RELIANCE CAPITAL

Reliance Capital Limited
Registered Office:
Kamala Mills Compound
Trade World, B Wing, 7th Floor
S. B. Marg, Lower Parel
Mumbai - 400 013

Tel. : +91 022 4158 4000
Fax : +91 022 2490 5125
E-mail : rcl.investor@relianceada.com
Website : www.reliancecapital.co.in
CIN : L65910MH1986PLC165645

December 5, 2024

BSE Limited
Phiroze 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.: Notice of 38th Annual General Meeting and Annual Report 2023-24

The Annual Report for the financial year 2023-24, including the Notice convening 38th Annual General Meeting of the members of the Company scheduled to be held on Friday, December 27, 2024, at 2:00 P.M.(IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) is enclosed.

The Company will provide to its members the facility to cast their vote(s) on all resolutions set out in the Notice by electronic means ('e-voting'). The detailed process to join meeting through VC / OAVM and e-voting, is set out in Notice.

The Annual Report containing the Notice is also uploaded on the Company's website www.reliancecapital.co.in.

Thanking you.

Yours faithfully,
For **Reliance Capital Limited**

ATUL KUMAR TANDON
Digitally signed by ATUL KUMAR TANDON
Date: 2024.12.05 15:09:58 +05'30'

Atul Tandon
Company Secretary & Compliance Officer

Encl.: As Above.

Reliance

Capital

Annual Report

2023-24

Padma Vibhushan

Shri Dhirubhai H. Ambani

(28th December, 1932 - 6th July, 2002)

Reliance Group - Founder and Visionary

Administrator

Mr. Nageswara Rao Y

Key Managerial Personnel

Mr. Aman Gudral	-	Chief Financial Officer
Mr. Atul Tandon	-	Company Secretary & Compliance Officer

Company's Auditors

M/s. G. D. Apte, Chartered Accountants
Appointed w.e.f. September 20, 2024

M/s. Gokhale & Sathe, Chartered Accountants
Ceased upon completion of term

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Fax: +91 22 2490 5125
E-mail: rcl.investor@relianceada.com
CIN: L65910MH1986PLC165645
Website: www.reliancecapital.co.in

Registrar and Transfer Agent

KFin Technologies Limited
Unit: Reliance Capital Limited
Selenium Building, Tower-B,
Plot No. 31 & 32, Financial District,
Nanakramguda, Hyderabad 500 032
Telangana, India
Website : www.kfintech.com

Investor Helpdesk

Toll free no. (India)	:	1800 309 4001
Whatsapp no.	:	+91 91000 94099
E-mail	:	rclinvestor@kfintech.com
KPRISM (Mobile Application)	:	https://kprism.kfintech.com/
RTA Website	:	https://ris.kfintech.com
E-mail	:	einward.ris@kfintech.com
Investor Support Centre (DIY Link)	:	https://ris.kfintech.com/clientservices/isc

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38th Annual General Meeting on Friday, December 27, 2024 at 2:00 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

The Annual Report can be accessed at www.reliancecapital.co.in

Notice

BACKGROUND

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 Shri Nageswara Rao Y, ex-Executive Director of Bank of Maharashtra as the Administrator ("Administrator") of the Company under Section 45-IE (2) of the RBI Act. Further, in terms of Section 45-IE(4)(b) all the powers, functions and duties, which may, by or under the provisions of the RBI Act or any other law for the time being in force, be exercised and discharged by or on behalf of the Board of Directors of the Company or by a resolution passed in general meeting of the Company, shall, until the Board of Directors of the Company is reconstituted, be exercised and discharged by the Administrator.

Thereafter RBI vide press release dated November 30, 2021 in exercise of its powers conferred under Section 45-IE (5) of RBI Act constituted a three-member advisory committee to assist the Administrator in the discharge of his duties. The Advisory Committee was dissolved by the RBI with effect from February 27, 2024.

On December 02, 2021 the RBI filed a petition before the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"/) under Section 227 read with Section 239(2)(zk) of the Insolvency and Bankruptcy Code, 2016 ("Code") read with Rule 5 and 6 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 the Company. Thereafter, CIRP was initiated against the Company vide an order dated December 06, 2021 of the NCLT. The NCLT 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.

Thereafter, the resolution plan submitted by IndusInd International Holdings Limited ("IIHL"), for the acquisition of the Company on a going concern basis was approved ("Approved Resolution Plan") by the Hon'ble NCLT vide its order dated February 27, 2024 ("NCLT Approval Order"). A Monitoring Committee ("MC") has been constituted in terms of the Approved Resolution Plan 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. The MC comprises of (a) three representatives nominated by IIHL; (b) three representatives nominated by the Financial Creditors and (c) the Administrator. The Administrator is currently acting as the Chairperson of the MC.

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 Hon'ble NCLT, by and under its order dated July 23, 2024, partly allowed the said application ("July Order"). On July 30, 2024, IIHL has filed another Interlocutory Application being IA No. 3853 of 2024 inter alia seeking modification of the July Order in order to seek certain directions for implementation of the Approved Resolution Plan. Pursuant to the directions of the Hon'ble NCLT contained in its order dated August 8, 2024 in afore referred I.A. No. 3853 of 2024, Aasia Enterprises LLP deposited an amount of ₹ 250 crore in the onshore account as designated by COC and another sum of USD 298 million equivalent to ₹ 2,500 crore was deposited by IIHL BFSI (India) Limited (Mauritius) in the offshore account as designated by COC. The said matter is presently pending before NCLT, The Administrator, IIHL, Monitoring Committee and Committee of Creditors are working towards successful implementation of Approved Resolution Plan.

