

Reliance Capital Limited

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CIN : L65910MH1986PLC165645

May 30, 2024

BSE LimitedPhiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001**BSE Scrip Code: 500111****National Stock Exchange of India Limited**Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex,
Bandra (East), Mumbai 400 051**NSE Scrip Symbol: RELCAPITAL**

Dear Sir(s),

Sub.: Statement of Audited Financial Results for the quarter and year ended March 31, 2023

The Reserve Bank of India ("RBI") has superseded the board of directors of Reliance Capital Limited ("Company") and appointed Mr. Nageswara Rao Y as the Administrator of the Company in terms of Section 45-IE of the Reserve Bank of India Act, 1934 ("RBI Act"). Further, pursuant to an order dated December 6, 2021 of the National Company Law Tribunal, Mumbai Bench ("NCLT"), Corporate Insolvency Resolution Process ("CIRP") has been initiated against the Company as per the provisions of the Insolvency and Bankruptcy Code, 2016 ("Code"). The Resolution Plan submitted by IndusInd International Holdings Ltd. for the Company has been approved by the NCLT on February 27, 2024. In terms of the Approved Resolution Plan a Monitoring Committee has been constituted for implementation of Approved Resolution Plan.

Further to our letter dated May 24, 2024 and pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Statement of Audited Standalone and Consolidated Financial Results for the quarter and year ended March 31, 2024 along with the Auditor's Reports submitted by the Statutory Auditors of the Company and Statement on Impact of Audit Qualifications on Standalone and Consolidated Financial Results. The Company is not a Large Corporate for the financial year ended March 31, 2024.

The above financial results were reviewed by the Administrator at its meeting held on May 30, 2023. The meeting commenced at 4:00 p.m. and results were approved by the Administrator at 7:45 p.m.

Thanking you.

Yours faithfully,

For **Reliance Capital Limited****Atul Tandon****Company Secretary & Compliance Officer**

Encl.: As Above.

Reliance Capital Limited
Statement of Standalone Financial Results for the year ended March 31, 2024

(Rs. in lakh except per share data)

| Sr. No. | Particulars | Quarter Ended | | | Year Ended | |
|---------|---|---------------|---------------|--------------------|---------------------|---------------------|
| | | 31-Mar-2024 | 31-Dec-2023 | 31-Mar-2023 | 31-Mar-2024 | 31-Mar-2023 |
| | | Unaudited | Unaudited | Unaudited | Audited | Audited |
| | Income | | | | | |
| I | Revenue from operations | | | | | |
| | Interest Income | 549 | 532 | 335 | 2 007 | 942 |
| | Dividend Income | - | 173 | - | 2 101 | 825 |
| | Rental Income | - | - | 1 | - | 20 |
| | Fees Income | - | - | - | - | 165 |
| | Other operating income | - | - | - | - | - |
| | Total Revenue from operations | 549 | 705 | 336 | 4 108 | 1 952 |
| II | Other income | 4 | 4 | 3 | 1,164 | 146 |
| III | Total Income (I+II) | 553 | 709 | 339 | 5,272 | 2,098 |
| IV | Expenses | | | | | |
| | Finance costs | - | 1 | - | 1 | 30 |
| | Net loss / (Gain) on fair value changes (net) | - | 2 | 15 815 | (27,615) | 40 076 |
| | Impairment on financial instruments | - | - | 1 22 471 | 52 906 | 1 22 471 |
| | Employee benefits expense | 100 | 129 | 135 | 353 | 823 |
| | Depreciation and amortisation expense | 80 | 80 | 83 | 325 | 412 |
| | Other expenses | 676 | 289 | 774 | 2 575 | 9 056 |
| | Total expenses (IV) | 856 | 501 | 1 39 278 | 28 545 | 1 72 868 |
| V | Profit/(loss) before tax (III-IV) | (303) | 208 | (1 38 939) | (23 273) | (1 70 770) |
| VI | Tax expense | | | | | |
| | (1) Current tax | - | - | - | - | - |
| | (2) Deferred tax | - | - | - | - | - |
| | (3) Taxation for earlier years | - | - | - | - | - |
| | Total tax expense | - | - | - | - | - |
| VII | Profit/(loss) for the period / year (V-VI) | (303) | 208 | (1 38 939) | (23 273) | (1 70 770) |
| VIII | Other Comprehensive Income / (Loss) | | | | | |
| A | (i) Items that will not be reclassified to profit or loss | (4) | (1) | (8) | (18) | (779) |
| | (ii) Income tax relating to items that will not be reclassified to profit or loss | - | - | - | - | - |
| B | (i) Items that will be reclassified to profit or loss | - | - | - | - | - |
| | (ii) Income tax relating to items that will be reclassified to profit or loss | - | - | - | - | - |
| | Other comprehensive income / (Loss) for the period / year, net of tax | (4) | (1) | (8) | (18) | (779) |
| IX | Total Comprehensive Income / (Loss) for the period / year (VII+VIII) | (307) | 207 | (1 38 947) | (23 291) | (1 71 549) |
| X | Rs. 10 each fully paidup (quarter not annualised) | | | | | |
| | (1) Basic | (0.12) | 0.08 | (55.33) | (9.27) | (68.01) |
| | (2) Diluted | (0.12) | 0.08 | (55.33) | (9.27) | (68.01) |
| XI | Paid-up Equity Share Capital | 25 324 | 25 324 | 25 324 | 25 324 | 25 324 |
| XII | Other equity | | | | (10 92 463) | (10 68 456) |



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Notes:

- 1 Reliance Capital Limited ("Company" / "RCL") is registered as Non-Banking Financial Company Core Investment Company-Non-Deposit Taking Systemically Important (NBFC-CIC-ND-SI) under Section 45-IA of Reserve Bank of India Act, 1934. The Financial results of the Company have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015, as amended and as prescribed under Section 133 of the Companies Act, 2013, and all activities are conducted within India. The Operating segments, as per the Ind AS 108 have been reported as under:
 1. Finance- this includes the corporate lending activities.
 2. Investments -this includes the investment activities.
 3. Lease Rental -this includes the renting and leasing activities.
 4. Others - this includes other financial and allied services.
- 2 The Reserve Bank of India ("RBI") vide Press Release dated November 29, 2021 in exercise of the powers conferred under Section 45-IE (1) of the Reserve Bank of India Act, 1934 ("RBI Act"), superseded the Board of Directors of the Company on November 29, 2021 and appointed Mr. Nageswara Rao Y, ex-Executive Director of Bank of Maharashtra as the Administrator of the Company under Section 45-IE (2) of the RBI Act. Thereafter RBI vide press release dated November 30, 2021 in exercise of its powers conferred under Section 45-IE (5)(a) of RBI Act constituted a three-member advisory committee to assist the Administrator in the discharge of his duties. On December 02, 2021 the RBI filed the Petition before the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"/"Adjudicating Authority") under sub-Clause (i) of clause (a) of Rule 5 of the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudication Authority) Rules, 2019 ("FSP Rules") to initiate Corporate Insolvency Resolution Process ("CIRP") against RCL read with Section 227 of Insolvency and Bankruptcy Code, 2016, read with the rules and regulations framed there under and amended from time to time (the "Code").

Further CIRP was initiated against the Company under Section 227 read with clause (zk) of sub section (2) of section 239 of the Code and read with rules 5 and 6 of the FSP Rules by an order dated December 06, 2021 of the NCLT. The Adjudicating Authority vide the above order, appointed the Administrator to perform all the functions of a resolution professional to complete the CIRP of the Company as required under the provisions of the Code and declared a moratorium.

The Administrator of Reliance Capital Limited filed an application before the NCLT under Section 30(6) of the Code for approval of the resolution plan submitted by IndusInd International Holdings Limited ("IIHL") as approved by the Committee of Creditors of the Company, with the NCLT, via e-filing on July 12, 2023.

The resolution plan submitted by IIHL, for acquisition of Reliance Capital Limited on a going concern basis was approved ("Approved Resolution Plan") by the Hon'ble NCLT by its order dated February 27, 2024 ("NCLT Approval Order").

A Monitoring Committee ("MC") has been constituted on February 29, 2024 in terms of the Approved Resolution Plan to manage the operations of the Company on a going concern basis and MC is the decision-making committee to do all such acts, deeds, matters and things which shall be required for implementation of the Approved Resolution Plan including but not limited to transfer of assets or investments as articulated in the Approved Resolution Plan.

A detailed summary highlighting the significant portions of the Approved Resolution Plan along with the NCLT Approval Order has been intimated to the stock exchanges where the securities of the Company are listed, vide letter dated February 28, 2024 and the same is available on the website of the Company and Stock Exchanges.

In terms of the Approved Resolution Plan, the securities of RCL including its equity shares will stand delisted from the stock exchanges in accordance with the NCLT Approval Order read with SEBI (Delisting of Equity Shares) Regulations, 2021. As per the Approved Resolution Plan, the liquidation value of the equity shareholder of RCL is NIL and hence, equity shareholders will not be entitled to receive any payment and no offer will be made to any shareholder of RCL. Upon implementation of the Approved Resolution Plan the entire existing share capital of RCL is proposed to be cancelled and extinguished for NIL consideration by virtue of the NCLT Approval Order such that IIHL and/or the Implementing Entity, and its nominees, are the only shareholders of RCL.

Further, IIHL has filed an application with Hon'ble NCLT for seeking an extension of 90 days from May 27, 2024, for the implementation of the Approved Resolution Plan. The application was heard on May 22, 2024 and the next date of hearing is June 06, 2024.

Accordingly, the statement for the year ended March 31, 2024 has been prepared on going concern assumptions.

As disclosed previously, the Company was prohibited from making any payment to secured or unsecured creditors and to dispose of, alienate, encumber either directly or indirectly or otherwise part with the possession, of any assets except in the ordinary course of business such as payment of salary and statutory dues, vide (a) orders dated December 3, 2019 and December 5, 2019 passed by the Hon'ble Debts Recovery Tribunal; (b) orders dated November 20, 2019 and March 15, 2021 passed by the Hon'ble Delhi High Court; and, orders dated November 28, 2019, November 4, 2020, and March 5, 2021 passed by the Hon'ble Bombay High Court. The Administrator, on behalf of the Company has obtained orders clarifying that the above-mentioned orders will not come in the way of the Company's CIRP.

- 3 The Administrator has taken charge with effect from November 29, 2021, and has relied on information, data, and clarification provided by the existing Key Management Personnel ("KMP's") of the Company for the purpose of the financial results. With respect to the financial statements for the year ended March 31, 2024, the Administrator has signed the same solely for the purpose of ensuring compliance by the Company with applicable law, and in accordance with the provisions of the Companies Act, 2013, the Code, read with the relevant regulations and rules thereunder and subject to the following:



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- (i) The Administrator has taken charge with effect from November 29, 2021 and therefore was not in control of the operations or the management of the Company prior to November 29, 2021;
- (ii) The Administrator has furnished and signed the report in good faith and accordingly, no suit, prosecution or other legal proceeding shall lie against the Administrator in terms of Section 233 of the Code;
- (iii) The Administrator, while signing this statement of financial results, has relied solely upon the assistance provided by the existing staff and present KMPs of the Company in review of the financial results as well as the certifications, representations and statements made by the KMPs of the Company, in relation to these financial results. The statement of financial results of the Company for the year ended March 31, 2024 have been taken on record by the Administrator solely on the basis of and on relying on the aforesaid certifications, representations and statements of the aforesaid existing staff and present KMPs. For all such information and data, the Administrator has assumed, without any further assessment, that such information and data are in the conformity with the Companies Act, 2013 and other applicable laws with respect to the preparation of the financial statements and that they give a true and fair view of the position of the Company as of the dates and period indicated therein.
- 4 Pursuant to the admission and commencement of CIRP of the Company under IBC with effect from December 06, 2021, there are various claims submitted by the operational creditors, the financial creditors, employees and other creditors. The overall obligations and liabilities including obligation for interest on loans and the principal rupee amount in respect of loans have been determined in terms of Approved Resolution Plan and shall be accounted upon implementation of Approved Resolution Plan. The above financial results are drawn on the basis of March 31, 2024 figures as per the books of accounts of the Company.
- 5 The Listed Secured Non-Convertible Debentures of the Company aggregating to Rs.14,82,728 lakh as on March 31, 2024 are secured by way of first pari-passu mortgage/charge on the Company's immovable property and on present and future book debts, business receivables, investment property and other receivables of the Company as specifically mentioned in the respective Trust Deeds. The asset cover has fallen below hundred percent of the outstanding debentures and the same will be dealt in terms of Approved Resolution Plan.
- 6 The Company had earlier pledged its entire equity holding in Reliance General Insurance Company Limited ("RGICL") in favour of IDBI Trusteeship Services Limited ("Trustee") against dues guaranteed by the Company. The Trustee, on November 19, 2019, invoked the pledge and held the shares of RGICL in their custody. Vide orders dated December 4, 2019 and December 27, 2019, Insurance Regulatory and Development Authority of India ("IRDAI"), has informed the Company that the transfer of shares is void ab initio. The said order was challenged in Securities Appellate Tribunal, Mumbai ("SAT") and SAT vide its order dated February 27, 2020 held that that the Trustee is holding shares as Trustee / custodian and will not exercise any control over RGICL and cannot exercise any voting rights on shares of RGICL. Accordingly, RGICL continues to be a subsidiary of the Company. The Administrator on behalf of the Company had filed an application before the NCLT on April 27, 2022, against the Trustee inter alia seeking direction against the Trustee to return the custody and control of the RGICL shares owned by the Company. The NCLT by its order dated May 4, 2023 had inter alia directed the Trustee to handover the possession of 25,15,49,920 shares of RGICL to the Administrator of RCL and that the security interest created on the said shares by virtue of pledge shall remain unaltered. Accordingly, the Trustee had handed over the said shares back to RCL with pledge created on the said shares in favour of IDBI Trusteeship Services Limited. The Company has further invested Rs 20,000 lakh towards fresh issue of 97,56,097 fully paid up equity shares of RGICL.
- 7 The Company had earlier pledged 3.35% of the equity shareholding of Nippon Life India Asset Management Limited ("NLIAM"), comprising of 2,04,97,423 equity shares in favour of IndusInd Bank Limited ("IBL"). IBL had wrongfully invoked the pledge, which was challenged by the Company before the Hon'ble High Court of Bombay ("Bombay High Court"). The Bombay High Court referred the matter to the arbitration. The sole arbitrator upon hearing the Interim Applications filed by the Company passed an interim order on April 23, 2020, wherein it stated that status quo (as ordered by Bombay High Court pursuant to its Order dated December 11, 2019) will continue and the NLIAM shares, the pledge over which was invoked by IndusInd Bank, will remain in a separate demat account. The sole arbitrator in the matter of Reliance Capital Limited vs IndusInd Bank Limited in relation to invocation of 2,04,97,423 shares ("Subject Shares") of Nippon Life India Asset Management Limited on November 18, 2019, has passed Minutes of Award on August 19, 2023 ("Effective Date"). The Key terms of the Minutes of Award are as below: The Parties have mutually agreed, and IBL has undertaken to transfer to the Company the following: (i) 26,40,068 shares of NLIAM being 12.88% of the Subject Shares ("Settlement Shares"); and (ii) Rs. 9,37,22,417 ("Settlement Amount") being the dividend accrued on the Settlement Shares till the Effective Date. The Settlement Shares and the Settlement Amount are hereinafter collectively referred to as "Settlement Consideration". The Subject Shares less the Settlement Shares being 1,78,57,355 shares of NLIAM shall herein after be referred to as the "Balance Subject Shares". Pursuant to the Consent Arbitral Award, the Company has received the Settlement Consideration. With respect to the Balance Subject Shares, the Company has created expected credit loss (ECL) provision and written off for an amount of Rs 55,706 lakh i.e. the value of Balance Subject Shares as on Effective Date.



