

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U66010MH2000PLC128301

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCR6898M

(ii) (a) Name of the company

RELIANCE COMMERCIAL FINAN

(b) Registered office address

7th Floor, B-Wing, Trade World,
Kamala Mills Compound, S. B. Marg, Lower Parel
Mumbai
Mumbai City
Maharashtra
400013

(c) *e-mail ID of the company

RCFL.Secretarial@relianceada.c

(d) *Telephone number with STD code

02262592700

(e) Website

WWW.RELIANCEMONEY.CO.IN

(iii) Date of Incorporation

17/08/2000

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☐ Yes

☒ No

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM 29/07/2020

(b) Due date of AGM 30/09/2020

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	100

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

*No. of Companies for which information is to be given 4

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	RELIANCE CAPITAL LTD	L65910MH1986PLC165645	Holding	100
2	GULLFOSS ENTERPRISES PRIVA	U29100MH2019PTC320092	Subsidiary	50
3	REINPLAST ADVANCED COMPO	U29300KA2019PTC123664	Associate	26
4	GLOBAL WIND POWER LIMITED	U74140MH2007PLC168078	Associate	21.83

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

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	600,000,000	135,325,700	135,325,700	135,325,700
Total amount of equity shares (in Rupees)	6,000,000,000	1,353,257,000	1,353,257,000	1,353,257,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10/- each				
Number of equity shares	600,000,000	135,325,700	135,325,700	135,325,700
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	6,000,000,000	1,353,257,000	1,353,257,000	1,353,257,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	402,000,000	401,380,851	401,380,851	401,380,851
Total amount of preference shares (in rupees)	4,002,000,000	4,001,380,851	4,001,380,851	4,001,380,851

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
12% p.a Non Cumulative Compulsorily Convertible F				
Number of preference shares	400,000,000	400,000,000	400,000,000	400,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	4,000,000,000	4,000,000,000	4,000,000,000	4,000,000,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
10% p.a Non- Convertible Non- Cumulative Redeem				
Number of preference shares	2,000,000	1,380,851	1,380,851	1,380,851
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	2,000,000	1,380,851	1,380,851	1,380,851

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	135,325,700	1,353,257,000	1,353,257,000	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	135,325,700	1,353,257,000	1,353,257,000	
Preference shares				
At the beginning of the year	401,380,851	4,001,380,851	4,001,380,851	

Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	401,380,851	4,001,380,851	4,001,380,851	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐ Yes ☐ No ☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes ☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year) <input style="width: 400px;" type="text"/>			
Type of transfer	<input style="width: 80px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 500px;" type="text"/>	
Transferor's Name	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 500px;" type="text"/>	
Transferee's Name	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input style="width: 400px;" type="text"/>			
Type of transfer	<input style="width: 80px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 500px;" type="text"/>	
Transferor's Name	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 500px;" type="text"/>	
Transferee's Name	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>	<input style="width: 180px;" type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	20,339	1000000 and 100000	18,955,700,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			69,977,667,400
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			16,592,914,325
Deposit			0
Total			105,526,281,725

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	24,305,700,000	0	5,350,000,000	18,955,700,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Commercial Papers	12,592	500000	6,296,000,000	500000	104,000,000
Total	12,592		6,296,000,000		104,000,000

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

8,645,647,269.82

(ii) Net worth of the Company

-6,352,634,492.94

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
--------	----------	--------	------------

		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	135,325,700	100	400,009,660	99.66
10.	Others	0	0	0	0
	Total	135,325,700	100	400,009,660	99.66

Total number of shareholders (promoters)

11

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	39,746	0.01
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0

2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	1,331,445	0.33
10.	Others	0	0	0	0
	Total	0	0	1,371,191	0.34

Total number of shareholders (other than promoters)

20,405

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

20,416

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	11	11
Members (other than promoters)	20,405	20,405
Debenture holders	320	320

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	2	1	2	0	0
(i) Non-Independent	1	1	1	0	0	0
(ii) Independent	0	1	0	2	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	2	1	2	0	0

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

4

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Dhananjay Tiwari	08382961	Whole-time director	0	
Sushil Kumar Agrawal	00400892	Director	0	
Rashna Hoshang Khan	06928148	Director	0	
Arpit Malaviya	AFFPM6677P	CFO	0	