Notice

Notice is hereby given that the 38th Annual General Meeting (AGM) of the Members of Reliance Capital Limited will be held on Friday, December 27, 2024 at 2:00 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following business:

Ordinary Business:

1. To consider and adopt:

    a) the audited financial statement of the Company for the financial year ended March 31, 2024 and the reports of Board of Directors and Auditors thereon; and

    b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the reports of Auditors thereon.

2. **Appointment of Statutory Auditor:**

    To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

    "**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made there under (hereinafter referred to as 'Act') (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to Guidelines dated April 27, 2021, issued by the Reserve Bank of India (RBI) for Appointment of Statutory Central Auditors (SCAs) / Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) (the 'RBI Circular'), approval of shareholders be and is hereby granted to the appointment of M/s. G.D. Apte & Co., Chartered Accountants, (Firm Registration No. 100515W who have confirmed their eligibility for the appointment pursuant to Section 141 of the Act and RBI Circular, as Statutory Auditors of the Company and who was appointed by the Administrator and the Monitoring Committee as Statutory Auditors the Company w.e.f. September 20, 2024 for a term of three consecutive years, to hold office till the conclusion of the 41st Annual General Meeting, subject to the firm satisfying the eligibility norms each year as per RBI Circular and on such remuneration as may be fixed by the Administrator/ Board of Directors.

    RESOLVED FURTHER THAT the Administrator/Board of Directors be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

For and on behalf of
Reliance Capital Limited

Nageswara Rao Y
Administrator

(a Company under Corporate Insolvency Resolution Process by an Order dated December 6, 2019, passed by the Hon'ble NCLT, Mumbai)

The Administrator has been appointed under Rule 5(a)(iii) of the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudicating Authority) Rules, 2019 under the Insolvency and Bankruptcy Code, 2016. The affairs, business and property of Reliance Capital Limited are being managed by the Administrator, Mr. Nageswara Rao Y, who acts as agent of the Company only and without any personal liability.

Registered Office:
Reliance Capital Limited
Kamala Mills Compound, Trade World
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CIN: L65910MH1986PLC165645
Website: www.reliancecapital.co.in

December 2, 2024

Notes:

1. The Ministry of Corporate Affairs ("MCA") vide its letter dated October 1, 2024, has granted extension of time of 3(three) months to hold the AGM i.e. upto December 31, 2024.

2. Upon implementation of the Approved Resolution Plan entire existing share capital of RCL would be cancelled and extinguished, and new share would be allotted to successful resolution applicant who shall be the only shareholder of the Company. In the event of implementation of Approved Resolution Plan and extinguishment of existing share capital before the date of Annual General Meeting, existing shareholders shall have no voting rights at the AGM and shall treat this notice for information purposes only.

3. The Ministry of Corporate Affairs ("MCA") has vide its circular dated September 19, 2024 read with circulars dated September 25, 2023, April 08, 2020, April 13, 2020, May 05, 2020, December 28, 2022 (collectively referred to as "MCA circulars") permitted the holding of the AGM through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("Listing Regulations") and MCA circulars, the AGM of the Company is being held through VC/OAVM.

4. Since the AGM is being held pursuant to the MCA circulars through VC/OAVM without physical attendance of Members, **the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**

    In compliance with the MCA circulars and the SEBI circular dated October 06, 2023, Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company or Central Depository Services (India) Limited (CDSL)/National Securities Depositories Limited (NSDL) (collectively referred as "Depositories"). Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website at www.reliancecapital.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and also on the website of the Registrar and Transfer Agent of the Company, KFin Technologies Limited ("KFintech"/"RTA") at www.kfintech.com.

6. Members whose email addresses are not registered, can register the same in the following manner so that they can receive all communication from the Company electronically:

   a. Members holding share(s) in physical mode – by registering their e-mail ID on the Company's website at http://www.reliancecapital.co.in/Registration-of-Shareholders-information.aspx.; and

   b. Members holding share(s) in electronic mode can register/update their e-mail address with their respective Depository Participants ("DPs").

7. The Company has engaged the services of KFintech as the authorized agency for conducting the AGM and providing e-voting facility.

8. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

9. Since the AGM will be held through VC/OAVM, no route map to the venue is annexed with this Notice.

10. The relevant Registers and documents referred to in the Notice will be available, electronically, for inspection by the Members during the AGM. All documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an e-mail to rcl.investor@relianceada.com.

11. Members are advised to refer to the section titled 'Investor Information' provided in this Annual Report.

12. Members are requested to fill in and submit the Feedback Form provided in the 'Investor Relations' section on the Company's website www.reliancecapital.co.in to aid the Company in its constant endeavour to enhance the standards of service to investors.