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- 8 The Administrator of Reliance Capital Limited, duly appointed by the NCLT, is obligated to file application for avoidance transactions in accordance with section 25(2)(j) of the Code read with Regulation 35A of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 ("CIRP Regulations"). In furtherance of the aforesaid, the Administrator had appointed a transaction auditor, BDO India LLP ("BDO or Transaction Auditor"), to determine if the Company has been subjected to transactions under sections 43, 45, 50 and 66 of the Code and submit a report on the same ("BDO Report"). Estimated impact on the Company is INR 2,19,200 lakh as per the BDO report. On a review and in consideration of the findings of the Transaction Auditor, the Administrator has filed 8 applications before the NCLT under Section 60(5) and Section 66(2) of the Code read with the relevant CIRP Regulations in October 2022 seeking appropriate relief. The Company has made requisite disclosures of the same under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The applications are pending before NCLT.
- 9 The Company has sold 23,23,69,188 equity shares held by it in Reliance Home Finance Limited ("RHFL"). RHFL has ceased to be an associate of the Company with effect from August 9, 2023.
- 10 In view of ongoing CIRP, interest expense of Rs 39 803 lakh for the quarter and Rs 1 60 085 lakh for year ended March 31, 2024 has not been provided.
- 11 As per the provisions of the Code, the fair value and liquidation value of the assets of Reliance Capital Limited as on the insolvency commencement date is required to be determined in accordance with Regulation 27 read with Regulation 35 of the CIRP Regulations. The Administrator of RCAP duly appointed by the NCLT, is obligated to appoint 2 registered valuers to determine such valuation and submit the report ("Valuation Report"). In furtherance thereof, the Administrator had appointed 2 registered valuers who have submitted their report. As per Ind AS 36- "Impairment of Assets", impairment testing of assets is to be conducted on an annual basis. Upon implementation of the Approved Resolution Plan, the Company will consider carrying out a comprehensive review of all the assets including investments, other assets and intangible assets, liabilities and accordingly provide for impairment loss on assets and write back of liabilities, if any.
- 12 The figures for the quarter ended March 31, 2024 and March 31, 2023 are balancing figures between audited figures in respect of the full financial year and the unaudited published year to date figures upto the third quarter of the financial year.
- 13 Previous period figures have been regrouped and rearranged wherever necessary.
- 14 Disclosure(s) under Regulation 52 and 54 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular no SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated May 19, 2022 issued by SEBI are enclosed as Annexure A and Annexure B, respectively.
- 15 The above results were reviewed and approved by the Administrator on May 30, 2024 and has approved its release while discharging the powers of the Board of Directors of the Company which were conferred upon him by the RBI order dated November 29, 2021 and acting as a member of the Monitoring Committee constituted pursuant to the NCLT Approval Order. Please refer to note no. 4 above for the basis of the review and approval of the above results by the Administrator.

for Reliance Capital Limited



Nageswara Rao Y
Administrator

Mumbai, May 30, 2024

The Administrator has been appointed by RBI under Section 45-IE (2) of the RBI Act and is currently acting as a member of the Monitoring Committee of Reliance Capital Limited constituted pursuant to the Order dated February 27, 2024 passed by the Hon'ble NCLT, Mumbai bench. The affairs, business and property of Reliance Capital Limited are being managed by the Administrator under the supervision of the Monitoring Committee without any personal liability.

Correspondence Address : Administrator, Reliance Capital Limited, Trade World, B-Wing, 7th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai City MH 400 013 IN and for Correspondence Email Id :- rbi.administrator@relianceada.com

For future correspondences, you may reach out to the undersigned at the address/ contact details set out below:

- a. Correspondence Address : Administrator, Reliance Capital Limited, Trade World, B-Wing, 7th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai City MH 400 013 IN
- b. Contact No : 9844214021
- c. Email : rbi.administrator@relianceada.com / rcap.administrator@relianceada.com



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Reliance Capital Limited
Standalone segment reporting for the year ended March 31, 2024

(₹ in lakh)

| Sr. No. | Particulars | Quarter ended | | | Year ended | |
|----------|---|------------------|------------------|--------------------|------------------|--------------------|
| | | 31-Mar-2024 | 31-Dec-2023 | 31-Mar-2023 | 31-Mar-2024 | 31-Mar-23 |
| | | Unaudited | Unaudited | Unaudited | Audited | Audited |
| 1 | Segment revenue | | | | | |
| a | Finance | 549 | 532 | 335 | 2 007 | 942 |
| b | Investments | - | 173 | - | 2 101 | 825 |
| c | Lease / Rental | - | - | 1 | - | 20 |
| d | Others | 4 | 4 | 3 | 1 164 | 311 |
| | Total | 553 | 709 | 339 | 5 272 | 2 098 |
| | Inter-segment revenue | - | - | - | - | - |
| | Total net segment income | 553 | 709 | 339 | 5 272 | 2 098 |
| 2 | Segment results | | | | | |
| a | Finance | 549 | 532 | (1 02 136) | (50 899) | (1 01 529) |
| b | Investments | - | 171 | (15 815) | 29 716 | (39 251) |
| c | Lease / Rental | - | - | 1 | - | 20 |
| d | Others | 4 | 4 | 3 | 1 164 | 311 |
| | Total segment profit / (loss) before tax | 553 | 707 | (1 17 947) | (20 019) | (1 40 449) |
| | Unallocated expenses | 856 | 499 | 20 992 | 3 254 | 30 321 |
| | Profit / (Loss) before tax | (303) | 208 | (1 38 939) | (23 273) | (1 70 770) |
| 3 | Segment assets | | | | | |
| a | Finance | - | - | - | - | - |
| b | Investments | 11 08 816 | 11 08 816 | 11 43 291 | 11 08 816 | 11 43 291 |
| c | Lease / Rental | 27 | 27 | 27 | 27 | 27 |
| d | Others | 663 | 471 | 551 | 663 | 551 |
| e | Inter-segment elimination | - | - | - | - | - |
| f | Unallocated assets | 77 172 | 77 386 | 70 345 | 77 172 | 70 345 |
| | Total segment assets | 11 86 678 | 11 86 700 | 12 14 214 | 11 86 678 | 12 14 214 |
| 4 | Segment liabilities | | | | | |
| a | Finance | 8 63 029 | 8 63 029 | 8 31 335 | 8 63 029 | 8 31 335 |
| b | Investments | - | - | - | - | - |
| c | Lease / Rental | 385 | 385 | 384 | 385 | 384 |
| d | Others | - | - | - | - | - |
| e | Inter-segment elimination | - | - | - | - | - |
| f | Unallocated liabilities | 3 23 264 | 3 23 286 | 3 82 495 | 3 23 264 | 3 82 495 |
| | Total segment liabilities | 11 86 678 | 11 86 700 | 12 14 214 | 11 86 678 | 12 14 214 |



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**Reliance Capital Limited
Standalone Balance Sheet as at March 31, 2024**
(Rs. in lakh)

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|-------------------------|-------------------------|
| | Audited | Audited |
| ASSETS | | |
| Financial assets | | |
| Cash and cash equivalents | 30 101 | 21 004 |
| Bank balance other than cash and cash equivalents above | 1 004 | 1 285 |
| Receivables | | |
| (I) Trade receivables | 27 | 27 |
| (II) Other receivables | - | - |
| Loans | - | - |
| Investments | 11 08 816 | 11 43 291 |
| Other financial assets | 2 617 | 2 900 |
| Total Financial Assets | 11 42 565 | 11 68 507 |
| Non-financial assets | | |
| Current tax assets (Net) | 1 553 | 1 199 |
| Investment Property | 7 081 | 7 289 |
| Property, plant and equipment | 3 430 | 3 931 |
| Other intangible assets | - | - |
| Other non-financial assets | 32 049 | 33 288 |
| Total Non - Financial Assets | 44 113 | 45 707 |
| Total assets | 11 86 678 | 12 14 214 |
| LIABILITIES AND EQUITY | | |
| LIABILITIES | | |
| Financial liabilities | | |
| Derivative Financial Instrument | - | - |
| Debt securities | 16 25 956 | 16 25 956 |
| Borrowings | 1 15 839 | 1 18 639 |
| Payables | | |
| (I) Trade Payables | | |
| (i) total outstanding dues of micro enterprises and small enterprises | - | - |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | - | - |
| (II) Other Payables | | |
| (i) total outstanding dues of micro enterprises and small enterprises | - | - |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | - | - |
| Other financial liabilities | 4 49 987 | 4 50 767 |
| Total Financial Liabilities | 21 91 782 | 21 95 362 |
| Non-financial Liabilities | | |
| Provisions | 60 483 | 60 513 |
| Other non-financial liabilities | 1 552 | 1 471 |
| Total Non - Financial Liabilities | 62 035 | 61 984 |
| EQUITY | | |
| Equity share capital | 25 324 | 25 324 |
| Other equity | (10 92 463) | (10 68 456) |
| Total equity | (10 67 139) | (10 43 132) |
| Total liabilities and equity | 11 86 678 | 12 14 214 |


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Reliance Capital Limited
Standalone statement of cash flow for the year ended March 31, 2024

(Rs. in lakh)

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|-------------------------|-------------------------|
| | Audited | Audited |
| CASH FLOW FROM OPERATING ACTIVITIES : | | |
| Profit/(Loss) before tax: | (23 273) | (1 70 770) |
| Adjustments : | | |
| Depreciation, amortisation and impairment | 325 | 412 |
| Net Impairment on financial instruments and balances written off | 52 906 | 1 22 471 |
| Provision for gratuity | (30) | 12 |
| (Profit) / loss on sale of property, plant and equipment | (1 155) | (34) |
| Dividend income on investments | (2 101) | (825) |
| Net loss / (gain) on fair value of investment | (27 615) | 40 076 |
| Share based payment / (reversal) to employees | (333) | (19) |
| Interest income | (2 007) | (942) |
| Interest expenses (net) | 1 | 30 |
| Operating profit before working capital changes | (3 282) | (9 589) |
| Adjustments for (increase)/ decrease in operating assets: | | |
| Interest received | 2 012 | 736 |
| Financial assets and non financial assets | (50 775) | (3 690) |
| Financial liabilities and non financial liabilities | (700) | 19 589 |
| Cash used in operations | (52 745) | 7 046 |
| Less : Income taxes paid (net of refunds) | (354) | (285) |
| Net cash used in operating activities | (53 099) | 6 761 |
| CASH FLOW FROM INVESTING ACTIVITIES : | | |
| Sale /(Purchase) of property, plant and equipments (including capital advances) | 1,539 | 85 |
| Proceeds from sale of investments (net) | 61 356 | 4 939 |
| Dividend received | 2 101 | 825 |
| Net cash flow from investing activities | 64 996 | 5 849 |
| CASH FLOW FROM FINANCING ACTIVITIES : | | |
| Debt securities issued / (repaid) (net) | - | - |
| Borrowing other than debt securities issued / (repaid) (net) | (2 800) | - |
| Net cash used in financing activities | (2 800) | - |
| NET INCREASE/(DECREASE) IN CASH AND BANK EQUIVALENTS | 9 097 | 12 610 |
| Add : Cash and cash equivalents at beginning of the year | 21 004 | 8 394 |
| Cash and cash equivalents at end of the period | 30 101 | 21 004 |



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Disclosure pursuant to Regulation 52(4) of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, for year ended March 31, 2024 :

(Rs. in lakh)

| Sr. No. | Particulars | Details Required |
|---------|---|--|
| 1 | Debt-Equity Ratio | Note 1 (a) |
| 2 | Outstanding Redeemable Preference Shares (Quantity And Value) | - |
| 3 | Capital Redemption Reserve/Debenture Redemption Reserve | - |
| 4 | Net Worth | (10,67,139) |
| 5 | Net Profit After Tax | (23,273) |
| 6 | Earnings Per Share (Not annualised) | Basic : Rs (9.27) Diluted : Rs (9.27) |
| 7 | Total Debts To Total Assets | 1.47 times |
| 8 | Net Profit Margin | Note 1 (b) |
| 9 | Sector Specific Equivalent Ratios, As Applicable | |
| a | Gross NPA (Stage 3 Asset Gross) Ratio | 100.00% |
| b | Net NPA (Stage 3 Asset Gross) Ratio | 0.00% |

Note 1: (a) The Company has negative equity balance as a result, debt equity ratio cannot be presented.

(b) Since there is loss for the year ended March 31, 2024, Net Profit Margin cannot be presented.

Note 2: Debt Service Coverage Ratio, Interest Service Coverage Ratio, Current Ratio, Long Term Debt To Working Capital, Bad Debts To Account Receivable Ratio, Current Liability Ratio, Debtors Turnover, Inventory Turnover and Operating Margin are not applicable to the Company.