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

17

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Rashna Hoshang Khan	06928148	Additional director	21/05/2019	Appointment
Ravindra Rao	08079570	Additional director	17/06/2019	Cessation
Sachin Bora	07510730	Additional director	17/06/2019	Appointment
Sushil Kumar Agrawal	00400892	Additional director	07/08/2019	Appointment
Ekta Thakurel	AJOPG9869L	Company Secretar	14/08/2019	Cessation
Saumya Suvarna	AWGPP5906J	Company Secretar	24/10/2019	Appointment
Sandeep Khosla	AOVPK0085Q	CFO	15/11/2019	Cessation
Sachin Bora	07510730	Whole-time directo	24/01/2020	Cessation
Arpit Malaviya	AFFPM6677P	CFO	04/02/2020	Appointment
Saumya Suvarna	AWGPP5906J	Company Secretar	02/03/2020	Cessation
Chetan Desai	03595319	Additional director	19/04/2019	Appointment
Chetan Desai	03595319	Additional director	22/05/2019	Cessation
Deena Mehta	00168992	Director	30/04/2019	Cessation
Rashna Hoshang Khan	06928148	Director	30/09/2019	Change in Designation
Sushil Kumar Agrawal	00400892	Director	30/09/2019	Change in Designation
Sachin Bora	07510730	Whole-time directo	30/09/2019	Change in Designation
Dhananjay Tiwari	08382961	Whole-time directo	30/09/2019	Change in Designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2019	7	7	100

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	22/04/2019	4	4	100
2	17/06/2019	3	3	100
3	28/06/2019	3	3	100
4	08/08/2019	4	4	100
5	14/08/2019	4	4	100
6	24/10/2019	4	4	100
7	09/12/2019	4	4	100
8	04/02/2020	3	3	100
9	13/02/2020	3	3	100

C. COMMITTEE MEETINGS

Number of meetings held

13

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	12/06/2019	2	2	100
2	Audit Committee	08/08/2019	3	3	100
3	Audit Committee	14/08/2019	3	3	100
4	Audit Committee	24/10/2019	3	3	100
5	Audit Committee	13/02/2020	3	2	66.67
6	Nomination and Remuneration	22/04/2019	3	3	100
7	Nomination and Remuneration	14/08/2019	3	3	100
8	Nomination and Remuneration	24/10/2019	3	3	100
9	Risk Management	14/08/2019	3	3	100
10	Risk Management	24/10/2019	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	29/07/2020
								(Y/N/NA)
1	Dhananjay Tiwari	9	9	100	7	7	100	Yes
2	Sushil Kumar Agrawal	6	6	100	11	11	100	Yes
3	Rashna Hoshang Khan	8	8	100	12	9	75	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dhananjay Tiwari	Whole-time Director	14,140,624	0	0	0	14,140,624
	Total		14,140,624	0	0	0	14,140,624

Number of CEO, CFO and Company secretary whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Arpit Malaviya	CFO	887,282.75	0	0	0	887,282.75
2	Sandeep Khosla	CFO	9,082,627.5	0	0	0	9,082,627.5
3	Saumya Suvarna	Company Secretary	504,522.77	0	0	0	504,522.77
4	Ekta Thakurel	Company Secretary	859,256.74	0	0	0	859,256.74
	Total		11,333,689.76	0	0	0	11,333,689.76

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rashna Khan	Independent Director	520,000	0	0	0	520,000
2	Sushil Kumar Agrawal	Independent Director	600,000	0	0	0	600,000
3	Deena Mehta	Independent Director	80,000	0	0	0	80,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
4	Chetan Desai	Independent Dir	80,000	0	0	0	80,000
	Total		1,280,000	0	0	0	1,280,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☐ Yes ☒ No

B. If No, give reasons/observations

As stated in MGT-8 attached to the form

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name Ashish K.Bhatt

Whether associate or fellow ☒ Associate ☐ Fellow

Certificate of practice number 7023

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DHANANJAY
BHAGWANPR
ASAD TIWARI

DIN of the director

08382961

To be digitally signed by

Amisha
Depda

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

MGT-8_RCFL.pdf
Committee Meeting Details.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS
C. COMMITTEE DETAILS

Number of Meetings – 13

Sr. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1.	Audit Committee	12/06/2019	2	2	100
2.	Audit Committee	08/08/2019	3	3	100
3.	Audit Committee	14/08/2019	3	3	100
4.	Audit Committee	24/10/2019	3	3	100
5.	Audit Committee	13/02/2020	3	2	66.67
6.	Nomination and Remuneration Committee	22/04/2019	3	3	100
7.	Nomination and Remuneration Committee	14/08/2019	3	3	100
8.	Nomination and Remuneration Committee	24/10/2019	3	3	100
9.	Risk Management Committee	14/08/2019	3	3	100
10.	Risk Management Committee	24/10/2019	3	3	100
11.	Risk Management Committee	13/02/2020	3	2	66.67
12.	Corporate Social Responsibility Committee	13/02/2020	3	2	66.67
13.	Independent Directors Committee	04.02.2020	2	2	100

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

List of equity and preference shareholders and debenture holders is uploaded on the MCA portal.