13. Instructions for attending the AGM and e-voting are as follows:

a. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Listing Regulations, the Company is offering e-voting facility to all Members of the Company. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners (in case of electronic shareholding) maintained by the Depositories as on the cut-off date i.e Friday, December 20, 2024) only shall be entitled to avail the facility of remote e-voting / e-voting at the AGM. KFintech will be facilitating remote e-voting to enable the Members to cast their votes electronically. Members can cast their vote online from 10.00 A.M. (IST) on Monday, December 23, 2024 to 5.00 P.M. (IST) on Thursday, December 26, 2024. At the end of remote e-voting period, the facility shall forthwith be blocked.

b. Pursuant to SEBI circular No. SEBI/ HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs in order to increase the efficiency of the voting process.

c. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting Service Provider (ESP). Members are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

d. The voting rights of the Members shall be in proportion to the number of share(s) held by them in the equity share capital of the Company as on the cut-off date being Friday, December 20, 2024. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

e. Any person holding share(s) in physical form and non-individual shareholders, who become a Member of the Company after sending of the Notice and hold shares as of the cut-off date, may obtain the login ID and password by sending a request to KFintech at einward.ris@kfintech.com. However, if he/ she is already registered with KFintech for remote e-Voting, then he/she can use his/her existing User ID and password for casting the e-vote.

f. In case of individual Members holding shares in demat mode and who become a member of the Company after sending of the Notice and hold share(s) as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for individual shareholders holding shares in demat mode".

g. Those Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.

h. The details of the process and manner for remote e-Voting and AGM are explained herein below:

Notice

Part A - E-voting

1. Access to Depositories e-voting system in case of individual shareholders holding shares in demat mode.

Types of shareholder	Login Method
Securities held in demat mode with NSDL	**1. User already registered for IDeAS facility:** i. Visit URL: https://eservices. nsdl. com ii. Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section. iii. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-voting.” iv. Click on company name or ESP and you will be re-directed to the ESP’s website for casting the vote during the remote e-voting period. **2. User not registered for IDeAS e-Services** i. To register click on link : https:// eservices.nsdl.com ii. Select “Register Online for IDeAS” or click at https:// eservices.nsdl. com/ SecureWeb/IdeasDirectReg. jsp iii. Proceed with completing the required fields. iv. Follow steps given in point 1. **3. Alternatively by directly accessing the e-voting website of NSDL Open URL: https:// www.evoting.nsdl. com** i. Click on the icon “Login” which is available under ‘Shareholder/ Member’ section. ii. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. iii. Post successful authentication, you will be requested to select the name of the Company and the ESP, i.e. KFintech. iv. On successful selection, you will be redirected to KFintech e-voting page for casting your vote during the remote e-voting period.
Securities held in demat mode with CDSL	**1. Existing user who have opted for Easi Easiest** i. Visit URL: https://web.cdslindia. com/ myeasi/home/login or URL: www. cdslindia.com ii. Click on New System Myeasi. iii. Login with your registered user id and password. iv. The user will see the e-voting Menu. The Menu will have links of ESP i.e. KFintech e-voting portal. v. Click on e-voting service provider name to cast your vote. **2. User not registered for Easi / Easiest** i. Option to register is available at https://web.cdslindia. com/myeasi/ Registration/ EasiRegistration ii. Proceed with completing the required fields. iii. Follow the steps given in point 1. **3. Alternatively, by directly accessing the e-voting website of CDSL** i. Visit URL: www.cdslindia.com ii. Provide your demat Account Number and PAN No. iii. System will authenticate user by sending OTP on registered Mobile & e-mail as recorded in the demat Account. iv. After successful authentication, user will be provided with the link for the respective ESP i.e. KFintech where the e-voting is in progress.
Login through Depository Participant Website where demat account is held	i) You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-voting facility. ii) Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-voting feature. iii) Click on options available against company name or ESP – KFintech and you will be redirected to e-voting website of KFintech for casting your vote during the remote e-voting period without any further authentication.

Types of shareholder	Login Method
Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites. Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.	
Login type Helpdesk details Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl. co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at or contact helpdesk.evoting@cdslindia.com at 022-23058738 or 022- 23058542-43

II. Access to KFintech e-Voting system in case of shareholders holding shares in physical form and nonindividual shareholders in demat mode:

(a) Members whose email IDs are registered with theCompany/ DPs, will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

i. Launch internet browser by typing the URL: https:// emeetings.kfintech.com.

ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN 8533, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-Voting, you can use your existing User ID and password for casting the vote.

iii. After entering these details appropriately, click on "LOGIN".

iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$,etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. Please login again with the new credentials.

Vi. On successful login, the system will prompt you to select the "EVEN" and click on "Submit".

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.

ix. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on "Submit".

xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote.

xii. During the voting. period, Members can login any number of times till they have voted on the Resolution(s).

xiii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to cast its vote through remote e-Voting together with attested specimen signature(s) of the duly authorized representative(s) to the Scrutinizer at email id : scrutinizeragl@gmail. com with a copy marked to evoting@kfintech. com. The scanned image of the abovementioned documents should be in the naming format "Corporate Name_Even No."

