V	Key Management Personnel	1.29	-
	Suresh Jagannathan	Key Management Personnel	-	0.04
	Ashoo Mote	Key Management Personnel	-	0.02
	Vishal Kumar	Key Management Personnel	-	0.03

\* below rounding off norms

\*\* Includes remuneration paid to Key management personnel on secondment basis ₹ NIL (previous year ₹ 0.10 crore)

**39. The financial statements of the following subsidiaries have been consolidated as per Ind AS 110 in consolidated financial statements as on 31<sup>st</sup> March, 2024**

Sr. No.	Name of the subsidiaries	Country of incorporation	Proportion of ownership interest	
			As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
1	Reliance Industrial Investments and Holdings Limited	India	100%	100%
2	Jio Payment Solutions Limited (formerly known as Reliance Payment Solutions Limited)	India	100%	100%
3	Jio Finance Limited (formerly known as Reliance Retail Finance Limited)	India	100%	100%
4	Jio Insurance Broking Limited (formerly known as Reliance Retail Insurance Broking Limited)	India	100%	100%
5	Jio Infrastructure Management Services Limited	India	-	100%
6	Jio Leasing Services Limited (formerly known as Jio Information Aggregator Services Limited)	India	100%	100%

**40. The Group has investments in the following associates and joint venture, which are accounted under the equity method in accordance with the Ind AS 28 in consolidated financial statements as on 31<sup>st</sup> March, 2024**

Sr. No.	Name of the associates and joint ventures	Country of incorporation	Proportion of ownership interest	
			As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
1	Jio Payments Bank Limited	India	77.25%	76.98%
2	Petroleum Trust *	India	-	-
3	Reliance Services and Holdings Limited	India	100%	100%
4	Reliance International Leasing IFSC Limited	India	50%	-

\* Being Trust, without share capital, percentage shareholding not applicable, however the group is 100% beneficiary

## NOTES

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2024

### 41. Additional information, as required by Part III of Division III (General Instructions for preparation of Consolidated Financial Statements) of Schedule III to the Companies Act, 2013

Sr. No.	Name of the enterprise	As at 31 <sup>st</sup> March, 2024				For the year ended 31 March, 2024			
		Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
		As % of consolidated Net Assets	Amount	As % of consolidated Profit or Loss	Amount	As % of consolidated Other Comprehensive Income	Amount	As % of consolidated Total Comprehensive Income	Amount
<b>Parent</b>									
	Jio Financial Services Limited	17.56%	24,436.81	23.84%	382.47	0.00%	0.09	1.53%	382.56
<b>Indian Subsidiaries</b>									
1	Reliance Industrial Investments and Holdings Limited	66.81%	92,961.70	57.28%	919.16	278.03%	65,124.45	263.88%	66,043.61
2	Jio Payment Solutions Limited (formerly known as Reliance Payment Solutions Limited)	0.18%	247.06	-3.05%	(48.88)	0.00%	(0.06)	-0.20%	(48.94)
3	Jio Finance Limited (formerly known as Reliance Retail Finance Limited)	2.75%	3,829.99	9.52%	152.69	0.00%	0.01	0.61%	152.69
4	Jio Insurance Broking Limited (formerly known as Reliance Retail Insurance Broking Limited)	0.04%	55.16	3.24%	51.92	0.00%	(0.08)	0.21%	51.85
5	Jio Infrastructure Management Services Limited (ceased to be subsidiary w.e.f 8 <sup>th</sup> February, 2024)	0.00%	-	0.00%	(0.00)	0.00%	-	0.00%	(0.00)
6	Jio Leasing Services Limited (formerly known as Jio Information Aggregator Services Limited)	0.03%	39.48	-0.03%	(0.55)	0.00%	-	0.00%	(0.55)
	Adjustments due to consolidation (elimination)	-12.55%	(17,462.45)	-17.48%	(280.41)	-0.04%	(8.88)	-1.16%	(289.29)
<b>Associates and Joint Ventures (Investment as per the equity method)</b>									
<b>Indian</b>									
1	Jio Payments Bank Limited	0.06%	82.03	-2.77%	(44.07)	0.00%	0.04	-0.18%	(44.03)
2	Petroleum Trust *	6.69%	9,307.48	0.00%	0.01	-219.63%	(51,445.57)	-205.55%	(51,445.57)
3	Reliance Services and Holdings Limited	18.43%	25,648.32	29.48%	473.00	41.64%	9,753.62	40.86%	10,226.61
4	Reliance International Leasing IFSC Limited	0.00%	2.09	-0.03%	(0.42)	0.00%	0.00	0.00%	(0.41)

\* Being Trust, without share capital, percentage shareholding not applicable, however the group is 100% beneficiary.