Q

Reliance Capital Limited
Details of Security Cover as at March 31, 2024

Annexure - B
(Rs. in lakh)

| Column A | Column B | Column C | Column D | Column E | Column F | Column G | Column H | Column I | Column J | Column K | Column L | Column M | Column N | Column O | |
|---|---|---|--------------------|--|--|--|--------------------------------|---|-------------------|---|---|---|--|-----------------------|---|
| Particulars | Description of asset for which this certificate relate | Exclusive Charge | Exclusive Charge | Pari passu Charge | Pari passu Charge | Pari passu Charge | Assets not offered as security | Elimination (Amount in negative) | (Total - C to I) | Related to only those items covered by this certificate | | | | | |
| | | Debt for which this certificate is being issued | Other Secured Debt | Debt for which this certificate being issued | Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari passu charge) | Other assets on which there is pari - passu charge (excluding items covered in column F) | | Debt amount considered more than once (due to exclusive plus pari passu charge) | | Market value for Assets charged on Exclusive basis | Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For E.g. Bank Balance , DSR market value is not applicable) | Market value for Pari passu charge Assets | Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For E.g. Bank Balance , DSR market value is not applicable) | Total Value (K+L+M+N) | Debt not backed by Any Assets offered as security |
| | | Book Value | Book Value | Yes/No | Book Value | Book Value | Book Value | | | | | | | | |
| ASSETS | | | | | | | | | | | | | | | |
| Property, plant and equipment | Property, plant and equipment | 1 | - | - | - | - | 3,429 | - | 3,430 | - | 1 | - | 3,429 | 3,430 | - |
| Capital work-in-progress | NA | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Right-of-use assets | NA | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Intangible assets | NA | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Investments | Investments | - | 1,24,143 | - | 9,47,304 | 37,369 | - | - | 11,08,816 | - | 1,24,143 | - | 9,84,673 | 11,08,816 | - |
| Loans | Loans | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Inventories | NA | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Trade receivables | Trade receivables | - | - | - | 26 | 1 | - | - | 27 | - | - | - | 27 | 27 | - |
| Cash and cash equivalent | Cash and cash equivalents | - | - | - | - | - | 30,101 | - | 30,101 | - | - | - | 30,101 | 30,101 | - |
| Bank Balance other than cash and cash equivalents | Bank balance other than cash and cash equivalents above | - | - | - | - | - | 1,004 | - | 1,004 | - | - | - | 1,004 | 1,004 | - |
| Unbilled work-in-progress | NA | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Others | Other financial assets | - | - | - | 822 | 32 | 1,763 | - | 2,617 | - | - | - | 2,617 | 2,617 | - |
| Others | Current tax assets (Net) | - | - | - | - | - | 1,553 | - | 1,553 | - | - | - | 1,553 | 1,553 | - |
| Others | Investment property | - | - | - | 6,812 | 269 | - | - | 7,081 | - | - | - | 7,081 | 7,081 | - |
| Others | Other non-financial assets | - | - | - | - | - | 32,049 | - | 32,049 | - | - | - | 32,049 | 32,049 | - |
| Total | | 1 | 1,24,143 | - | 9,54,964 | 37,671 | 69,899 | - | 11,86,678 | - | 1,24,144 | - | 10,62,534 | 11,86,678 | - |



6

| Column A | Column B | Column C | Column D | Column E | Column F | Column G | Column H | Column I | Column J | Column K | Column L | Column M | Column N | Column O | |
|--|--|---|--------------------|--|--|--|--------------------------------|---|--|--|---|---|-----------------------|---|--|
| Particulars | Description of asset for which this certificate relate | Exclusive Charge | Exclusive Charge | Pari passu Charge | Pari passu Charge | Pari passu Charge | | Elimination (Amount in negative) | (Total - C to I) | | Related to only those items covered by this certificate | | | | |
| | | Debt for which this certificate is being issued | Other Secured Debt | Debt for which this certificate being issued | Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari passu charge) | Other assets on which there is pari - passu charge (excluding items covered in column F) | Assets not offered as security | Debt amount considered more than once (due to exclusive plus pari passu charge) | Market value for Assets charged on Exclusive basis | Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For E.g. Bank Balance , DSRA market value is not applicable) | Market value for Pari passu charge Assets | Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For E.g. Bank Balance , DSRA market value is not applicable) | Total Value (K+L+M+N) | Debt not backed by Any Assets offered as security | |
| | | Book Value | Book Value | Yes/No | Book Value | Book Value | Book Value | | | | Relating to Column F | | | | |
| LIABILITIES | | | | | | | | | | | | | | | |
| Debt securities to which this certificate pertains | Debt securities | 14,85,456 | - | Yes | 14,85,456 | - | - | -14,85,456 | 14,85,456 | - | - | - | - | - | |
| Debt securities to which this certificate pertains | Interest Accrued - Debt securities | 3,81,667 | - | Yes | 3,81,667 | - | - | -3,81,667 | 3,81,667 | - | - | - | - | - | |
| Other Debt sharing pari - passu charge with above debt | NA | - | - | - | - | - | - | - | - | - | - | - | - | - | |
| Other Debt | NA | - | - | - | - | - | - | - | - | - | - | - | - | - | |
| Subordinated Debt | Debt securities - Unsecured | - | - | No | - | - | 1,40,500 | - | 1,40,500 | - | - | - | - | 1,40,500 | |
| Subordinated Debt | Interest Accrued - Debt securities - Unsecured | - | - | No | - | - | 35,965 | - | 35,965 | - | - | - | - | 35,965 | |
| Borrowings | | - | - | - | - | - | - | - | - | - | - | - | - | - | |
| Others | Borrowing from Financial Institutions- Secured | <i>Not to be filled</i> | - | No | - | 52,398 | - | - | 52,398 | - | - | - | - | - | |
| Others | Interest Accrued - Borrowing from Financial Institutions- Secured | - | - | No | - | 11,792 | - | - | 11,792 | - | - | - | - | - | |
| Others | Borrowing from Financial Institutions- Unsecured | - | - | No | - | - | 7,260 | - | 7,260 | - | - | - | - | 7,260 | |
| Others | Interest Accrued - Borrowing from Financial Institutions-Unsecured | - | - | No | - | - | 1,823 | - | 1,823 | - | - | - | - | 1,823 | |
| Others | ICD (Secured) | - | - | No | - | 7,295 | - | - | 7,295 | - | - | - | - | - | |
| Others | Interest Accrued - ICD (Secured) | - | - | No | - | 2,168 | - | - | 2,168 | - | - | - | - | - | |
| Others | ICD (Unsecured) | - | - | No | - | - | 48,886 | - | 48,886 | - | - | - | - | 48,886 | |
| Others | Interest Accrued - ICD (Unsecured) | - | - | No | - | - | 15,183 | - | 15,183 | - | - | - | - | 15,183 | |
| Trade Payables | NA | - | - | - | - | - | - | - | - | - | - | - | - | - | |
| Lease Liabilities | NA | - | - | - | - | - | - | - | - | - | - | - | - | - | |
| Provisions | Provisions | - | - | - | - | - | 60,483 | - | 60,483 | - | - | - | - | - | |
| Others | Other financial liabilities Security deposits | - | - | - | - | - | 385 | - | 385 | - | - | - | - | - | |
| Others | Other financial liabilities Unclaimed dividend | - | - | - | - | - | 1,004 | - | 1,004 | - | - | - | - | - | |
| Others | Other non-financial liabilities | - | - | - | - | - | 1,552 | - | 1,552 | - | - | - | - | - | |
| Others | Derivative financial instrument | - | - | - | - | - | - | - | - | - | - | - | - | - | |
| Others | Equity | - | - | - | - | - | -10,67,139 | - | -10,67,139 | - | - | - | - | - | |
| Total | | 18,67,123 | - | - | 18,67,123 | 73,654 | -7,54,099 | -18,67,123 | 11,86,678 | - | - | - | - | 2,49,616 | |
| Cover on Book Value | | | | | | | | | | | | | | | |
| Cover on Market Value | | | | | | | | | | | | | | | |
| | Exclusive Security Cover Ratio | 0.00005% | | | | | | | | | | | | | |
| | Pari-Passu Security Cover Ratio | | | | | 51.15% | | | | | | | | | |





Independent Auditor's Report on standalone financial results of Reliance Capital Limited under Regulation 33 and Regulation 52 read with Regulation 63(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
**The Administrator (appointed under Section 45-IE of RBI Act) of
Reliance Capital Limited**

Introduction

1. The Reserve Bank of India ("RBI") vide its letter and press release dated November 29, 2021 ("RBI Order") issued under Section 45-IE(1) of the Reserve Bank of India Act, 1934, superseded the Board of Directors of the Company and appointed an Administrator to run the Company. Subsequently, in accordance with the order dated December 06, 2021 passed by the National Company Law Tribunal (Mumbai Bench) ("NCLT Order"), the application for commencement of Corporate Insolvency Resolution Process ("CIRP") of the Company under the Insolvency and Bankruptcy Code, 2016 ("IBC") was admitted. The Administrator had filed an application before the NCLT for the approval of resolution plan submitted by IndusInd International Holdings Ltd. ("IIHL") which was approved by the NCLT on February 27, 2024 ("the Approved Resolution Plan")

Qualified opinion

2. We have audited the accompanying Statement of standalone financial results of Reliance Capital Limited ("the Company") for the year ended March 31, 2024 ("the Statement"), attached herewith, being submitted by the Company pursuant to the requirement Regulation 33 and Regulation 52 read with Regulation 63(2) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").
3. In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matters described in paragraphs 4 to 6 under "Basis for Qualified Opinion" section of our report, the aforesaid Statement:
 - a. is presented in accordance with the requirements of the Listing Regulations in this regard; and
 - b. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the net loss and other comprehensive income / loss and other financial information for the year ended March 31, 2024.





Basis for Qualified Opinion

4. We draw attention to Note no. 4 to the Statement which explains that the amount of the claims including claims on account of corporate guarantees invoked, admitted or to be admitted by the Administrator may differ from the amount reflecting in the books of account of the Company. Pending implementation of approved resolution plan, no adjustments have been made in the books for the differential amounts, if any, in the claims admitted as on the date of the financial results as compared to the liabilities reflected in the books of account of the Company.
5. We draw attention to Note no. 10 to the Statement which explains that in view of the pending implementation of approved resolution plan, the Company has provided for interest expense on financial liabilities which may be applicable on the financial debt only upto December 06, 2021. Accordingly, interest expense pertaining to the quarter and year ended March 31, 2024 amounting to Rs.39,803 lakhs and Rs.1,60,085 lakhs respectively has not been recognised. Had such interest been recognised, the loss before tax for the quarter and year ended March 31, 2024 would have been higher by Rs.39,803 lakhs and Rs.1,60,085 lakhs respectively. Further, the aggregate interest expense not recognized by the Company post December 6, 2021 is Rs.3,70,007 lakhs and had such interest been recognized, the net worth of the Company as at March 31, 2024 would have been lower by Rs.3,70,007 lakhs.
6. We have been informed that certain information, including the minutes of meetings of the Committee of Creditors and Monitoring Committee are confidential in nature and accordingly have not been shared with us. The Administrator and the management have confirmed that the CoC and MC discussions held during the year do not have any implications on the standalone financial results.
7. We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone financial results 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 together with the ethical requirements that are relevant to our audit of the 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 Code of Ethics. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our opinion on the financial results.

Material uncertainty related to going concern

8. We draw attention to Note no. 2 to the Statement which explains that the Company has been admitted under the CIRP process effective December 06, 2021 and as stipulated under Section 20 of the IBC, it is incumbent upon the Administrator to manage the operations of the Company as a going concern. The Administrator had filed an application before the NCLT for the approval of resolution plan submitted by IIHL, which was approved by the





NCLT on February 27, 2024 ("the Approved Resolution Plan"). Accordingly, the financial results for the quarter and year ended March 31, 2024 have been prepared on going concern basis. However, the Company has defaulted in repayment of the obligations to the lenders and debenture holders which is outstanding, has incurred losses during the period as well as during the previous periods, has reported negative net worth as at March 31, 2024 and previous periods and as described in Note no. 5 to the Statement, the asset cover for Listed Secured Non-Convertible Debentures of the Company has fallen below one hundred percent. An application has also been filed with the NCLT seeking an extension of 90 days from May 27, 2024 for the implementation of the Approved Resolution Plan. The application was heard on May 22, 2024, and the next date of hearing in June 06, 2024. These events indicates that material uncertainty exists, that may cast significant doubt on the Company's ability to continue as a Going Concern.

Our opinion is not modified in respect of this matter.

Emphasis of Matter

9. We draw attention to Note no. 11 of the Statement which refers to the valuation of all assets held by the Company and subsequent measurement of impairment loss under Ind AS 36, if any, on implementation of the Approved Resolution Plan.
10. We draw attention to Note no. 7 of the Statement pertaining to award passed by the arbitrator on August 19, 2023 in respect invocation of pledge of equity shareholding of the Company in Nippon Life India Asset Management Limited by IndusInd Bank Limited on November 18, 2019.
11. We draw attention to Note no. 9 of the Statement which refers to the sale of 23,23,69,188 equity shares held by the Company in Reliance Home Finance Limited ("RHFL"). RHFL has ceased to be an associate of the Parent Company w.e.f August 09, 2023.

Our opinion is not modified in respect of above matters.

Responsibilities of Management and the Administrator for the standalone financial results

12. The aforesaid audited standalone financial results of the Company for the quarter and year ended March 31, 2024 have been taken on record by the Administrator while discharging the powers of the Board of Directors of the Company which were conferred by the RBI Order and in accordance with the NCLT Order. For the said purpose, as explained in Note no. 3 to the Statement, the Administrator has relied upon the assistance provided by the existing staff and present key management personnel ("KMPs") and has assumed, without any further assessment, that information and data provided by the existing staff and present KMPs are in the conformity with Companies Act 2013 and other applicable laws and regulations with respect to the preparation of the Statement.





13. The Statement which includes the standalone financial results is the responsibility of the Company's Management and the Administrator under the provisions of Section 45-IE (4) of the Reserve Bank of India Act, 1949, and has been approved by them for issuance. The Statement has been compiled on the basis of the financial statements for the year ended March 31, 2024.
14. This responsibility includes preparation and presentation of these standalone financial results that give a true and fair view of the net loss and other comprehensive income / loss and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 of the Listing Regulations.
15. 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.
16. In preparing the Statement, the Company's Management and the Administrator, are 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 Administrator either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
17. The Company's Management and the Administrator is also responsible for overseeing the Company's financial reporting process.

Auditors' responsibilities for the audit of the standalone financial results

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





- i. Identify and assess the risks of material misstatement of the financial results, 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.
 - ii. 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 through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
 - iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial results made by the Management and the Administrator.
 - iv. Conclude on the appropriateness of the Management's and Administrator'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 appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - v. Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.
20. 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.
21. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.





Other Matter

The Statement includes the results for the quarter ended March 31, 2024, being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the financial year 2023-2024 which were subject to limited review by us.

Our opinion is not modified in respect of the above matter.

For Gokhale & Sathe
Chartered Accountants
Firm Regn. No.103264W

Rahul Joglekar
Partner
Membership No. 129389
UDIN: 24129389BKASRI2416



Place: Mumbai
Date: May 30, 2024



Certificate on Statement of information on security cover and compliance with covenants of listed non-convertible debt securities pursuant to requirement of Regulation 54 read with Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended March 31, 2024.

To,
**The Administrator (appointed under Section 45-IE of RBI Act) of
Reliance Capital Limited.**

1. Introduction

This certificate is issued in terms of our audit engagement with Reliance Capital Ltd ("the Company") as statutory auditors pursuant to the above and as required by Regulation 54 read with Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, Regulation 15(1)(t) of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as amended for the purpose of its onward submission to Debenture Trustees and the Stock Exchanges.

The Reserve Bank of India ("RBI") vide its letter and press release dated November 29, 2021 ("RBI Order") issued under Section 45-IE(1) of the Reserve Bank of India Act, 1934, superseded the Board of Directors of the Company and appointed an Administrator to run the Company. Subsequently, in accordance with the order dated December 06, 2021 passed by the National Company Law Tribunal (Mumbai Bench) ("NCLT Order"), the application for commencement of Corporate Insolvency Resolution Process ("CIRP") of the Company under the Insolvency and Bankruptcy Code, 2016 ("IBC") was admitted. The Administrator had filed an application before the NCLT for the approval of resolution plan submitted by IndusInd International Holdings Ltd. ("IIHL") which was approved by the NCLT on February 27, 2024 ("the Approved Resolution Plan").

2. Management's and Administrator's Responsibility

The Management of the Company and the Administrator is responsible for ensuring the Company's compliance with the covenants/terms of the issue of listed non-convertible debt securities and guidelines mentioned in the Regulations.

The Management of the Company and the Administrator is also responsible for ensuring maintenance of adequate security cover in respect of all listed non-convertible debt securities. This responsibility also includes:

- Preparation and maintenance of proper accounting and other records as per the external and internal requirements;
- Design, implementation and maintenance of adequate internal procedures / systems / processes / controls relevant to the creation and maintenance of the aforesaid records;
- Providing all relevant and accurate information to SEBI, Debenture Trustee and Stock Exchanges;





- d. Compliance with all the covenants of the offer document/Information Memorandum and/or Debenture Trust Deed for all listed / unlisted NCD's.