(b) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Notice and e-Voting instructions cannot be serviced, will have to follow the following process:

i. Temporarily provide email address and mobile number to KFintech, by sending an e-mail to evoting@kfintech.com. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries,Member may write to inward.ris@kfintech. com.

ii. Alternatively, Member may send an e-mail request at the email ID einward.ris@kfintech.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-voting instructions.

iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

Notice

Part B – Access to join virtual meetings of the Company on KFintech system to participate in AGM and vote thereat

Instructions for all the Members for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting:

i. Members will be provided with a facility to attend the AGM through VC/OAVM platform provided by KFintech. Members may access the same at https://emeetings.kfintech.com/ by using the e-voting login credentials provided in the email received from the Company/ KFintech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

ii. Facility for joining AGM though VC/ OAVM shall open at least 15 minutes before the time scheduled for the Meeting.

iii. Members are encouraged to join the Meeting through Laptops/Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.

iv. Members will be required to grant access to the webcam to enable VC/OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid difficulties.

v. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views/send their queries in advance mentioning their name, demat account number/folio number, email ID, mobile number at: https://evoting.kfintech.com. Queries received by the Company till Thursday, December 26, 2024 (5.00 P.M. IST) shall only be considered and responded during the AGM.

vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC/OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

vii. A Member can opt for only single mode of voting i.e. through remote e-voting or voting at the AGM. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

viii. Facility of joining the AGM through VC/OAVM shall be available for 1000 members on first come first serve basis. However, the participation of members holding 2% or more shares, Promoters, and Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and Auditors are not restricted on first come first serve basis.

ix. Those Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit and login through the user ID and password provided by KFintech. On successful login, select 'Speaker Registration'. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

x. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help and Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https:// evoting.kfintech.com (KFintech Website) or send e-mail at evoting@kfintech.com or call KFintech's toll free no. 1800-309-4001.

xi. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cutoff date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:

  a. If the mobile number of the Member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number + Folio No. or DP ID Client ID to 9212993399

  1. Example for NSDL:
     MYEPWD <SPACE> IN12345612345678
  2. Example for CDSL:
     MYEPWD <SPACE> 1402345612345678
  3. Example for Physical:
     MYEPWD <SPACE> XXXX1234567890

  b. If e-mail address or mobile number of the Member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech. com/, the Member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

xii. Members who may require any technical assistance or support before or during the AGM may contact KFintech at toll free number 1800-309-4001 or write to them at evoting@kfintech.com.

14. The Administrator has appointed Mr. Anil Lohia, Partner or in his absence Mr. Khushit Jain, Partner, M/s. Dayal and Lohia, Chartered Accountants as the Scrutiniser to scrutinise the voting process in a fair and transparent manner. The Scrutiniser will submit his report to the Chairman of the AGM or to any person authorised by him after completion of the scrutiny and the results of voting will be announced after the AGM of the Company. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM. The result of the voting will be submitted to the Stock Exchanges, where the shares of the Company are listed and posted on the website of the Company at www.reliancecapital.co.in and also on the website of KFintech at https://evoting.kfintech.com.

Statement pursuant to Section 102 (1) of the Companies Act, 2013 and pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the accompanying Notice dated May 8, 2020

Item No. 2: Appointment of Statutory Auditor

As per the provisions of Companies Act, 2013 (hereinafter referred to as "the Act") and the relevant Rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Administrator and the Monitoring Committee appointed M/s. G.D. Apte & Co., Chartered Accountants (Firm Registration No. 100515W) as Statutory Auditors of the Company w.e.f. September 20, 2024 in place of M/s. Gokhale & Sathe, Chartered Accountants (Firm Registration No. 103264W), who ceased to be Statutory Auditors upon completion of their term w.e.f. September 19, 2024.

Additional information about Statutory Auditors pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) is provided below:

Details	Particulars
Proposed Fees payable to the Statutory Auditors	As may be decided by the Administrator/Board of Directors
Terms of Appointment	For a term of three (3) consecutive years till the conclusion of 41st AGM of the Company
In case of new Auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change	There is no material change in the fees.
Basis of recommendation for appointment including the details in relation to and credentials of the Statutory Auditor(s) proposed to be appointed	The firm was established by Late Mr. G. D. Apte in 1930 as a proprietary concern which became a partnership firm in 1957. M/s. G.D. Apte & Co., Chartered Accountants is one of the oldest and most reputed firm of chartered accountants having a rich experience of over eight decades in the domains of audit, assurance taxa on and financial advisory. The team consists of 13 vastly experienced partners and more than 200 professionals, including over 40+ full time Chartered Accountants and 25+ banking alumni and has specialisation in the Statutory Audit of Banks, Insurance Companies and NBFCs. M/s. G.D. Apte & Co., Chartered Accountants holds the 'Peer Review' certificate as issued by 'ICAI'.

None of the Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested financially or otherwise in this resolution set out at Item no. 2 of the Notice.

Directors' Report

Dear Shareowners,

The Administrator present the 38th Annual Report and the audited financial statement for the financial year ended March 31, 2024.

Financial Performance and State of Company's Affair

The Financial performance of the Company for the financial year ended March 31, 2024 is summarised below:

(₹ in lakh)

Particulars	Standalone		Consolidated	
	March 31, 2024	March 31, 2023*	**March 31, 2024**	March 31, 2023*
Total Revenue	**5 272**	2 098	**24 44 367**	19 31 295
Profit / (Loss) Before Tax	**(23 273)**	(1 70 770)	**48 701**	(1 65 427)
Tax Expense	**-**	-	**4 536**	10 514
Profit / (Loss) After Tax	**(23 273)**	(1 70 770)	**44 165**	(1 75 941)
Closing surplus / (deficit) in statement of profit and loss	**(21 77 807)**	(21 54 534)	**(22 21 134)**	(22 81 012)
Transfer to Statutory reserve fund**	**-**	-	**-**	-

* Previous year figures has been regrouped / reclassified wherever required.