**42. Other statutory information**

- (i) Details of Benami Property held: There are no proceedings which have been initiated or pending against the Group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- (ii) Security of current assets against borrowings: There are No outstanding borrowings from banks or financial institutions (₹ 742.77 crore at 31<sup>st</sup> March, 2023 pursuant to Scheme of Arrangement (Refer note no. 12) has been repaid during the year.
- (iii) Willful Defaulter: The Group has not been declared as willful Defaulter by any Bank or Financial Institution or other Lender.
- (iv) The Group has not entered into any transaction during the year nor there is any balance outstanding against the companies struck off u/s 248 of the Companies Act, 2013.
- (v) Utilisation of borrowed funds and share premium:
- (a) The Group has not advanced or invested funds or given any loans to other persons or entities, including foreign entities (Intermediaries) other than normal course of business with the understanding that the Intermediary shall
- (i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (ii) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) other than normal course of business with the understanding (whether recorded in writing or otherwise) that the Group shall:
- (i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (ii) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vi) The Group has not carried out any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.
- (vii) Details of Crypto Currency or Virtual Currency: The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

**43. Events after reporting date**

There have been no events after the reporting date that require adjustments or disclosure in these financial statements.

44. The figures for the corresponding previous year have been regrouped / reclassified wherever necessary.

**45. Approval of financial statements**

The financial statements were approved by the board of directors on 19<sup>th</sup> April, 2024.

As per our Report of even date

For and on behalf of the Board

**For C K S P AND CO LLP**

Chartered Accountants  
(Firm Registration No :  
131228W / W100044)

**Kalpen Chokshi**

Partner  
Membership No.135047

**For LODHA & CO LLP**

Chartered Accountants  
(Firm Registration No :  
301051E / E300284)

**R. P. Singh**

Partner  
Membership No. 052438

Date: 19<sup>th</sup> April, 2024

**Charanjit Attra**

Group Chief Operating Officer

**Abhishek Haridas Pathak**

Group Chief Financial Officer

**Mohana V**

Group Company Secretary

**K. V. Kamath**

DIN: 00043501

**Isha M. Ambani**

DIN: 06984175

**Hitesh Kumar Sethia**

DIN: 09250710

**Rajiv Mehrishi**

DIN: 00208189

**Anshuman Thakur**

DIN: 03279460

**Bimal Manu Tanna**

DIN: 06767157

**Rama Vedashree**

DIN: 10412547

— Non-Executive  
Chairman

— Non-Executive  
Director

— Managing Director  
and Chief Executive  
Officer

Non-Executive  
Directors

## Annexure "A"

### Statement containing Salient Features of Financial Statements of Subsidiaries / Associates / Joint Ventures as per Companies Act, 2013

#### Part "A": Subsidiaries

Sr. No.	Name of the Subsidiary	The date since which subsidiary was acquired	Reporting Currency	Equity share capital	Other equity \$	Total assets	Total liabilities	Investments	Total income	Profit / (loss) before taxation	Provision for taxation	Profit / (loss) after taxation	Other comprehensive income	Total comprehensive income	Proposed dividends	% of share-holdings #
1	Reliance Industrial Investments and Holdings Limited	31.03.2023	INR	3,991.00	88,970.70	98,495.03	5,533.32	92,965.88	1,068.37	1,061.43	142.27	919.16	65,124.45	66,043.61	235.03	100.00
2	Jio Payment Solutions Limited (formerly known as Reliance Payment Solutions Limited)	31.03.2023	INR	275.80	(28.74)	361.23	114.17	35.95	68.34	(48.88)	-	(48.88)	(0.06)	(48.94)	-	100.00
3	Jio Finance Limited (formerly known as Reliance Retail Finance Limited)	31.03.2023	INR	68.12	3,761.87	3,853.13	23.14	2,922.53	267.24	205.83	53.15	152.68	0.01	152.69	-	100.00
4	Jio Insurance Broking Limited (formerly known as Reliance Retail Insurance Broking Limited)	31.03.2023	INR	4.00	51.16	61.64	6.48	40.59	95.16	69.31	17.39	51.92	(0.07)	51.85	-	100.00
5	Jio Leasing Services Limited (formerly known as Jio Information Aggregator Services Limited)	31.03.2023	INR	40.05	(0.57)	131.56	92.08	130.62	0.04	(0.55)	-	(0.55)	-	(0.55)	-	100.00

\$ Includes reserves & surplus

# Representing aggregate % of voting power held by the parent company and / or its subsidiaries

Notes:

1. Subsidiary yet to commence operations : Jio Leasing Services Limited (formerly known as Jio Information Aggregator Services Limited)
2. Jio Infrastructure Management Services Limited has been sold during the year
3. Reporting period for all subsidiaries is the same as parent company

**Part “B”: Associates and Joint Ventures****Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associates and Joint Ventures**