Further, this responsibility includes ensuring that the relevant records and statements provided to us for our examination are complete and accurate.

3. Auditor's Responsibility

Our responsibility is to report, based on our examination of the relevant records provided by the Company, about its compliance with the requirements of Regulation 54 read with Regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, Regulation 15(1)(t) of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as amended.

For the purpose of this certificate, we have planned and performed the following procedures to determine whether anything has come to our attention that causes us to believe that the Company has not complied with the covenants of the Debenture Trust Deed and/ or with the requirements of the Regulations:

- a. Obtained list of securities/collateral/properties/assets pledged as a security against the outstanding listed NCD as on March 31, 2024.
- b. Reviewed the management computations for Security Cover with the unaudited financial statements as on March 31, 2024.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

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 Service Engagements.

4. Conclusion

Based on the examination of the financial information and explanations given to us and undertaking by the management of the Company and the Administrator, we report that -

- a. The security cover maintained by the company against the outstanding listed NCDs is less than 100%.
- b. The Debenture Trustees have recalled all the NCDs and have submitted claims to the Administrator under the requirements of CIRP and therefore the entire amount of NCDs are considered as overdue. As a result, we do not comment on the compliance by the Company with the covenants of the Debenture Trust Deeds.





5. Restriction on use

This Certificate has been issued at the specific request of the Company pursuant to the requirements of the Regulations. It 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 which 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 March 31, 2024.

For Gokhale & Sathe
Chartered Accountants
Firm Regn. No.103264W



Rahul Joglekar
Partner
Membership No.:129389
UDIN: 24129389BKASRK4196

Place: Mumbai
Date: May 30, 2024

Statement on Impact of Audit Qualifications
(for audit report with modified opinion) submitted along-with
Annual Standalone Audited Financial Results

| Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2024 | | | | |
|--|---------|---|---|---|
| [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016] | | | | |
| i. | Sl. No. | Particulars | Audited Figures (Rs. in lakh) (as reported before adjusting for qualifications) | Adjusted Figures (Rs. in lakh) (audited figures after adjusting for qualifications) |
| | 1. | Turnover / Total income | 5 272 | 5 272 |
| | 2. | Total Expenditure | 28 545 | 6 05 745 |
| | 3. | Net Profit/(Loss) after tax | (23 273) | (6 00 473) |
| | 4. | Earnings Per Share | (9.27) | (239.13) |
| | 5. | Total Assets | 11 86 678 | 11 86 678 |
| | 6. | Total Liabilities | 22 53 817 | 30 40 939 |
| | 7. | Net Worth | (10 67 139) | (18 54 261) |
| | 8. | Any other financial item(s) (as felt appropriate by the management) | Nil | Nil |

| | | | | |
|-----|--|--|--|--|
| ii. | <u>Audit Qualification (each audit qualification separately):</u> | | | |
| a. | <p>1. We draw attention to Note no. 4 to the Statement which explains that the amount of the claims including claims on account of corporate guarantees invoked, admitted or to be admitted by the Administrator may differ from the amount reflecting in the books of account of the Company. Pending implementation of approved resolution plan, no adjustments have been made in the books for the differential amounts, if any, in the claims admitted as on the date of the financial results as compared to the liabilities reflected in the books of account of the Company.</p> <p>2. We draw attention to Note no. 10 to the Statement which explains that in view of the pending implementation of approved resolution plan, the Company has provided for interest expense on financial liabilities which may be applicable on the financial debt only upto December 06, 2021. Accordingly, interest expense pertaining to the quarter and year ended March 31, 2024 amounting to Rs.39,803 lakhs and Rs.1,60,085 lakhs respectively has not been recognised. Had such interest been recognised, the loss before tax for the quarter and year ended March 31, 2024 would have been higher by Rs.39,803 lakhs and Rs.1,60,085 lakhs respectively. Further, the aggregate interest expense not recognized by the Company post December 6, 2021 is Rs.3,70,007 lakhs and had such interest been recognized, the net worth of the Company as at March 31, 2024 would have been lower by Rs.3,70,007 lakhs.</p> <p>3. We have been informed that certain information, including the minutes of meetings of the Committee of Creditors and Monitoring Committee are confidential in nature and accordingly have not been shared with us. The</p> | | | |



2

Administrator and the management have confirmed that the CoC and MC discussions held during the year do not have any implications on the standalone financial results.

4. We draw attention to Note no. 2 to the Statement which explains that the Company has been admitted under the CIRP process effective December 06, 2021 and as stipulated under Section 20 of the IBC, it is incumbent upon the Administrator to manage the operations of the Company as a going concern. The Administrator had filed an application before the NCLT for the approval of resolution plan submitted by IHL, which was approved by the NCLT on February 27, 2024 ("the Approved Resolution Plan"). Accordingly, the financial results for the quarter and year ended March 31, 2024 have been prepared on going concern basis. However, the Company has defaulted in repayment of the obligations to the lenders and debenture holders which is outstanding, has incurred losses during the period as well as during the previous periods, has reported negative net worth as at March 31, 2024 and previous periods and as described in Note no. 5 to the Statement, the asset cover for Listed Secured Non-Convertible Debentures of the Company has fallen below one hundred percent. An application has also been filed with the NCLT seeking an extension of 90 days from May 27, 2024 for the implementation of the Approved Resolution Plan. The application was heard on May 22, 2024, and the next date of hearing in June 06, 2024. These events indicates that material uncertainty exists, that may cast significant doubt on the Company's ability to continue as a Going Concern.

| | | |
|----|---|---------------------------------|
| b. | Type of Audit Qualification | Qualified Opinion |
| c. | Frequency of qualification: Whether appeared first time / repetitive / since how long continuing | Repetitive since March 31, 2022 |

| | |
|----|---|
| d. | Audit Qualification(s) where the impact is quantified by the auditor, Management's Views |
| | Quantified for Point No. 2, had such interest been recognized from April 01, 2023 to March 31, 2024, the loss before tax for the year ended March 31, 2024 would have been higher by Rs. 1,60,085 lakh. |
| | Not quantified by Auditors for point 1, 3 and 4 hence not applicable. |

| | |
|----|--|
| e. | For Audit Qualification(s) where the impact is not quantified by the auditor: |
| | (i) Management's estimation on the impact of audit qualification: |
| | Management's estimation for Point No. 1 The claims admitted in terms of Approved Resolution Plan is Rs. 26,08,897 Lakh against the liabilities of Rs. 21,91,782 Lakh mentioned in the Balance Sheet as on March 31, 2024. Had the liabilities as per the claims admitted in terms of Approved Resolution Plan |



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| | |
|-----|---|
| | <p>were recognized, the Net Loss after Tax and Total Liabilities for the year ended March 31, 2024 would have been higher by Rs. 4,17,115 Lakh.</p> <p>However, the overall obligations and liabilities shall be accounted upon implementation of Approved Resolution Plan.</p> <p>For point 3 and 4: Not Estimated.</p> <p>(ii) If management is unable to estimate the impact, reasons for the same</p> <p>For point 3 and 4: RCL is under CIRP. The resolution plan submitted by IHL, for acquisition of Reliance Capital Limited on a going concern basis was approved by the Hon'ble NCLT by its order dated February 27, 2024. A Monitoring Committee has been constituted in terms of the Approved Resolution Plan for implementation of Approved Resolution Plan.</p> <p>(iii) Auditors' Comments on (i) or (ii) above:</p> <p>Refer section II (a) of the above.</p> |
| iii | <p>Signatories:</p> <div style="display: flex; justify-content: space-around; align-items: flex-start;"> <div style="text-align: center;">  Nageswara Rao Y Administrator </div> <div style="text-align: center;">  </div> <div style="text-align: center;">  Aman Gudral Chief Financial Officer </div> </div> <p>The Administrator has been appointed by RBI under Section 45-IE (2) of the RBI Act and is currently acting as a member of the Monitoring Committee of Reliance Capital Limited constituted pursuant to the Order dated February 27, 2024 passed by the Hon'ble NCLT, Mumbai bench. The affairs, business and property of Reliance Capital Limited are being managed by the Administrator under the supervision of the Monitoring Committee without any personal liability.</p> <p>Correspondence Address : Administrator, Reliance Capital Limited, Trade World, B-Wing, 7th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai City MH 400 013 IN and for Correspondence Email Id :- rbi_administrator@relianceada.com</p> |
| | <p><u>Statutory Auditor</u> For Gokhale & Sathe Chartered Accountants Firm Regn. No.10326W</p> <div style="display: flex; justify-content: space-around; align-items: flex-start;"> <div style="text-align: center;">  Rahul Joglekar Partner Membership No.:129389 UDIN: 24129389BKASRL1829 Place: Mumbai Date: May 30, 2024 </div> <div style="text-align: center;">  </div> </div> |

Reliance Capital Limited - Related Party Transaction for the half year ended March 31, 2024

Additional disclosure of related party transactions - applicable only in case the related party transaction relates to loans, inter-corporate deposits, advances or investments made or given by the listed entity/subsidiary. These details need to be disclosed only once, during the reporting period when such transaction was undertaken.

| Sr. No. | Details of the party (listed entity /subsidiary) entering into the transaction | | Details of the counterparty | | | | Type of related party transaction (see Note 5) | Value of the related party transaction as approved by the audit committee (see Note 6a) | Value of transaction during the reporting period (see Note 6b) | In case monies are due to either party as a result of the transaction (see Note 1) | | In case any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments | | Details of the loans, inter-corporate deposits, advances or investments | | | |
|---------|--|-----|--|-----|---|---|--|---|--|--|---|---|--------|---|-------------------|--------|---------------------|
| | Name | PAN | Name | PAN | Relationship of the counterparty with the listed entity or its subsidiary | Opening Balance | | | | Closing Balance | Nature of indebtedness (loan/ issuance of debt/ any other etc.) | Cost (see Note 7) | Tenure | Nature (loan/ advance/ inter-corporate deposit/ investment) | Interest Rate (%) | Tenure | Secured / Unsecured |
| 1 | | | Reliance Asset Reconstruction Company Limited | | Associate | Reimbursement of expenses | - | - | - | | | | | | | | |
| 2 | | | Reliance Nippon Life Insurance Company Limited | | Subsidiary | Payment of Insurance Payment of Insurance Premium | - | - | - | | | | | | | | |
| 3 | | | Reliance Home Finance Limited | | Associate | Reimbursement of expenses | - | - | - | | | | | | | | |
| 4 | | | Reliance General Insurance Company Limited | | Subsidiary | Reimbursement of expenses | 31.61 | 696.66 | 599.50 | | | | | | | | |
| 5 | | | Reliance General Insurance Company Limited | | Subsidiary | Payment of Insurance Premium | 89.27 | - | - | | | | | | | | |
| 6 | | | Reliance Securities Limited | | Wholly Owned Subsidiary | Reimbursement of expenses | 39.44 | 354.00 | 392.42 | | | | | | | | |
| 7 | | | Reliance Asset Reconstruction Company Limited | | Associate | Interest on Loan & ICD | - | - | - | | | | | | | | |
| 8 | | | Reliance General Insurance Company Limited | | Subsidiary | Dividend Income | 26.13 | - | - | | | | | | | | |
| 9 | | | Reliance Securities Limited | | Wholly Owned Subsidiary | Brokerage Expenses on securities | - | - | - | | | | | | | | |
| 10 | | | Reliance Securities Limited | | Wholly Owned Subsidiary | Other receivables | 1,002.44 | 9,110.00 | 8,107.56 | | | | | | | | |
| 11 | | | Reliance Nippon Life Insurance Company Limited | | Subsidiary | Reimbursement of expenses | 19.72 | 414.64 | 422.17 | | | | | | | | |
| 12 | | | Reliance Asset Reconstruction Company Limited | | Associate | Director Sitting Fees | 3.50 | - | - | | | | | | | | |
| 13 | | | Reliance Asset Reconstruction Company Limited | | Associate | Reimbursement of expenses | 3.46 | - | - | | | | | | | | |
| 14 | | | Reliance Securities Limited | | Wholly Owned Subsidiary | Interest on Loan & ICD | - | - | - | | | | | | | | |
| 15 | | | Reliance General Insurance Company Limited | | Subsidiary | Interest on Debenture | - | 3,041.07 | 3,041.07 | | | | | | | | |
| 16 | | | Reliance Asset Reconstruction Company Limited | | Associate | Dividend Income | 147.00 | - | - | | | | | | | | |
| 17 | | | Reliance Corporate Advisory Services Limited | | Wholly Owned Subsidiary | Loan & ICD refund | - | 1,53,783.23 | 1,53,783.23 | | | | | | | | |
| 18 | | | Reliance General Insurance Company Limited | | Subsidiary | Financing | - | 12,750.00 | 12,750.00 | | | | | | | | |
| 19 | | | Reliance Corporate Advisory Services Limited | | Wholly Owned Subsidiary | Reimbursement of expenses | - | - | - | | | | | | | | |
| 20 | | | Reliance ExchangeNext Limited | | Wholly Owned Subsidiary | Loans Given | - | 483.00 | 483.00 | | | | | | | | |
| 21 | | | Reliance ExchangeNext Limited | | Wholly Owned Subsidiary | Interest Receivable | - | 87.18 | 87.18 | | | | | | | | |
| 22 | | | Reliance Financial Limited | | Wholly Owned Subsidiary | Financing | - | 320.00 | 320.00 | | | | | | | | |
| 23 | | | Reliance Health Insurance Limited | | Wholly Owned Subsidiary | Income | - | 81.02 | 81.02 | | | | | | | | |
| 24 | | | Reliance Securities Limited | | Wholly Owned Subsidiary | Loan & ICD refund | - | - | - | | | | | | | | |
| 25 | | | Reliance Securities Limited | | Wholly Owned Subsidiary | Financing | - | 195.00 | 195.00 | | | | | | | | |
| 26 | | | Nageswara Rao Y | | KMP | Professional Fees | 48.00 | - | - | | | | | | | | |
| 27 | | | Atul Kumar Tandon | | KMP | Salary | 77.33 | - | - | | | | | | | | |
| 28 | | | Aman Gudral | | KMP | Salary | 33.59 | - | - | | | | | | | | |
| 29 | | | Reliance Financial Limited | | Wholly Owned Subsidiary | Redemption of Preference Share | - | - | - | | | | | | | | |
| 30 | | | Reliance Home Finance Limited | | Associate | Management Fee | - | - | - | | | | | | | | |
| 31 | | | Reliance Nippon Life Insurance Company Limited | | Subsidiary | Payment of Insurance Premium | 24.11 | - | - | | | | | | | | |
| 32 | | | Reliance securities Limited | | Wholly Owned Subsidiary | Management Fee | - | - | - | | | | | | | | |
| 33 | | | Reliance securities Limited | | Wholly Owned Subsidiary | Professional Fees | - | - | - | | | | | | | | |
| | | | | | | | | 1,545.60 | 1,81,315.80 | 1,80,262.15 | | | | | | | |