**No amount was transferred to the Statutory Reserve Fund pursuant to Section 45-IC of the Reserve Bank of India Act, 1934, as the Company has incurred loss during the year

Corporate Insolvency Resolution Process

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 Shri Nageswara Rao Y, ex-Executive Director of Bank of Maharashtra as the Administrator ("Administrator") of the Company under Section 45-IE (2) of the RBI Act. Further, in terms of Section 45-IE(4)(b) all the powers, functions and duties, which may, by or under the provisions of the RBI Act or any other law for the time being in force, be exercised and discharged by or on behalf of the Board of Directors of the Company or by a resolution passed in general meeting of the Company, shall, until the Board of Directors of the Company is reconstituted, be exercised and discharged by the Administrator.

Thereafter RBI vide press release dated November 30, 2021 in exercise of its powers conferred under Section 45-IE (5) of RBI Act constituted a three-member advisory committee to assist the Administrator in the discharge of his duties. The Advisory Committee was dissolved by RBI with effect from February 27, 2024.

On December 02, 2021 the RBI filed a petition before the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"/"Adjudicating Authority") ("NCLT") under Section 227 read with Section 239(2)(zk) of the Insolvency and Bankruptcy Code, 2016 ("Code") read with Rule 5 and 6 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 the Company. Thereafter, CIRP was initiated against the Company by an order of the NCLT dated December 06, 2021. The NCLT vide the said 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.

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

A Monitoring Committee ("MC") has been constituted in terms of the Approved Resolution Plan 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.

The MC comprises of (a) three representatives nominated by IIHL; (b) three representatives nominated by the Financial Creditors and (c) the Administrator. The Administrator is currently acting as the Chairperson of the MC.

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 Hon'ble NCLT, by and under its order dated July 23, 2024, partly allowed the said application ("July 23 Order"). On July 30, 2024, IIHL has filed another Interlocutory Application being IA No. 3853 of 2024 inter alia seeking modification of the July 23 Order in order to seek certain directions for implementation of the Approved Resolution Plan. Pursuant to the directions of the Hon'ble NCLT contained in its order dated August 8, 2024, in afore referred I.A. No. 3853 of 2024, Aasia Enterprises LLP deposited an amount of ₹ 250 crore in the onshore account as designated by COC and another sum of USD 298 million equivalent to ₹ 2,500 crore was deposited by IIHL BFSI (India) Limited (Mauritius) in the offshore account as designated by COC. The said matter is presently pending before NCLT, The Administrator, IIHL, Monitoring Committee and Committee of Creditors are working towards successful implementation of Approved Resolution Plan.

Directors' Report

Resources and Liquidity

The Company has not borrowed any funds since August 2019.

Core Investment Company

The Company is a Core Investment Company ('CIC') registered with Reserve Bank of India under the Master Direction – Core Investment Companies (Reserve Bank) Directions, 2016.

Dividend

Owing to the loss incurred by your Company for the financial year under review, no dividend has been declared / recommended on Equity Shares for the financial year ended March 31, 2024.

Management Discussion and Analysis

Management Discussion and Analysis Report for the year under review as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') and Master Direction – Core Investment Companies (Reserve Bank) Directions, 2016 is presented in a separate section, forming part of this Annual Report.

Deposits

The Company has neither accepted nor renewed any fixed deposits during the year. There are no unclaimed deposits, unclaimed / unpaid interest, refunds due to the deposit holders or to be deposited to the Investor Education and Protection Fund as on March 31, 2024.

Particulars of Loans, Guarantees or Investments

The Company is registered as Core Investment Company with RBI. Thus, the provision of Section 186 except sub-section (1) of the Companies Act 2013 ('the Act') is not applicable to the Company.

Promoter and Persons belonging to Promoter Group

The Company had during the financial year 2022-23 received a request from 'Promoter and Persons belonging to Promoter Group' of the Company, seeking reclassification as 'Public' under Regulation 31A of the Listing Regulations. The Promoter and Persons belonging to Promoter Group seeking reclassification, together hold 22,26,366 equity shares of the Company constituting approximately 0.88%, which is not more than one percent of the total voting rights in the Company. The Company had submitted the application with respect to reclassification under Regulation 31A(3) of the Listing Regulations with the stock exchanges viz. BSE Limited and the National Stock Exchange of India Limited and response from the stock exchanges is awaited.

Subsidiary and Associate companies

During the year under review, there are no companies which have become Subsidiary / Associate company of the Company. The summary of the performance and financial position of each of the subsidiary and associate companies are presented in Form AOC-1 and of major subsidiaries and associates are mentioned in Management Discussion and Analysis Report forming part of this Annual Report. Also, a report on the performance and financial position of each of the subsidiary and associate companies as per the Act is provided in the consolidated financial statement. The Policy for determining material subsidiary companies may be accessed on the Company's website at https://www.reliancecapital.co.in/pdf/Policy-for- Determination-of-Material-Subsidiary.pdf.