Reliance Commercial Finance Limited
(Formerly Reliance Gilts Limited)

Registered Office: Reliance Centre, 6th Floor, South Wing, Off Western Express Highway, Santacruz (East), Mumbai – 400055
T +91 22 3303 6000 / F +91 22 3303 6662 / Service Queries: 022-39484900, 044-30787400.
www.reliancecf.com / customercare@reliancecommercialfinance.com

CIN: U66010MH2000PLC128301



AASHISH K. BHATT & ASSOCIATES

Practicing Company Secretaries

Aashish K. Bhatt
B.Com., A.C.S., PGDSL

Form No. MGT-8

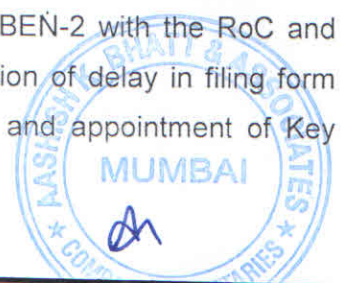
[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies
(Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I/we have examined the registers, records, books and papers of **Reliance Commercial Finance Limited** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on March 31, 2020. In my/~~our~~ opinion and to the best of my/~~our~~ information and according to the examinations carried out by me/~~us~~ and explanations furnished to me/~~us~~ by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
 - 1. Its status under the Act;
 - 2. Maintenance of registers/records and making entries therein within the time prescribed thereof;
 - 3. Filing of forms and returns as stated in the Annual Return, with the Registrar of Companies (RoC), Regional Director, Central Government, the Tribunal, Court or other authorities;

Further, the Company is in the process of filing form BEN-2 with the RoC and Form CG-1 with the Central Government for condonation of delay in filing form MGT-14 pertaining to appointment of Internal auditor and appointment of Key Managerial personnel under section 179(3) of the Act.

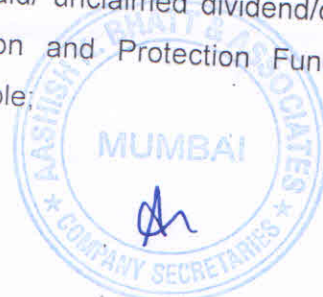


D / 101, Lata Annexe, Above Axis Bank, W. E. Highway, Borivali (East), Mumbai - 400 066.

Mob. : 98671 51081, 80979 85754 • Telefax : 022 2846 1715.

Email : mail@aashishbhatt.in • W. : www.aashishbhatt.in

4. Calling/ Convening and holding Meetings of Board of Directors and its Committees, ~~if any~~ and the Meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices including shorter notices, if any, were given and the proceedings including the circular resolutions ~~and resolution passed by postal ballot, if any,~~ have been properly recorded in the Minute Book / registers maintained for the purpose and the same have been signed;
5. (a) Closure of the Register of Members, debenture holders and other security holders as the case may be – Not Applicable;
(b) Record dates have been fixed for payment of interest and maturity amount to debenture holders;
6. Advances / loans to its directors and/or persons or firms or companies referred in section 185 of the Act – Not Applicable;
7. Contracts/arrangements with related parties as specified in section 188 of the Act;
8. ~~Issuance or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances – Not Applicable;~~
The Company has defaulted in payment of Interest and Redemption of Non-Convertible Debentures and Commercial Papers during the period under review.
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act – Not Applicable;
10. Declaration / payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act- Not Applicable;



11. Signing of audited financial statements as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. Constitution/ re-constitution *except for the Audit committee meeting held on June 12, 2019 and Nomination and Remuneration Committee since August 14, 2019/* appointment/ resignation/ re-appointment through retire by rotation/ filling up casual vacancies / disclosures of the Directors and the remuneration paid to Directors and Key Managerial Personnel.
13. Appointment ~~/ re-appointment/~~ Filling up of casual vacancy of as per the provisions of section 139 of the Act.
14. Approval is required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act for condonation of delay in filing of form MGT-14;
15. Acceptance/ renewal/ repayment of deposits - Not Applicable;
16. Borrowings from its ~~directors, members,~~ public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act – Not Applicable;
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company – Not Applicable;

Place: Mumbai
Date: 16.09.2020

Signature:

Name of Company Secretary in practice: Aashish K. Bhatt

C.P. No. :7023

UDIN :A019639B000718194