| Sr. No. | Particulars | Quarter ended | | | Year ended | |
|---------|---|-----------------|-----------------|--------------------|------------------|--------------------|
| | | 31-Mar-24 | 31-Dec-23 | 31-Mar-23 | 31-Mar-24 | 31-Mar-23 |
| | | Unaudited | Unaudited | Unaudited | Audited | Audited |
| (I) | Income | | | | | |
| a | Revenue from operations | | | | | |
| | Interest income | 87 324 | 82 775 | 73 712 | 3 28 718 | 2 85 431 |
| | Dividend income | 1 873 | 2 209 | 2 188 | 11 659 | 9 989 |
| | Premium income | 4 32 189 | 4 14 041 | 3 93 567 | 17 29 358 | 15 53 488 |
| | Fees and commission income | 30 607 | 24 082 | 19 983 | 1 02 738 | 85 966 |
| | Net gain (Loss) on fair value changes | 27 975 | 86 610 | (47 788) | 2 52 056 | (36 193) |
| | Other operating income | 50 | 33 | 1 019 | 212 | 5 010 |
| | Total Revenue from operations | 5 80 018 | 6 09 750 | 4 42 681 | 24 24 741 | 19 03 691 |
| b | Other Income | 10 782 | 1 854 | 869 | 19 626 | 27 604 |
| | Total Income (a + b) | 5 90 800 | 6 11 604 | 4 43 550 | 24 44 367 | 19 31 295 |
| (II) | Expenses | | | | | |
| | Finance cost | 930 | 2 226 | 768 | 3 879 | 29 942 |
| | Net loss/(Gain) on Fair Value changes (Net) | - | - | - | - | - |
| | Fees and commission expenses | 59 595 | 58 457 | 18 832 | 2 01 821 | 76 622 |
| | Impairment on financial instruments | 104 | 1 006 | 1 30 912 | 54 137 | 1 51 532 |
| | Employee benefits expenses | 41 639 | 41 932 | 39 948 | 1 68 478 | 1 56 755 |
| | Depreciation, amortisation and impairment | 3 204 | 2 924 | 2 744 | 11 434 | 11 593 |
| | Claims incurred (net) | 2 57 557 | 2 09 160 | 1 82 925 | 8 61 548 | 7 03 377 |
| | Premium paid on reinsurance ceded | 1 03 399 | 1 07 188 | 74 862 | 5 05 890 | 4 21 101 |
| | Change in valuation of liability in respect of life policies | 1 11 788 | 1 46 332 | 80 835 | 4 48 720 | 2 96 892 |
| | Other expenses | 1 481 | 23 851 | 63 055 | 1 40 714 | 2 49 474 |
| | Total Expenses | 5 79 697 | 5 93 076 | 5 94 881 | 23 96 621 | 20 97 288 |
| (III) | Profit / (Loss) before exceptional items, [share of net profits / (losses) of investments accounted for using equity method] and tax | 11 103 | 18 528 | (1 51 331) | 47 746 | (1 65 993) |
| (IV) | Share of net profits/(losses) of associates accounted for using equity | 107 | 175 | 18 | 955 | 566 |
| (V) | Profit/(Loss) before exceptional items and tax (III + IV) | 11 210 | 18 703 | (1 51 313) | 48 701 | (1 65 427) |
| (VI) | Exceptional items | - | - | - | - | - |
| (VII) | Profit/(Loss) before tax [V + VI] | 11 210 | 18 703 | (1 51 313) | 48 701 | (1 65 427) |
| | Tax expense | | | | | |
| | - Current Tax (including earlier year tax) | 9 257 | (3 058) | 2 510 | 12 196 | 10 512 |
| | - Deferred Tax | (14 611) | 13 674 | (3 916) | (7 660) | 2 |
| (VIII) | Total tax expense | (5 354) | 10 616 | (1 406) | 4 536 | 10 514 |
| (IX) | Net Profit/(Loss) for the period/year (VII - VIII) | 16 564 | 8 087 | (1 49 907) | 44 165 | (1 75 941) |
| (X) | Other comprehensive income | | | | | |
| A | (i) Items that will not be reclassified to profit or loss | (765) | 878 | 4 426 | (181) | 3 377 |
| | (ii) Income tax relating to items that will not be reclassified to profit or loss | - | - | - | - | - |
| | Subtotal (A) | (765) | 878 | 4 426 | (181) | 3 377 |
| B | (i) Items that will be reclassified to profit or loss | 12 038 | 5 197 | 224 | 28 074 | (39 054) |
| | (ii) Income tax relating to items that will be reclassified to profit or loss | - | - | - | - | - |
| | (iii) Other comprehensive income attributable to Participating Policyholders of Insurance business | 24 238 | (8 284) | (3 515) | 20 203 | 9 829 |
| | Subtotal (B) | 36 276 | (3 087) | (3 291) | 48 277 | (29 225) |
| | Other comprehensive income for the period/year (A + B) | 35 511 | (2 209) | 1 135 | 48 096 | (25 848) |
| (XI) | Total comprehensive income for the period/year (IX + X) | 52 075 | 5 878 | (1 48 772) | 92 261 | (2 01 789) |
| (XII) | Net Profit/(Loss) for the period/year attributable to: | | | | | |
| | - Owners | 6 176 | 3 937 | (1 50 257) | 23 258 | (1 77 856) |
| | - Non-controlling interests | 10 388 | 4 150 | 348 | 20 907 | 1 910 |
| (XIII) | Other comprehensive income attributable to: | | | | | |
| | - Owners | 22 485 | 720 | 606 | 34 634 | (27 919) |
| | - Non-controlling interests | 13 026 | (2 929) | 531 | 13 462 | 2 072 |
| | In view of ongoing CIRP, interest expense of Rs 38 803 lakh and Rs 1 60 085 lakh for the quarter and year ended March 31, 2024 respectively, has not been provided by Parent Company. | | | | | |
| (XIV) | Total comprehensive income attributable to: | | | | | |
| | - Owners | 28 661 | 4 657 | (1 49 651) | 57 892 | (2 05 775) |
| | - Non-controlling interests | 23 417 | 1 221 | 879 | 34 369 | 3 982 |
| (XV) | Earnings per equity share face value of Rs. 10 each fully paid-up (quarter and year months ended not annualised): | | | | | |
| | (a) Basic | 6.60 | 3.22 | (59.70) | 17.59 | (70.07) |
| | (b) Diluted | 6.60 | 3.22 | (59.70) | 17.59 | (70.07) |
| (XVI) | Paid-up Equity share capital | 25324 | 25324 | 25324 | 25324 | 25324 |
| (XVII) | Other equity | | | | (11 38 062) | (12 31 853) |



Reliance Capital Limited
Consolidated segment reporting for year ended March 31, 2024
(₹ in lakh)

| Sr. No. | Particulars | Quarter ended | | | Year ended | |
|----------|---|------------------|------------------|--------------------|------------------|--------------------|
| | | 31-Mar-24 | 31-Dec-23 | 31-Mar-23 | 31-Mar-24 | 31-Mar-23 |
| | | Unaudited | Unaudited | Unaudited | Audited | Audited |
| 1 | Segment revenue | | | | | |
| a | Finance and investments | (10 410) | (287) | (21 669) | 21 856 | (41 285) |
| b | General insurance | 3 28 396 | 3 43 308 | 2 71 391 | 14 48 360 | 12 35 655 |
| c | Life insurance | 2 69 169 | 2 64 408 | 1 87 377 | 9 55 496 | 6 78 586 |
| d | Commercial finance | - | - | - | - | 34 639 |
| e | Others | 4 140 | 4 538 | 6 631 | 21 884 | 27 065 |
| | Total | 5 91 295 | 6 11 967 | 4 43 730 | 24 47 596 | 19 34 660 |
| | Inter-segment revenue | (495) | (363) | (180) | (3,229) | (3 365) |
| | Total net segment income | 5 90 800 | 6 11 604 | 4 43 550 | 24 44 367 | 19 31 295 |
| 2 | Segment results | | | | | |
| a | Finance and investments | (11 231) | (2 527) | (1 53 566) | (35 856) | (2 00 629) |
| b | General insurance | 8 065 | 12 715 | 1 883 | 51 063 | 31 217 |
| c | Life insurance | 14 222 | 8 290 | 667 | 31 892 | 4 369 |
| d | Commercial finance | - | - | - | - | (1 825) |
| e | Others | 155 | 225 | (297) | 1 603 | 1 441 |
| | Total segment profit / (loss) before tax | 11 211 | 18 703 | (1 51 313) | 48 702 | (1 65 427) |
| | Unallocated expenses | - | - | - | - | - |
| | Profit / (Loss) before tax | 11 211 | 18 703 | (1 51 313) | 48 702 | (1 65 427) |
| 3 | Segment assets | | | | | |
| a | Finance and investments | 7 05 106 | 7 16 744 | 7 57 411 | 7 05 106 | 7 57 411 |
| b | General insurance | 30 17 935 | 29 50 227 | 26 53 324 | 30 17 935 | 26 53 324 |
| c | Life insurance | 37 43 725 | 35 74 882 | 32 01 297 | 37 43 725 | 32 01 297 |
| d | Commercial finance | - | - | - | - | - |
| e | Others | 64 946 | 69 223 | 70 458 | 64 946 | 70 458 |
| f | Inter-segment elimination | (33 048) | (36 120) | (48 372) | (33 048) | (48 372) |
| | Total segment assets | 74 98 663 | 72 74 956 | 66 34 118 | 74 98 663 | 66 34 118 |
| 4 | Segment liabilities | | | | | |
| a | Finance and investments | 24 03 263 | 24 03 040 | 24 13 447 | 24 03 263 | 24 13 447 |
| b | General insurance | 27 11 425 | 26 61 432 | 24 23 196 | 27 11 425 | 24 23 196 |
| c | Life insurance | 35 07 783 | 33 85 998 | 30 33 675 | 35 07 783 | 30 33 675 |
| d | Commercial finance | - | - | - | - | - |
| e | Others | 54 647 | 59 158 | 61 732 | 54 647 | 61 732 |
| f | Inter-segment elimination | (1 85 322) | (1 86 673) | (1 75 045) | (1 85 322) | (1 75 045) |
| | Total segment liabilities | 84 91 795 | 83 22 955 | 77 57 005 | 84 91 795 | 77 57 005 |

Notes

1 Reliance Capital Limited (" Parent Company") is registered as Non-Banking Financial Company Core Investment Company- Non-Deposit Taking Systemically Important (NBFC-CIC-ND-SI) under Section 45-IA of Reserve Bank of India Act, 1934. The Consolidated Financial results of the Parent Company have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015, as amended and as prescribed under Section 133 of the Companies Act, 2013, and all activities are conducted within India. The Operating segments, as per the Ind AS 108 have been reported as under:

- Finance & Investments - This includes the corporate lending and investment activities.
- General Insurance - This includes the general and health insurance business.
- Life Insurance - This includes the life insurance business.
- Commercial Finance - This includes the commercial finance business. (RCFL Cease to be subsidiary w.e.f. October 14,2022)
- Others - This includes other financial and allied services.


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2 The Reserve Bank of India ("RBI") vide Press Release dated November 29, 2021 in exercise of the powers conferred under Section 45-IE (1) of the Reserve Bank of India Act, 1934 ("RBI Act"), superseded the Board of Directors of Parent Company on November 29, 2021 and appointed Mr. Nageswara Rao Y, ex-Executive Director of Bank of Maharashtra as the Administrator of Parent Company under Section 45-IE (2) of the RBI Act. Thereafter RBI vide press release dated November 30, 2021 in exercise of its powers conferred under Section 45-IE (5)(a) of RBI Act constituted a three-member advisory committee to assist the Administrator in the discharge of his duties. On December 02, 2021 the RBI filed the Petition before the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"/"Adjudicating Authority") under sub-Clause (i) of clause (a) of Rule 5 of the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudication Authority) Rules, 2019 ("FSP Rules") to initiate Corporate Insolvency Resolution Process ("CIRP") against Parent Company read with Section 227 of Insolvency and Bankruptcy Code, 2016, read with the rules and regulations framed there under and amended from time to time (the "Code"). Further CIRP was initiated against Parent Company under Section 227 read with clause (zk) of sub section (2) of section 239 of the Code and read with rules 5 and 6 of the FSP Rules by an order dated December 06, 2021 of the NCLT. The Adjudicating Authority vide the above order, appointed the Administrator to perform all the functions of a resolution professional to complete the CIRP of Parent Company as required under the provisions of the Code and declared a moratorium.

The Administrator of Parent Company has filed an application before the NCLT under Section 30(6) of the Code for approval of the resolution plan submitted by IndusInd International Holdings Limited ("IIHL") as approved by the Committee of Creditors of the Parent Company, with the NCLT, via e-filing on July 12, 2023.

The resolution plan submitted by IIHL, for acquisition of Parent Company on a going concern basis was approved ("Approved Resolution Plan") by the Hon'ble NCLT by its order dated February 27, 2024 ("NCLT Approval Order").

A Monitoring Committee ("MC") has been constituted on February 29, 2024 in terms of the Approved Resolution Plan to manage the operations of the Parent Company on a going concern basis and MC is the decision-making committee to do all such acts, deeds, matters and things which shall be required for implementation of the Approved Resolution Plan including but not limited to transfer of assets or investments as articulated in the Approved Resolution Plan.

A detailed summary highlighting the significant portions of the Approved Resolution Plan along with the NCLT Approval Order has been intimated to the stock exchanges where the securities of the Parent Company are listed, vide letter dated February 28, 2024 and the same is available on the website of the Parent Company and Stock Exchanges.

In terms of the Approved Resolution Plan, the securities of Parent Company including its equity shares will stand delisted from the stock exchanges in accordance with the NCLT Approval Order read with SEBI (Delisting of Equity Shares) Regulations, 2021.

As per the Approved Resolution Plan, the liquidation value of the equity shareholder of Parent Company is NIL and hence, equity shareholders will not be entitled to receive any payment and no offer will be made to any shareholder of Parent Company. Upon implementation of the Approved Resolution Plan the entire existing share capital of Parent Company is proposed to be cancelled and extinguished for NIL consideration by virtue of the NCLT Approval Order such that IIHL and/or the Implementing Entity, and its nominees, are the only shareholders of Parent Company.

Further, IIHL has filed an application with Hon'ble NCLT for seeking an extension of 90 days from May 27, 2024, for the implementation of the Approved Resolution Plan. The application was heard on May 22, 2024 and the next date of hearing is June 06, 2024.

As disclosed previously, Parent Company was prohibited from making any payment to secured or unsecured creditors and to dispose of, alienate, encumber either directly or indirectly or otherwise part with the possession, of any assets except in the ordinary course of business such as payment of salary and statutory dues, vide (a) orders dated December 3, 2019 and December 5, 2019 passed by the Hon'ble Debts Recovery Tribunal; (b) orders dated November 20, 2019 and March 15, 2021 passed by the Hon'ble Delhi High Court; and, orders dated November 28, 2019, November 4, 2020, and March 5, 2021 passed by the Hon'ble Bombay High Court. The Administrator, on behalf of Parent Company has obtained orders clarifying that the above-mentioned orders will not come in the way of Parent Company's CIRP.

In relation to the timelines of the CIRP, as disclosed hereinabove, the CIRP of Parent Company commenced on December 6, 2021, i.e., vide an order of even date passed by the NCLT. Pursuant to various orders passed by the NCLT, more particularly the order dated April 12, 2023, the timeline for completion of the CIRP was extended to July 16, 2023. The Administrator of Parent Company has filed an application before the NCLT under Section 30(6) of the Code for approval of the resolution plan submitted by IIHL as approved by the Committee of Creditors of Parent Company, with the NCLT, via e-filing on July 12, 2023. The NCLT approved the Resolution Plan submitted by IIHL, vide the order passed on February 27, 2024 ("Approved Resolution Plan").