Standalone and Consolidated Financial Statement

The audited financial statement of the Company drawn up, both on standalone and consolidated basis, for the financial year ended March 31, 2024, are in accordance with the requirements of the Companies (Indian Accounting Standards) Rules, 2015, the ("Ind AS Rules") prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules and other accounting principles. The Consolidated Financial Statement have been prepared in accordance with Ind AS and relevant provisions of the Act based on the financial statement received from subsidiary and associate companies, as approved by their respective Board of Directors.

Directors

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 your Company on November 29, 2021 and the RBI appointed Mr. Nageswara Rao Y as the Administrator of your Company under Section 45-IE (2) of the RBI Act. Pursuant to Section 45-IE (4)(b) of the RBI Act, all the powers, functions and duties, which may, by or under the provisions of the RBI Act or any other law for the time being in force, be exercised and discharged by or on behalf of the Board of Directors of such non-banking financial company or by a resolution passed in general meeting of such non-banking financial company, shall, until the Board of Directors of such company is reconstituted, be exercised and discharged by the Administrator referred to in sub-section (2) of Section 45-IE of the RBI Act. Thereafter, RBI vide its Press Release dated November 30, 2021, in exercise of the powers conferred under Section 45-IE 5(a) of the RBI Act, constituted a 3 (three) member Advisory Committee to assist the Administrator in discharge of his duties and to advise the Administrator in the operations of your Company during the Corporate Insolvency Resolution Process (CIRP). Upon approval of the Resolution Plan by NCLT, RBI has dissolved the Advisor Committee w.e.f. February 27, 2024. A Monitoring Committee ("MC") has been constituted 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.

Key Managerial Personnel (KMP)

During the year Shri Nageswara Rao Y. – Administrator, Shri Atul Tandon – Company Secretary & Compliance Officer and Shri Aman Gudral – Chief Financial Officer were the KMPs. There was no change.

Evaluation of Directors, Board and Committees

The Reserve Bank of India in exercise of its powers conferred under Section 45-IE (1) of the Reserve Bank of India Act, 1934, vide its notification dated November 29, 2021, superseded the Board of Directors of the Company and all the Directors of the Company vacated their office and Committees constituted by the Board stood dissolved on November 29, 2021. In view of the above, evaluation of performance of Directors, Board or the Committees could not be carried out and no separate meeting of Independent Directors could be held.

Directors' Report

Policy on appointment and remuneration for Directors, Key Managerial Personnel and Senior Management Employees

The Company has devised a policy for selection, appointment and remuneration of Directors, Key Managerial Personnel and Senior Management Employees and has also formulated the criteria for determining qualifications, positive attributes and independence of Directors The Policy has been put up on the Company's website at https://www.reliancecapital.co.in/Policies.aspx.

Directors' Responsibility Statement

The financial statements of your Company for the financial year ended March 31, 2024 have been taken on record by the Administrator while discharging the powers of the erstwhile Board of Directors of your Company which were conferred upon him by the RBI vide its press release dated November 29, 2021 and subsequently, powers conferred upon him in accordance with the NCLT Order dated December 6, 2021 to run your Company as a going concern during CIRP. Hence the financial statements for the year ended March 31, 2024, have been prepared on "going concern" assumptions.

The Administrator has relied on information, data, and clarification provided by Key Managerial Personnel (KMP's) of the Company for the purpose of the financial results.

The Administrator has signed the financial statements solely for the purpose of compliance and discharging the powers of the Board of Directors during the CIRP period of your Company and in accordance with the provisions of the Companies Act, 2013, IBC, read with the relevant regulations and rules thereunder and subject to the following:

(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 statements for the year ended March 31, 2024, has relied solely upon the assistance provided by the existing staff and present Key Managerial Personnel (KMPs) of the Company in review of the financial statements 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 key management personnel (KMPs). For all such information and data, the Administrator has assumed, without any further assessment, that such information and data are in conformity with the Companies Act, 2013 and other applicable laws with respect to the preparation of the financial results and that they give a true and fair view of the position of the Company as of the dates and period indicated therein.

Further, to comply with the provisions of Section 134(5) of the Companies Act, 2013, the Administrator further confirms that:

i. In the preparation of the annual financial statement for the financial year ended March 31, 2024, the applicable Accounting Standards had been followed along with proper explanation relating to material departures, if any;

ii. The Administrator had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as of March 31, 2024 and of the loss of the Company for the year ended on that date;

iii. The Administrator had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv. The Administrator had laid down proper internal financial controls to be followed by the Company and such financial controls are adequate and are operating effectively; and

v. The Administrator had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Contracts and Arrangements with Related Parties

All contracts / arrangements / transactions entered into / by the Company for the financial year ended March 31, 2024, with related parties were on an arm's length basis and in the ordinary course of business. There were no materially significant related party transactions which could have potential conflict of interest with the Company at large.

During the year, the Company has not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of Company on materiality of related party transactions or which is required to be reported in Form AOC – 2 in terms of section 134 (3)(h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website at the link http://www.reliancecapital.co.in/pdf/Policy_for_Related_Party_Transaction. pdf. Your attention is drawn to Note No. 35 to the Standalone Financial Statement which sets out related party disclosures pursuant to Ind-AS and Schedule V of Listing Regulations.

As part of the CIRP, your Company is required to undertake Related Party Transactions only after the approval of the Committee of Creditors as per the provisions of Section 28 of the Code. Accordingly, your Company has identified related parties as per Section 5(24) of the Code and appropriate approvals were sought from the Committee of Creditors for such transactions.