₹ in crore

Sr. No.	Name of the Associates and Joint Venture	Latest audited balance sheet date	The date since which Associates and Joint Venture was acquired	Share of Associates and Joint Venture held by the company on the year end			Net worth attributable to shareholding as per latest audited balance sheet	Profit / (Loss) for the year		Description of how there is significant influence	Reason why Associates and Joint Venture is not consolidated
				No. of shares	Amount of investment in Associates and Joint Venture	Extent of holding%		Considered in consolidation	Not considered in consolidation		
1	Jio Payments Bank Limited	31.03.2024	31.03.2023	26,45,20,000	82.03	76.98#	82.03	(44.07)	-	Refer note no. 1	NA

# Representing aggregate % of voting power held by the parent company and / or its subsidiaries

Notes:

- There is significant influence due to percentage (%) of voting power
- Associates or Joint ventures which are yet to commence operations is 'Nil'
- Associates or Joint ventures which has been liquidated or sold during the year is 'Nil'
- Holding % in Jio Payments Bank Limited has changed from 76.98% to 77.25% on 31st March, 2024

As per our Report of even date

For and on behalf of the Board

**For C K S P AND CO LLP**Chartered Accountants  
(Firm Registration No :  
131228W / W100044)**Kalpen Chokshi**Partner  
Membership No.135047**For LODHA & CO LLP**Chartered Accountants  
(Firm Registration No :  
301051E / E300284)**R. P. Singh**Partner  
Membership No. 052438Date: 19<sup>th</sup> April, 2024**Charanjit Attra**

Group Chief Operating Officer

**Abhishek Haridas Pathak**

Group Chief Financial Officer

**Mohana V**

Group Company Secretary

**K. V. Kamath**

DIN: 00043501

**Isha M. Ambani**

DIN: 06984175

**Hitesh Kumar Sethia**

DIN: 09250710

**Rajiv Mehrishi**

DIN: 00208189

**Anshuman Thakur**

DIN: 03279460

**Bimal Manu Tanna**

DIN: 06767157

**Rama Vedashree**

DIN: 10412547

— Non-Executive  
Chairman— Non-Executive  
Director— Managing Director  
and Chief Executive  
OfficerNon-Executive  
Directors



## Company Information

### BOARD OF DIRECTORS

Non-Executive Chairman  
**K.V. Kamath**

Non-Executive Directors  
**Isha M. Ambani**

**Rajiv Mehrishi**

**Sunil Mehta**

**Bimal Manu Tanna**

**Rama Vedashree**

**Anshuman Thakur**

Managing Director and  
Chief Executive Officer  
**Hitesh Kumar Sethia**

Group Chief Financial Officer  
**Abhishek Haridas Pathak**

Group Company Secretary  
and Compliance Officer  
**Mohana V.**

### AUDITORS

**LODHA & CO LLP**  
Chartered Accountants

**C K S P AND CO LLP**  
Chartered Accountants

### REGISTERED OFFICE

1<sup>st</sup> floor, Building 4NA,  
Maker Maxity, Bandra Kurla  
Complex, Bandra East,  
Mumbai 400 051,  
Tel: +91 22 3555 4094  
e-mail: [investor.relations@jfs.in](mailto:investor.relations@jfs.in)  
Website: [www.jfs.in](http://www.jfs.in)

### COMMITTEES

#### AUDIT COMMITTEE

Rajiv Mehrishi (Chairman)  
Sunil Mehta  
Bimal Manu Tanna

#### STAKEHOLDERS' RELATIONSHIP COMMITTEE

Sunil Mehta (Chairman)  
Hitesh Kumar Sethia  
Anshuman Thakur

#### RISK MANAGEMENT COMMITTEE

Sunil Mehta (Chairman)  
Bimal Manu Tanna  
Hitesh Kumar Sethia

#### NOMINATION AND REMUNERATION COMMITTEE

Sunil Mehta (Chairman)  
K. V. Kamath  
Rajiv Mehrishi

#### CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Rajiv Mehrishi (Chairman)  
Sunil Mehta  
Bimal Manu Tanna

#### ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE

Sunil Mehta (Chairman)  
Hitesh Kumar Sethia  
Anshuman Thakur

### BANKERS

Axis Bank Limited  
Bandhan Bank Limited  
Canara Bank  
HDFC Bank Limited  
ICICI Bank Limited  
Kotak Mahindra Bank Limited  
State Bank of India  
Union Bank of India

### REGISTRAR & TRANSFER AGENT

#### KFin Technologies Limited

Selenium Tower B,  
Plot No. 31&32, Gachibowli, Financial District,  
Nanakramguda, Hyderabad – 500 032  
Toll Free No.: 1800 309 401  
(From 9:00 a.m. to 6:00 p.m.)  
e-mail: [jfsinvestor@kfintech.com](mailto:jfsinvestor@kfintech.com)  
Website: [www.kfintech.com](http://www.kfintech.com)






## **Jio Financial Services Limited**

Registered Office: 1<sup>st</sup> floor, Building 4NA,  
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Bandra East, Mumbai 400 051.  
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