In accordance with the terms of the Approved Resolution Plan, a Monitoring Committee ("MC") which is the decision-making committee and shall do all such acts, deeds, matters and things which shall be required for implementation of the Approved Resolution Plan including but not limited to transfer of assets or investments as articulated in the Approved Resolution Plan.

A detailed summary highlighting the significant portions of the Approved Resolution Plan along with the Order of the NCLT approving the Approved Resolution Plan has been intimated to the stock exchanges where the securities of Parent Company are listed, vide letter dated February 28, 2024. The same is not repeated here for the sake of brevity.

3 The Administrator has taken charge with effect from November 29, 2021, and has relied on information, data, and clarification provided by the existing Key Management Personnel ("KMP's") of Parent Company for the purpose of the financial results. With respect to the financial statements for the year ended March 31, 2024, the Administrator has signed the same solely for the purpose of ensuring compliance by Parent Company with applicable law, and in accordance with the provisions of the Companies Act, 2013, the Code, read with the relevant regulations and rules thereunder and subject to the following:



[Handwritten signature]

- (i) The Administrator has taken charge with effect from November 29, 2021 and therefore was not in control of the operations or the management of Parent Company prior to November 29, 2021;
- (ii) The Administrator has furnished and signed the report in good faith and accordingly, no suit, prosecution or other legal proceeding shall lie against the Administrator in terms of Section 233 of the Code;
- (iii) The Administrator, while signing this statement of financial results, has relied solely upon the assistance provided by the existing staff and present KMPs of Parent Company in review of the financial results as well as the certifications, representations and statements made by the KMPs of Parent Company, in relation to these financial results. The statement of financial results of Parent Company for the year ended March 31, 2024 have been taken on record by the Administrator solely on the basis of and on relying on the aforesaid certifications, representations and statements of the aforesaid existing staff and present KMPs. For all such information and data, the Administrator has assumed, without any further assessment, that such information and data are in the conformity with the Companies Act, 2013 and other applicable laws with respect to the preparation of the financial statements and that they give a true and fair view of the position of Parent Company as of the dates and period indicated therein.
- 4 Pursuant to the admission and commencement of CIRP of Parent Company under IBC with effect from December 06, 2021, there are various claims submitted by the operational creditors, the financial creditors, employees and other creditors. The overall obligations and liabilities including obligation for interest on loans and the principal rupee amount in respect of loans have been determined in terms of Approved Resolution Plan and shall be accounted upon implementation of Approved Resolution Plan. The above financial results are drawn on the basis of March 31, 2024 figures as per the books of accounts of Parent Company.
- 5 The Listed Secured Non-Convertible Debentures of Parent Company aggregating to Rs.14,82,728 lakh as on March 31, 2024 are secured by way of first pari-passu mortgage/charge on Parent Company's immovable property and on present and future book debts business receivables, investment property and other receivables of Parent Company as specifically mentioned in the respective Trust Deeds. The asset cover has fallen below hundred percent of the outstanding debentures and the same will be dealt in terms of Approved Resolution Plan.
- 6 The Parent Company had earlier pledged its entire equity holding in Reliance General Insurance Company Limited ("RGICL") in favour of IDBI Trusteeship Services Limited ("Trustee") against dues guaranteed by Parent Company. The Trustee, on November 19, 2019, invoked the pledge and held the shares of RGICL in their custody. Vide orders dated December 4, 2019 and December 27, 2019, Insurance Regulatory and Development Authority of India ("IRDAI"), has informed Parent Company that the transfer of shares is void ab initio. The said order was challenged in Securities Appellate Tribunal, Mumbai ("SAT") and SAT vide its order dated February 27, 2020 held that that the Trustee is holding shares as Trustee / custodian and will not exercise any control over RGICL and cannot exercise any voting rights on shares of RGICL. Accordingly, RGICL continues to be a subsidiary of Parent Company. The Administrator on behalf of Parent Company had filed an application before the NCLT on April 27, 2022, against the Trustee inter alia seeking direction against the Trustee to return the custody and control of the RGICL shares owned by Parent Company. The NCLT by its order dated May 4, 2023 had inter alia directed the Trustee to handover the possession of 25,15,49,920 shares of RGICL to the Administrator of Parent Company and that the security interest created on the said shares by virtue of pledge shall remain unaltered. Accordingly, the Trustee had handed over the said shares back to Parent Company with pledge created on the said shares in favour of IDBI Trusteeship Services Limited. Parent Company has further invested Rs 20,000 lakh towards fresh issue of 97,56,097 fully paid up equity shares of RGICL.
- 7 The Parent Company had earlier pledged 3.35% of the equity shareholding of Nippon Life India Asset Management Limited ("NLIAM"), comprising of 2,04,97,423 equity shares in favour of IndusInd Bank Limited ("IBL"). IBL had wrongfully invoked the pledge, which was challenged by Parent Company before the Hon'ble High Court of Bombay ("Bombay High Court"). The Bombay High Court referred the matter to the arbitration. The sole arbitrator upon hearing the Interim Applications filed by Parent Company passed an interim order on April 23, 2020, wherein it stated that status quo (as ordered by Bombay High Court pursuant to its Order dated December 11, 2019) will continue and the NLIAM shares, the pledge over which was invoked by IndusInd Bank, will remain in a separate demat account. The sole arbitrator in the matter of Reliance Capital Limited vs IndusInd Bank Limited in relation to invocation of 2,04,97,423 shares ("Subject Shares") of Nippon Life India Asset Management Limited on November 18, 2019, has passed Minutes of Award on August 19, 2023 ("Effective Date"). The Key terms of the Minutes of Award are as below:
- The Parties have mutually agreed, and IBL has undertaken to transfer to Parent Company the following:
- (i) 26,40,068 shares of NLIAM being 12.88% of the Subject Shares ("Settlement Shares"); and (ii) Rs. 9,37,22,417 ("Settlement Amount") being the dividend accrued on the Settlement Shares till the Effective Date.
- The Settlement Shares and the Settlement Amount are hereinafter collectively referred to as "Settlement Consideration".
- The Subject Shares less the Settlement Shares being 1,78,57,355 shares of NLIAM shall herein after be referred to as the "Balance Subject Shares".
- i. Pursuant to the Consent Arbitral Award, Parent Company has received the Settlement Consideration. With respect to the Balance Subject Shares, Parent Company has created expected credit loss (ECL) provision and written off for an amount of Rs 55,706 lakh i.e. the value of Balance Subject Shares as on Effective Date.
- 8 The Administrator of Parent Company, duly appointed by the NCLT, is obligated to file application for avoidance transactions in accordance with section 25(2)(j) of the Code read with Regulation 35A of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 ("CIRP Regulations"). In furtherance of the aforesaid, the Administrator had appointed a transaction auditor, BDO India LLP ("BDO or Transaction Auditor"), to determine if Parent Company has been subjected to transactions under sections 43, 45, 50 and 66 of the Code and submit a report on the same ("BDO Report"). Estimated impact on Parent Company is INR 2,19,200 lakh as per the BDO report. On a review and in consideration of the findings of the Transaction Auditor, the Administrator has filed 8 applications before the NCLT under Section 60(5) and Section 66(2) of the Code read with the relevant CIRP Regulations in October 2022 seeking appropriate relief. Parent Company has made requisite disclosures of the same under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The applications are pending before NCLT.



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- 9 The Parent Company has sold 23,23,69,188 equity shares held by it in Reliance Home Finance Limited ("RHFL"). RHFL has ceased to be an associate of Parent Company with effect from August 9, 2023.
- 10 In view of ongoing CIRP, interest expense of Rs 39 803 lakh and Rs 1 60 085 lakh for the quarter and year ended March 31, 2024 respectively, has not been provided by Parent Company.
- 11 As per the provisions of the Code, the fair value and liquidation value of the assets of Parent Company as on the insolvency commencement date is required to be determined in accordance with Regulation 27 read with Regulation 35 of the CIRP Regulations. The Administrator of Parent Company duly appointed by the NCLT, is obligated to appoint 2 registered valuers to determine such valuation and submit the report ("Valuation Report"). In furtherance thereof, the Administrator had appointed 2 registered valuers who have submitted their report. As per Ind AS 36- "Impairment of Assets", impairment testing of assets is to be conducted on an annual basis. [Upon implementation of the Approved Resolution Plan, Parent Company will consider carrying out a comprehensive review of all the assets including investments, other assets and intangible assets, liabilities and accordingly provide for impairment loss on assets and write back of liabilities, if any.
- 12 The Listed Secured Non-Convertible Market Linked Debentures of the subsidiary viz. Reliance Financial Limited aggregating to ₹ 500 lakh as on March 31, 2024 are secured by way of a first ranking pari-passu mortgage / charge over Reliance Financial Limited's immovable property and on the movable assets of Reliance Financial Limited as specifically mentioned in the respective Trust deeds and the asset cover thereof exceeds hundred per cent of the principal amount of the said debentures.
- 13 The Listed Secured Non-Convertible Debentures (Market Linked Debenture) of the subsidiary viz. Reliance Securities Limited (RSL) aggregating to ₹ 200 lakh as on March 31, 2024 secured by way of first ranking mortgage over RSL's immovable property and second charge on the present and future book debts and receivables hypothecated in favour to Banks towards working capital facility of RSL as specially mentioned in the Trust deed and the asset cover thereof exceeds hundred percent of the principal amount of the said debentures.
- 14 Subsidiaries of Parent Company namely Reliance Underwater Systems Private Limited , Reliance Health Insurance Limited, Reliance ARC SBI Maan Sarovar Trust and associate of Parent Company namely Reliance Asset Reconstruction Company Limited accounts for March 31, 2024 are certified by the management and are considered for consolidation as Going Concern.
- 15 The figures for the quarter ended March 31, 2024 and March 31, 2023 are balancing figures between audited figures in respect of the full financial year and the unaudited published year to date figures upto the third quarter of the financial year.
- 16 Previous period figures have been regrouped / rearranged wherever necessary.
- 17 The above results were reviewed and approved by the Administrator on May 30, 2024 and has approved its release while discharging the powers of the Board of Directors of the Parent Company which were conferred upon him by the RBI order dated November 29, 2021 and acting as a member of the Monitoring Committee constituted pursuant to the NCLT Approval Order. Please refer to note no. 4 above for the basis of the review and approval of the above results by the Administrator.
- 18 The Standalone financial results of the Parent Company for the quarter and year ended March 31, 2024 are available on the Company's website (www.reliancecapital.co.in) and on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com).
- Key standalone financial information is given below:

(₹ in lakh)

| Particulars | Quarter ended | | | Year ended | |
|---------------------------|---------------|-----------|-------------|------------|-------------|
| | 31-Mar-24 | 31-Dec-23 | 31-Mar-23 | 31-Mar-24 | 31-Mar-23 |
| | Unaudited | Unaudited | Unaudited | Audited | Audited |
| Total revenue | 553 | 709 | 339 | 5 272 | 2 098 |
| Profit/ (Loss) before tax | (303) | 208 | (1 38 939) | (23 273) | (1 70 770) |
| Profit / (Loss) after tax | (303) | 208 | (1 38 939) | (23 273) | (1 70 770) |

for Reliance Capital Limited

**Mr. Nageswara Rao Y
ADMINISTRATOR**

Mumbai, May 30, 2024

The Administrator has been appointed by RBI under Section 45-IE (2) of the RBI Act and is currently acting as a member of the Monitoring Committee of Reliance Capital Limited constituted pursuant to the Order dated February 27, 2024 passed by the Hon'ble NCLT, Mumbai bench. The affairs, business and property of Reliance Capital Limited are being managed by the Administrator under the supervision of the Monitoring Committee without any personal liability.

Correspondence Address : Administrator, Reliance Capital Limited, Trade World, B-Wing, 7th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai City MH 400 013 IN and for Correspondence Email Id :- rbi.administrator@relianceada.com

For future correspondences, you may reach out to the undersigned at the address/ contact details set out below:

- Correspondence Address : Administrator, Reliance Capital Limited, Trade World, B-Wing, 7th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai City MH 400 013 IN
- Contact No : 9844214021
- Email : rbi.administrator@relianceada.com / rcap.administrator@relianceada.com



Reliance Capital Limited
Consolidated Balance Sheet as at March 31, 2024

(₹ in lakh)

| Particulars | As at | As at |
|---|---------------------|---------------------|
| | 31-Mar-24 | 31-Mar-23 |
| | Audited | Audited |
| ASSETS | | |
| Financial assets | | |
| Cash and cash equivalents | 78,827 | 69,479 |
| Bank balance other than cash and cash equivalents | 13,606 | 10,687 |
| Derivative financial instruments | 26,591 | 1,771 |
| Receivables | | |
| (I) Trade receivables | 1,35,865 | 2,51,946 |
| (II) Other receivables | 1,087 | 1,056 |
| Loans | 67,395 | 61,287 |
| Investments | 56,68,755 | 48,52,415 |
| Other financial assets | 8,94,204 | 7,81,459 |
| Total financial assets | 68,86,330 | 60,30,100 |
| Non-financial assets | | |
| Inventories | 2,857 | 3,038 |
| Current tax assets (Net) | 3,107 | 3,062 |
| Deferred tax assets (Net) | 17,635 | 17,512 |
| Investment property | 7,359 | 7,562 |
| Property, plant and equipment | 18,508 | 14,160 |
| Capital work-in-progress | 491 | 347 |
| Intangible assets under development | 1,937 | 1,264 |
| Goodwill | 4,95,146 | 4,95,146 |
| Other intangible assets | 10,344 | 9,473 |
| Other non-financial assets | 54,949 | 52,454 |
| Total non-financial assets | 6,12,333 | 6,04,018 |
| Total assets | 74,98,663 | 66,34,118 |
| LIABILITIES AND EQUITY | | |
| LIABILITIES | | |
| Financial liabilities | | |
| Derivative financial instruments | - | 205 |
| Payables | | |
| (I) Trade payables | | |
| (i) total outstanding dues of micro enterprises and small enterprises | - | - |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 2,36,829 | 1,87,583 |
| (II) Other payables | | |
| (i) total outstanding dues of micro enterprises and small enterprises | - | - |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 1,629 | 1,612 |
| Debt securities | 16,36,059 | 16,37,818 |
| Borrowings (Other than debt securities) | 1,15,843 | 1,18,643 |
| Deposits | 385 | 884 |
| Subordinated liabilities | 7,683 | 7,705 |
| Other financial liabilities | 62,32,196 | 55,42,711 |
| Total financial liabilities | 82,30,624 | 74,97,161 |
| Non-financial liabilities | | |
| Provisions | 68,194 | 97,091 |
| Other non-financial liabilities | 1,92,977 | 1,62,753 |
| Total non-financial liabilities | 2,61,171 | 2,59,844 |
| Total liabilities | 84,91,795 | 77,57,005 |
| EQUITY | | |
| Equity share capital | 25,324 | 25,324 |
| Other equity | (11 38 062) | (12 31 853) |
| Equity attributable to owners of the Company | (11 12 738) | (12 06 529) |
| Non-controlling interests | 1,19,606 | 83,642 |
| Total equity | (9 93 132) | (11 22 887) |
| Total liabilities and equity | 74,98,663 | 66,34,118 |