Material Changes and Commitments if any, affecting the financial position of the Company

There were no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this Report.

Directors' Report

Meetings of the Board

Due to supersession of Board of Directors by RBI no Board Meetings were held during the year 2023-24. Further, 4 (four) Advisory Committee meetings were held during the year 2023-24.

Audit Committee and other board committees

Pursuant to the RBI superseding the Board of Directors of the Company on November 29, 2021, all Committees of the Company stood dissolved. Accordingly, the Administrator along with the Advisory Committee oversee the responsibility of the Audit Committee and other Board Committees.

Appointment and cessation of Statutory Auditors

M/s. G. D. Apte & Co., Chartered Accountants (Registration no.100515W), appointed as Statutory Auditors w.e.f. September 20, 2024, to hold office as Statutory Auditors for a period of three consecutive years till the conclusion of the 41st Annual General Meeting

M/s. Gokhale & Sathe, Chartered Accountants, (Registration no. 103264W), ceased to be the Statutory Auditors w.e.f. September 19, 2024, upon completion of their terms as Statutory Auditors

As per the requirements of Guidelines dated April 27, 2021, issued by the Reserve Bank of India (RBI) for Appointment of Statutory Central Auditors (SCAs) / Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs), the Company has received a declaration from M/s. G. D. Apte & Co., Chartered Accountants, confirming their eligibility to continue to act as Statutory Auditors of the Company.

Auditors and Auditors' Report

M/s. Gokhale & Sathe, Chartered Accountants, in their Report to the Members, have given the following qualified opinion and the response of the Administrator with respect to them are as follows: -

1. We draw attention to Note no. 47 (b) 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 Parent 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 Parent Company.
2. We draw attention to Note no. 47 (c) of the Consolidated Financial Statements which explains that in view of the pending implementation of approved resolution plan, the Parent Company has provided for interest expense which may be applicable on the financial debt only upto December 06, 2021. Accordingly, interest expense for the year ended March 31, 2024 amounting to ₹ 1,60,085 lakh has not been recognized. Had such interest been recognized, the profit before tax for the year ended March 31, 2024 would have been lower by ₹ 1,60,085 lakh respectively. Further, the aggregate interest expense not recognized by the Parent Company post December 6, 2021 is ₹ 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 ₹ 3,70,007 lakh.
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 have 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 ₹ 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 ₹16,582 lakh. Further, the auditor is unable to comment on the realisability of outstanding loans and advances of ₹ 71,350 lakh (of which ₹ 8,027 lakh has been provided for) and investment of ₹ 42,500 lakh as at March 31, 2024.
5. We draw attention to Note no. 46 (a) of the Statement which explains that the Parent 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 Parent 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 Parent 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. 19 (a) the asset cover for listed secured non-convertible debentures of the Parent 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 Parent Company's ability to continue as a going concern.

Response to Qualification

Your Company is under CIRP and all claims and repayment obligations to lenders and debenture holders and impairment loss on assets and write back of liabilities shall be dealt as per CIRP. No fraud has been reported by the Auditors to the Administrator.

Secretarial Audit and Secretarial Compliance Report

Pursuant to the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. Aashish K. Bhatt & Associates, Practicing Company Secretaries, to undertake the Secretarial Audit of the Company.

The Audit Report of the Secretarial Auditors of the Company and its material subsidiary for the financial year ended March 31, 2024 are attached hereto as Annexures A1 and A2. Pursuant to Regulation 24A of the Listing Regulations, the Company has obtained Annual Secretarial Compliance Report from a Practicing Company Secretary on compliance of all applicable SEBI Regulations and circulars / guidelines issued there under and the same were submitted with the Stock Exchanges. The observations and comments given by the Secretarial Auditor in their Report are self-explanatory and hence do not call for any further comments under Section 134 of the Act.

Secretarial Standards

During the year under review, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

Maintenance of Cost Records

The Central Government has not specified maintenance of cost records, for any of the products of the Company, under Section 148(1) of the Act.

Annual Return

As required under Section 134(3)(a) of the Act, the Annual Return for the financial year 2023-24, is put up on the Company's website and can be accessed at https://www.reliancecapital.co.in/ Annual-Reports.aspx.

Particulars of Employees and related disclosures

(a) Employees Stock Option Scheme(s)

Employees Stock Option Scheme(s) (ESOS 2015 and ESOS 2017) were approved and implemented by the Company and Options were granted to the employees in accordance with guidelines applicable to ESOS. The existing ESOS Scheme and Plans are in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (SEBI Regulations).

The Company has received a certificate from the Secretarial Auditors of the Company that the ESOS 2015 and ESOS 2017 have been implemented in accordance with the SEBI Regulations and as per the resolution passed by the members of the Company authorising issuance of the said Options. The details as required to be disclosed under SEBI Regulations are put on the Company's website at http://www.reliancecapital.co.in/ ESOS-Disclosure.aspx.

(b) Other Particulars

In terms of the provisions of Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said Rules are provided in the Annual Report, which forms part of this Report. Disclosures relating to the remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, are also provided in the Annual Report, which forms part of this Report. However, having regard to the provisions of second proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to all the members of the Company and others entitled thereto. The said information is available for inspection up to the date of the Meeting. Any member interested in obtaining the same may write to the Company Secretary and the same will be furnished on request.