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Reliance Capital Limited
Consolidated statement of cashflow for the year ended March 31, 2024

(₹ in lakh)

| Sr. No. | Particulars | March 31, 2024 | March 31, 2023 |
|----------|---|--------------------|--------------------|
| | | Audited | Audited |
| A | Operating activities: | | |
| | Profit/(Loss) before tax: | 48 702 | (1 65 427) |
| | Adjustments for: | | |
| | Depreciation, amortisation and impairment | 11 434 | 11 593 |
| | Bad debts recovered and credit balance written-back | - | - |
| | Net Impairment on financial instruments and balances written-off | 54 137 | 1 51 532 |
| | (Profit) / loss on sale of property, plant and equipment's | (1 166) | 52 |
| | Interest income on loans and investments | (3 26 219) | (2 79 875) |
| | Interest income on bank deposit | (2 499) | (5 556) |
| | Dividend income on investments | (11 659) | (9 989) |
| | Share of net loss /(Profit) of associates accounted for using the equity method | (955) | (566) |
| | (Profit) / loss on sale of subsidiaries/associates (net) | - | (100) |
| | Net gain on fair value of investment | (2 52 056) | 36 193 |
| | Amortised brokerage on borrowings | - | - |
| | Discount on commercial paper | - | 1 451 |
| | Interest expenses | 3 879 | 28 492 |
| | Rent Income | 23 | (2 347) |
| | Operating profit before working capital changes | (4 76 379) | (2 34 547) |
| | Adjustments for (increase) / decrease in operating assets: | | |
| | Interest received | 2 437 | 5 398 |
| | Interest paid | (3 849) | (4 406) |
| | Financial assets and non financial assets | 2 39 165 | 1 26 608 |
| | Adjustments for increase / (decrease) in operating liabilities: | | |
| | Financial liabilities and non financial liabilities | 8 29 899 | 6 38 648 |
| | Less : Income taxes paid (net of refunds) | 5 91 273 | 5 31 701 |
| | | 9 549 | 6 798 |
| | Net cash generated from operating activities | 5 81 724 | 5 24 903 |
| B | Investing activities: | | |
| | Purchase of property, plant and equipment (including capital advances) | (18 376) | (10 068) |
| | Sale of property, plant and equipment | 2 275 | 783 |
| | Purchase of investments (net) | (5 63 330) | (4 93 008) |
| | Sale of subsidiaries/associates (net) | - | 100 |
| | Rent Received | (23) | 2 347 |
| | Dividend received | 11 659 | 9 989 |
| | Net cash used in investing activities | (5 67 795) | (4 89 857) |
| C | Financing activities: | | |
| | Debt securities issued (repaid) (net) | (1 759) | (8 504) |
| | Borrowing other than debt securities issued (net) | (2 822) | (75 864) |
| | Net cash generated from / (used in) financing activities | (4 581) | (84 368) |
| | Net increase/(decrease) in cash and cash equivalents (A + B + C) | 9 348 | (49 322) |
| | Cash and cash equivalents at beginning of the period | 69 479 | 1 18 801 |
| | Cash and cash equivalents at end of the period | 78 827 | 69 479 |



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Independent Auditor's Report on consolidated financial results of Reliance Capital Limited under Regulation 33 and Regulation 52 read with Regulation 63(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,

**The Administrator (appointed under Section 45-IE of RBI Act) of
Reliance Capital Limited.**

Introduction

1. The Reserve Bank of India ("RBI") vide its letter and press release dated November 29, 2021 ("RBI Order") issued under Section 45-IE(1) of the Reserve Bank of India Act, 1934, superseded the Board of Directors of the Company and appointed an Administrator to run the Company. Subsequently, in accordance with the order dated December 06, 2021 passed by the National Company Law Tribunal (Mumbai Bench) ("NCLT Order"), the application for commencement of Corporate Insolvency Resolution Process ("CIRP") of the Company under the Insolvency and Bankruptcy Code, 2016 ("IBC") was admitted. The Administrator had filed an application before the NCLT for the approval of resolution plan submitted by IndusInd International Holdings Ltd. ("IIHL") which was approved by the NCLT on February 27, 2024 ("the Approved Resolution Plan")

Qualified Opinions

2. We have audited the accompanying statement of consolidated financial results of Reliance Capital Limited ("the Holding Company") and its subsidiaries (holding company and its subsidiaries together referred to as "the Group"), and its associates for the year ended March 31, 2024 ("the Statement"), attached herewith, being submitted by the Holding Company pursuant to the requirement Regulation 33 and Regulation 52 read with Regulation 63(2) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").
3. 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 reports of the other auditors on separate audited financial statements of subsidiaries and associates and on unaudited management certified financial statements of certain associates and except for the effects of the matters described in paragraphs 4 to 9 under "Basis for Qualified Opinion" section of our report, the aforesaid consolidated audited financial results:
 - a. include the financial results of the entities described in Annexure I;
 - b. are presented in accordance with the requirements of Regulations 33 and 52 of the Listing Regulations in this regard; and
 - c. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India, of the net loss and other





comprehensive income and other financial information for the year ended March 31, 2024.

Basis for Qualified Opinion

4. We draw attention to Note no. 4 to the Statement which explains that the amount of the claims including claims on account of corporate guarantees invoked, admitted or to be admitted by the Administrator may differ from the amount reflecting in the books of account of the Holding Company. Pending implementation of approved resolution plan, no adjustments have been made in the books for the differential amounts, if any, in the claims admitted as on the date of the financial results as compared to the liabilities reflected in the books of account of the Holding Company.
5. We draw attention to Note no. 10 of the Consolidated Financial Statements which explains that in view of the pending implementation of approved resolution plan, the Holding Company has provided for interest expense which may be applicable on the financial debt only upto December 06, 2021. Accordingly, interest expense pertaining to the quarter ended March 31, 2024 amounting to Rs.39,803 lakhs and for the year ended March 31, 2024 amounting to Rs.1,60,085 lakhs has not been recognized. Had such interest been recognized, the profit before tax for the quarter ended March 31, 2024 and year ended March 31, 2024 would have been lower by Rs.39,803 lakh and Rs.1,60,085 lakhs respectively. Further, the aggregate interest expense not recognized by the Holding Company post December 6, 2021 is Rs.3,70,007 lakhs. And had such interest been recognized, the net worth of the Group as at March 31, 2024 would have been lower by Rs.3,70,007 lakhs.
6. We have been informed that certain information including the minutes of meetings of the Committee of Creditors and Monitoring Committee are confidential in nature and accordingly has not been shared with us. The Administrator and the management has confirmed that the CoC and MC discussions held during the year do not have any implications on the financial.
7. In respect of Reliance Corporate Advisory Services Limited ("RCASL"), as per the independent auditor's report, interest on borrowings for the year ended March 31, 2024, to the tune of Rs.16,582 lakhs has not been provided for as required under Ind AS 23 "Borrowing Costs". Had such interest been provided, the reported loss for the year would have been higher by Rs.16,582 lakhs. Further, the auditor is unable to comment on the realisability of outstanding loans and advances of Rs.71,350 lakhs (of which Rs.8,027 lakhs has been provided for) and investment of Rs.42,500 lakhs as at March 31, 2024.
8. We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated financial results section of our report. We are independent of the Holding Company in accordance with the Code of Ethics issued by the Institute of Chartered





Accountants of India together with the ethical requirements that are relevant to our audit of the 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 Code of Ethics. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our opinion on the Statement.

Material Uncertainty related to Going Concern

9. We draw attention to Note no. 2 of the Statement which explains that the Holding Company has been admitted under the CIRP process effective December 06, 2021 and as stipulated under Section 20 of the IBC, it is incumbent upon the Administrator to manage the operations of the Holding Company as a going concern. The Administrator had filed an application before the NCLT for approval of resolution plan submitted by IIHL which was approved by the NCLT on February 27, 2024 ("Approved Resolution Plan"). Accordingly, the financial results for the quarter and year ended March 31, 2024 have been prepared on going concern basis. However, the Holding Company has defaulted in repayment of the obligations to the lenders and debenture holders which is outstanding, has incurred losses during the period as well as during the previous periods, has reported negative net worth as at March 31, 2024 and previous periods, and as described in Note no. 5 the asset cover for listed secured non-convertible debentures of the Holding Company has fallen below one hundred percent. An application has also been filed with the NCLT seeking an extension of 90 days from May 27, 2024 for the implementation of the Approved Resolution Plan. The application was heard on May 22, 2024, and the next date of hearing is June 06, 2024. These events indicate that material uncertainty exists, that may cast significant doubt on the Holding Company's ability to continue as a going concern.

Our opinion is not modified in respect of above matter.

Emphasis of Matter

10. We draw attention to Note no. 11 of the Statement which refers to the valuation of all assets held by the Parent Company and subsequent measurement of impairment loss under Ind AS 36, if any, on completion of CIRP.
11. We draw attention to Note no. 7 of the Statement pertaining to award passed by the arbitrator on August 19, 2023 in respect invocation of pledge of equity shareholding of the Company in Nippon Life India Asset Management Limited by IndusInd Bank Limited on November 18, 2019
12. We draw attention to Note No. 9 of the Statement which refers to the sale of 23,23,69,188 equity shares held by the Parent Company in Reliance Home Finance Limited ("RHFL"). RHFL has ceased to be an associate of the Parent Company w.e.f. August 09, 2023.

Our opinion is not modified in respect of matters stated in paragraphs 10 to 12.





Responsibilities of Management and the Administrator for the consolidated financial results

13. The aforesaid consolidated financial results of the Holding Company for the quarter and year ended March 31, 2024 have been taken on record by the Administrator while discharging the powers of the Board of Directors of the Holding Company which were conferred by the RBI Order and in accordance with the NCLT Order. For the said purpose, as explained in Note no. 2 to the Statement, the Administrator has relied solely upon the assistance provided by the existing staff and present key management personnel ("KMPs") and has assumed, without any further assessment, that information and data provided by the existing staff and present KMPs are in the conformity with Companies Act 2013 and other applicable laws and regulations with respect to the preparation of the Statement.
14. The Statement which includes the consolidated financial results is the responsibility of the Holding Company's Management and the Administrator under the provisions of Section 45-IE(4) of the Reserve Bank of India Act, 1949, and has been approved by them for issuance. The Statement has been compiled on the basis of the consolidated financial statements for the year ended March 31, 2024.
15. This responsibility includes preparation and presentation of these consolidated financial results that give a true and fair view of the net loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 of the Listing Regulations.
16. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and of its 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Management and the Administrator the Holding Company, as aforesaid.
17. In preparing the Statement, the Holding Company's Management and the Administrator, are responsible for assessing the ability of the Group and of the associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Administrator either intends to liquidate the Holding Company or to cease operations, or has no realistic alternative but to do so.

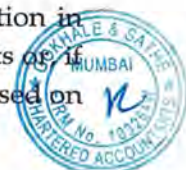




18. The Holding Company's Management, Administrator and the respective Board of Directors of the Companies included in the Group and of the associates are also responsible for overseeing the financial reporting process of the Group and of the associates.

Auditors' Responsibilities for the audit of the standalone financial results

19. Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.
20. As part of an audit in accordance with the SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- i. Identify and assess the risks of material misstatement of the consolidated financial results, 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.
 - ii. 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 through a separate report on the complete set of financial statements on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and operating effectiveness of such controls.
 - iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and the Administrator in the consolidated financial results.
 - iv. Conclude on the appropriateness of the Management's and Administrator'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 ability of the Group and the associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on





the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.

- v. Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
 - vi. Obtain sufficient appropriate audit evidence regarding the financial results/information of the entities within the Group and the associates to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, 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. We remain solely responsible for our audit opinion.
21. We communicate with those charged with governance of the Holding Company, 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.
 22. 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.
 23. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matters

24. The independent auditors of one of the subsidiary companies, Reliance Nippon Life Insurance Company Limited ("RNLICL"), have included the following Other Matter paragraphs in their audit report:

"The actuarial valuation of liabilities for life policies in force and policies where premium is discontinued is the responsibility of the RNLICL's Appointed Actuary (the "Appointed Actuary"). Further, the assessment and classification of product/policies as insurance contract/investment contract for Discretionary Participation Feature ("DPF") and without DPF is also done by the appointed actuary. The actuarial valuation of these liabilities as at March 31, 2024 has been duly certified by the Appointed Actuary and in his opinion, the assumptions for such valuation are in accordance with generally accepted actuarial principal and practice requirements of the Insurance Act, regulations notified by IRDAI





and Actuarial Practice Standard issued by the Institute of Actuaries of India in concurrence with the IRDAI. We have relied upon the appointed Actuary's Certificate in this regard for forming our opinion on the special purpose financial statements of the Company.

"Reliance Nippon Life Insurance Company Limited has prepared a separate set of financial statements for the year ended March 31, 2024 in accordance with the requirements of Insurance Act, 1938, as amended by Insurance Laws (Amendment) Act, 2015 read with the IRDA Act, the regulations, order/discretion issued by IRDAI in this regard and in accordance with accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act, read with the Companies (Accounts) Rule, 2014 as amended to the extent applicable and in the manner so required on which we issued a separate auditor's report to the shareholders of Reliance Nippon Life Insurance Company Limited dated May 07, 2024."

25. The independent auditors of one of the subsidiary companies, Reliance General Insurance Company Limited ("RGICL"), a subsidiary of the Holding Company, have included the following Other Matter paragraph in their audit report:

"The actuarial valuation of liabilities for Incurred but Not Reported (IBNR) and Incurred but Not Enough Reported (IBNER) and Premium Deficiency Reserve (PDR) is the responsibility of the RGICL's Appointed Actuary (the "Appointed Actuary"). The actuarial valuation of these liabilities as on March 31, 2024 has been duly certified by the Appointed Actuary. The Appointed Actuary has also certified that in their opinion, the assumptions for such valuation are in accordance with the guidelines and norms issued by IRDAI and the Institute of Actuary of India in concurrence with Authority. We relied on the Companies Appointed Actuary's Certificate in this regard for forming our opinion on the financial statements of the Company."

"Reliance General Insurance Company Limited has prepared a separate set of financial statements for the year ended March 31, 2024 in accordance with the requirements of Insurance Act, 1938, as amended by Insurance Laws (Amendment) Act, 2015 read with the IRDA Act, the regulations, order/discretion issued by IRDAI in this regard and in accordance with accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act, read with the Companies (Accounts) Rule, 2014 as amended to the extent applicable and in the manner so required on which we issued a separate auditor's report to the shareholders of Reliance Nippon Life Insurance Company Limited dated May 04, 2024."

26. We did not audit the financial information of 12 subsidiary companies included in the consolidated audited financial results, whose financial information reflects total assets of Rs. 69,437 crores (before consolidation adjustments) as at March 31, 2024, total revenues of Rs. 5,896 crore, net profit after tax of Rs. 50 crore and total comprehensive income of Rs. 520 crores for the quarter ended March 31, 2024 and total revenues of Rs. 24,147 crores, net





profit after tax of Rs. 684 crores and total comprehensive income of Rs. 1,166 crores for the year ended March 31, 2024, as considered in the consolidated audited financial results whose financial information has not been audited by us. These have been audited by other auditors whose reports have been furnished to us by the Management and our opinion, in so far it relates to amounts and disclosures included in respect of these subsidiaries and associates, is solely based on the reports of the other auditors and the procedures performed by us.

27. The Statement includes financial information of 3 subsidiaries which have not been audited by their auditors, whose financial information reflects total assets of Rs. 26 crores (before consolidation adjustments) as at March 31, 2024, total revenues of Rs. Nil crores, net loss after tax of Rs. 2 crore, total comprehensive loss of Rs. 2 crores for the year ended March 31, 2024 as considered in the consolidated audited financial results. The consolidated audited financial results also include the Group's share of net profit after tax of Rs.9.55 crores, total comprehensive income of Rs.9.55 crores for the year ended March 31, 2024 respectively, as considered in the consolidated audited financial results, in respect of 2 associate, the financial information of which has not been audited by their auditors. This unaudited financial information have been furnished to us by the management and our opinion on the Statement in so far it relates to the amounts and disclosures included in respect of these subsidiaries and associates is based solely on such unaudited financial information. In our opinion and according to the information and explanation given to us by the management, these subsidiaries and associates are not material to the Group.

Our opinion is not modified in respect of matters stated in paragraph 24 to 27.

For Gokhale & Sathe
Chartered Accountants
Firm Regn. No.103264W

Rahul Joglekar
Partner

Membership No.:129389
UDIN: 24129389BKASRJ9886



Place: Mumbai
Date: May 30, 2024



Annexure I: List of entities included in the Consolidated Unaudited Financial Results of Reliance Capital Ltd.

A. Subsidiaries (Including step-down subsidiaries)

| Sr. No. | Name of the Company |
|---------|--|
| 1 | Reliance Capital Pension Fund Limited |
| 2 | Reliance General Insurance Company Limited |
| 3 | Reliance Nippon Life Insurance Company Limited |
| 4 | Reliance ARC-SBI Mansarovar Trust |
| 5 | Reliance Health Insurance Limited |
| 6 | Reliance Securities Limited |
| 7 | Reliance Wealth Management Limited |
| 8 | Reliance Exchangenext Limited |
| 9 | Reliance Corporate Advisory Services Limited |
| 10 | Quant Capital Private Limited |
| 11 | Quant Broking Private Limited (Subsidiary of Subsidiary Company) |
| 12 | Quant Securities Private Limited (Subsidiary of Subsidiary Company) |
| 13 | Quant Investment Services Private Limited (Subsidiary of Subsidiary Company) |
| 14 | Reliance Commodities Limited |
| 15 | Reliance Financial Limited |
| 16 | Reliance Money Precious Metals Private Limited |
| 17 | Reliance Money Services Private Limited |
| 18 | Reliance Underwater Systems Private Limited |

B. Associates

| Sr. No. | Name of the Company |
|---------|---|
| 1 | Ammolite Holding Limited |
| 2 | Reliance Asset Reconstruction Company Limited |



Statement on Impact of Audit Qualifications
(for audit report with modified opinion) submitted along-with
Annual Consolidated Audited Financial Results

| Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2024 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016] | | | | |
|--|---------|---|---|---|
| i. | Sl. No. | Particulars | Audited Figures (Rs. in lakh) (as reported before adjusting for qualifications) | Adjusted Figures (Rs. in lakh) (audited figures after adjusting for qualifications) |
| | 1. | Turnover / Total income | 24 44 367 | 24 44 367 |
| | 2. | Total Expenditure | 23 96 621 | 29 73 821 |
| | 3. | Net Profit/(Loss) after tax | 44 165 | (5 33 035) |
| | 4. | Earnings Per Share | 17.59 | -212.27 |
| | 5. | Total Assets | 74 98 663 | 74 98 663 |
| | 6. | Total Liabilities | 84 91 795 | 92 78 917 |
| | 7. | Net Worth | (9 93 132) | (17 80 254) |
| | 8. | Any other financial item(s) (as felt appropriate by the management) | Nil | Nil |

| ii. | <u>Audit Qualification (each audit qualification separately):</u> |
|-----|---|
| a. | <p>Details of Audit Qualifications of Parent Company viz. Reliance Capital Limited (RCL):</p> <p>1. We draw attention to Note no. 4 to the Statement which explains that the amount of the claims including claims on account of corporate guarantees invoked, admitted or to be admitted by the Administrator may differ from the amount reflecting in the books of account of the Holding Company. Pending implementation of approved resolution plan, no adjustments have been made in the books for the differential amounts, if any, in the claims admitted as on the date of the financial results as compared to the liabilities reflected in the books of account of the Holding Company.</p> <p>2. We draw attention to Note no. 10 of the Consolidated Financial Statements which explains that in view of the pending implementation of approved resolution plan, the Holding Company has provided for interest expense which may be applicable on the financial debt only upto December 06, 2021. Accordingly, interest expense pertaining to the quarter ended March 31, 2024 amounting to Rs.39,803 lakh and for the year ended March 31, 2024 amounting to Rs.1,60,085 lakh has not been recognized. Had such interest been recognized, the profit before tax for the quarter ended March 31, 2024 and year ended March 31, 2024 would have been lower by Rs.39,803 lakh and Rs.1,60,085 lakh respectively. Further, the aggregate interest expense not recognized by the Holding Company post December 6, 2021 is Rs. 3,70,007 lakh. And had such interest been recognized, the net worth of the Group as at March 31, 2024 would have been lower by Rs.3,70,007 lakh.</p> |



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3. We have been informed that certain information including the minutes of meetings of the Committee of Creditors (CoC) are confidential in nature and accordingly has not been shared with us. The Administrator and the management has confirmed that the CoC discussions held during the year do not have any implications on the financial statements since resolution plan is yet to approved by CoC.
4. In respect of Reliance Corporate Advisory Services Limited ("RCASL"), as per the independent auditor's report, interest on borrowings for the year ended March 31, 2024, to the tune of Rs.16,582 lakh has not been provided for as required under Ind AS 23 "Borrowing Costs". Had such interest been provided, the reported loss for the year would have been higher by Rs.16,582 lakh. Further, the auditor is unable to comment on the realisability of outstanding loans and advances of Rs.71,350 lakh (of which Rs.8,027 lakh has been provided for) and investment of Rs.42,500 lakh as at March 31, 2024.
5. We draw attention to Note no. 2 of the Statement which explains that the Holding Company has been admitted under the CIRP process effective December 06, 2021 and as stipulated under Section 20 of the IBC, it is incumbent upon the Administrator to manage the operations of the Holding Company as a going concern. The Administrator had filed an application before the NCLT for approval of resolution plan submitted by IIHL which was approved by the NCLT on February 27, 2024 ("Approved Resolution Plan"). Accordingly, the financial results for the quarter and year ended March 31, 2024 have been prepared on going concern basis. However, the Holding Company has defaulted in repayment of the obligations to the lenders and debenture holders which is outstanding, has incurred losses during the period as well as during the previous periods, has reported negative net worth as at March 31, 2024 and previous periods, and as described in Note no. 5 the asset cover for listed secured non-convertible debentures of the Holding Company has fallen below one hundred percent. An application has also been filed with the NCLT seeking an extension of 90 days from May 27, 2024 for the implementation of the Approved Resolution Plan. These events indicate that material uncertainty exists, that may cast significant doubt on the Holding Company's ability to continue as a going concern. Note no. 14 indicates that significant uncertainty exists on the ability of certain non-material subsidiaries of the Holding Company to continue as a going concern.

| | | |
|----|---|---------------------------------|
| b. | Type of Audit Qualification | Qualified Opinion |
| c. | Frequency of qualification: Whether appeared first time / repetitive / since how long continuing | Repetitive since March 31, 2022 |

| | |
|----|---|
| d. | Audit Qualification(s) where the impact is quantified by the auditor, Management's Views |
| | Quantified for Point No. 2, had such interest been recognised from April 01, 2023 to March 31, 2024, the loss before tax for the year ended March 31, 2024 would have been higher by Rs. 160085 lakh. |
| | Not quantified for point 1,3,4 and 5 hence not applicable. |



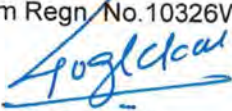



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|------|---|-------------------------------|------------------------------------|-------------------|----|---|-------------------------------|
| | <p>e. For Audit Qualification(s) where the impact is not quantified by the auditor:</p> <p>(i) Management's estimation on the impact of audit qualification:</p> <p>Management's estimation for Point No. 1 The claims admitted in terms of Approved Resolution Plan is Rs. 26,08,897 Lakh against the liabilities of Rs. 21,91,782 Lakh mentioned in the Balance Sheet as on March 31, 2024. Had the liabilities as per the claims admitted in terms of Approved Resolution Plan were recognized, the Net Loss after Tax and Total Liabilities for the year ended March 31, 2024 would have been higher by Rs. 4,17,115 Lakh. However, the overall obligations and liabilities shall be accounted upon implementation of Approved Resolution Plan.</p> <p>For point 3 and 5 : Not Estimated.</p> <p>(ii) If management is unable to estimate the impact, reasons for the same For point 3 and 5 : Parent Company is under CIRP. The resolution plan submitted by IHL, for acquisition of Reliance Capital Limited on a going concern basis was approved by the Hon'ble NCLT by its order dated February 27, 2024. A Monitoring Committee has been constituted in terms of the Approved Resolution Plan for implementation of Approved Resolution Plan.</p> <p>(iii) Auditors' Comments on (i) or (ii) above: Refer section ii (a) above.</p> | | | | | | |
| iii. | <p>a. Details of Audit Qualifications of Parent Company's Subsidiary viz. Reliance Corporate Advisory Services Limited (RCASL): In respect of Reliance Corporate Advisory Services Limited ("RCASL"), as per the independent auditor's report, interest on borrowings for the year ended March 31, 2024, to the tune of Rs.16,582 lakh has not been provided for as required under Ind AS 23 "Borrowing Costs". Had such interest been provided, the reported loss for the year would have been higher by Rs.16,582 lakh. Further, the auditor is unable to comment on the realisability of outstanding loans and advances of Rs.71,350 lakh (of which Rs.8,027 lakhs has been provided for) and investment of Rs.42,500 lakhs as at March 31, 2024.</p> <table border="1" data-bbox="274 1470 1378 1632"> <tr> <td data-bbox="274 1470 346 1515">b.</td> <td data-bbox="346 1470 1054 1515">Type of Audit Qualification</td> <td data-bbox="1054 1470 1378 1515">Qualified Opinion</td> </tr> <tr> <td data-bbox="274 1559 346 1603">c.</td> <td data-bbox="346 1559 1054 1603">Frequency of qualification: Whether appeared first time / repetitive / since how long continuing</td> <td data-bbox="1054 1559 1378 1603">Repeated since March 31, 2023</td> </tr> </table> <p>d. Audit Qualification(s) where the impact is quantified by the auditor, Management's Views With respect to interest amounting Rs. 16 582 Lakh Impact on consolidated financial will be Nil due to elimination.</p> | b. | Type of Audit Qualification | Qualified Opinion | c. | Frequency of qualification: Whether appeared first time / repetitive / since how long continuing | Repeated since March 31, 2023 |
| b. | Type of Audit Qualification | Qualified Opinion | | | | | |
| c. | Frequency of qualification: Whether appeared first time / repetitive / since how long continuing | Repeated since March 31, 2023 | | | | | |



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|---|--|--|--------------|---|--|
| | <p>e. For Audit Qualification(s) where the impact is not quantified by the auditor:</p> <table border="1" data-bbox="274 216 1381 820"> <tr> <td data-bbox="274 216 916 305">(i) Management's estimation on the impact of audit qualification:</td> <td data-bbox="916 216 1381 305">Not estimate</td> </tr> <tr> <td colspan="2" data-bbox="274 305 1381 820"> <p>(ii) If management is unable to estimate the impact, reasons for the same For point 4 related to investment: Parent Company is under CIRP. The Resolution Plan submitted by IHL, for acquisition of Reliance Capital Limited on a going concern basis was approved by the Hon'ble NCLT by its order dated February 27, 2024. A Monitoring Committee has been constituted in terms of the Approved Resolution Plan for implementation of Approved Resolution Plan. Impairment testing of investment assets would be done upon implantation of Approved Resolution Plan and the RCASL will carry out a comprehensive review and would accordingly provide for Impairment loss on assets and write back of liabilities, if any.</p> <p>With respect to loans and advances and investment we are unable to quantify the impact of audit qualification.</p> </td> </tr> </table> | (i) Management's estimation on the impact of audit qualification: | Not estimate | <p>(ii) If management is unable to estimate the impact, reasons for the same For point 4 related to investment: Parent Company is under CIRP. The Resolution Plan submitted by IHL, for acquisition of Reliance Capital Limited on a going concern basis was approved by the Hon'ble NCLT by its order dated February 27, 2024. A Monitoring Committee has been constituted in terms of the Approved Resolution Plan for implementation of Approved Resolution Plan. Impairment testing of investment assets would be done upon implantation of Approved Resolution Plan and the RCASL will carry out a comprehensive review and would accordingly provide for Impairment loss on assets and write back of liabilities, if any.</p> <p>With respect to loans and advances and investment we are unable to quantify the impact of audit qualification.</p> | |
| (i) Management's estimation on the impact of audit qualification: | Not estimate | | | | |
| <p>(ii) If management is unable to estimate the impact, reasons for the same For point 4 related to investment: Parent Company is under CIRP. The Resolution Plan submitted by IHL, for acquisition of Reliance Capital Limited on a going concern basis was approved by the Hon'ble NCLT by its order dated February 27, 2024. A Monitoring Committee has been constituted in terms of the Approved Resolution Plan for implementation of Approved Resolution Plan. Impairment testing of investment assets would be done upon implantation of Approved Resolution Plan and the RCASL will carry out a comprehensive review and would accordingly provide for Impairment loss on assets and write back of liabilities, if any.</p> <p>With respect to loans and advances and investment we are unable to quantify the impact of audit qualification.</p> | | | | | |
| vi | <p>Signatories:</p> <div style="display: flex; justify-content: space-around; align-items: flex-start;"> <div style="text-align: center;">  Nageswara Rao Y Administrator </div> <div style="text-align: center;">  Aman Gudral Chief Financial Officer </div> </div> <p>The Administrator has been appointed by RBI under Section 45-IE (2) of the RBI Act and is currently acting as a member of the Monitoring Committee of Reliance Capital Limited constituted pursuant to the Order dated February 27, 2024 passed by the Hon'ble NCLT, Mumbai bench.</p> <p>The affairs, business and property of Reliance Capital Limited are being managed by the Administrator under the supervision of the Monitoring Committee without any personal liability.</p> <p>Correspondence Address : Administrator, Reliance Capital Limited, Trade World, B-Wing, 7th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai City MH 400 013 IN and for Correspondence Email Id :- rbi.administrator@relianceada.com</p> | | | | |
| | <p><u>Statutory Auditor</u> For Gokhale & Sathe Chartered Accountants Firm Regn. No.10326W</p> <div style="display: flex; justify-content: space-between; align-items: center;"> <div style="text-align: center;">  Rahul Joglekar Partner Membership No.:129389 UDIN: 24129389BKASRM1144 Place: Mumbai Date: May 30, 2024 </div> <div style="text-align: center;">  </div> </div> | | | | |