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

The Company is a Non-Banking Financial Company and does not involve in any manufacturing activity, most of the information as required under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 are not applicable. However, the information as applicable has been given in Annexure – B forming part of this Report.

Corporate Governance

The report on Corporate Governance as stipulated under Regulation 34(3) read with Para C of Schedule V of the Listing Regulations and Chapter VII Master Direction – Core Investment Companies (Reserve Bank) Directions, 2016, as amended, is presented in separate section forming part of this Annual Report.

A Certificate from M/s. Aashish K. Bhatt & Associates, Practicing Company Secretaries confirming compliance to the conditions of Corporate Governance as stipulated under Para E of Schedule V of the Listing Regulations is enclosed to this Report.

Ombudspersons & Whistle Blower (Vigil Mechanism)

The Company has formulated an Ombudspersons & Whistle Blower (Vigil Mechanism) policy. No person has been denied for direct access to the Administrator. The details of the same have been stated in the Report on Corporate Governance and the policy can be accessed on the Company's website. Further, every individual has access to Administrator at his personal e-mail id that has been provided vide public announcement. During the CIRP, the Administrator intends to implement the relevant guidelines in true spirit.

Risk Management

The Company has laid down a Risk Management Policy to identify the inherent risks, assess, evaluate and monitor these risks continuously and undertake effective steps to manage these risks. More details on Risk Management indicating development and implementation of Risk Management Policy including identification of elements of risk and their mitigation are covered in Management Discussion and Analysis section, which forms part of this Report.

Compliance with provisions of Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company is committed to uphold and maintain the dignity of woman employees and it has in place a policy which provides for protection against sexual harassment of women at work place and for prevention and redressal of such complaints. During the year, no such complaints were received. The Company has also constituted an Internal Complaints Committee under the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013.

Corporate Social Responsibility

Pursuant to the RBI superseding the Board of Directors of the Company on November 29, 2021, all Committee's of the Company stood dissolved. Accordingly, the Administrator alongwith the Advisory Committee overlook the responsibility of the CSR Committee. Your Company has in place a Corporate Social Responsibility Policy (CSR Policy), as per the provisions of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, which lays down the activities to be undertaken by the Company. The CSR policy may be accessed on the Company's website at the link; https://www.reliancecapital.co.in/Policies.aspx.

Since the Company is under CIRP and there are no average net profits for the Company during the previous three financial years, no funds were set aside and spent by the Company towards Corporate Social Responsibility, during the year under review, accordingly there are no disclosures to be made with respect to CSR activities.

Significant and material Orders passed by the Regulators or Courts or Tribunal

Reserve Bank of India ("RBI"), in exercise of its powers under Section 45-IE(1) of the Reserve Bank of India Act, 1934 ("RBI Act") superseded the Board of Directors of Reliance Capital Limited ("Company") on November 29, 2021. Accordingly, the RBI appointed Mr. Nageswara Rao Y as the administrator of the Company under Section 45-IE(2) of the RBI Act. The Company is under CIRP in accordance with IBC code, 2016 read with IBC (Financial service Provider) Rules, 2019 and Mumbai bench of NCLT has passed order dated December 06, 2021 according to which the Company is under moratorium under Section 14 of the Code pursuant to which the following actions are prohibited;

(a) institute suits or continue pending suits or proceedings against the corporate debtor including execution of any judgment, decree or order in any court of law, tribunal, arbitration panel or other authority;

(b) transfer, encumber, alienate or dispose of any of its assets or any legal right or beneficial interest therein;

(c) any action to foreclose, recover or enforce any security interest created by the corporate debtor in respect of its property including any action under the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002;

(d) recovery of any property by an owner or lessor where such property is occupied by or in the possession of the corporate debtor. 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 has taken steps for seeking confirmations from various forums where litigations have been levied on the Company for disposal of assets, that such injunctions will not be applicable during CIRP.

Internal Financial Control Systems and their adequacy

The Company has in place adequate internal financial control systems across the organisation. The same is subject to periodical review by the Administrator & Advisory Committee for its effectiveness. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

General

During the year under review there were no reportable events in relation to issue of equity shares with differential rights as to dividend, voting or otherwise, issue of sweat equity shares to the Company's Directors or Employees and one-time settlement with any Bank or Financial Institution.

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. On account of the aforesaid, trading in the equity shares of the Company has been suspended w.e.f. March 1, 2024 in terms of BSE notice no. 20240229-16 and NSE Notice No. NSE/CML/60913/0381/2024 both dated February 29, 2024.

Acknowledgment

Your Company would like to express their sincere appreciation for the co-operation and assistance received from Committee of Creditors, Advisory Committee, Monitoring Committee, shareholders, debenture holders, debenture trustee, bankers, financial institutions, regulatory bodies and other business constituents during the year under review. Your Company also wishes to place on record their deep sense of appreciation for the commitment displayed by all executives, officers and staff.

For and on behalf of

Reliance Capital Limited

Nageswara Rao Y

Administrator

Mumbai

December 2, 2024

Form No. MR-3

Secretarial Audit Report

For the financial year ended March 31, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Reliance Capital Limited.
Trade World, B-Wing, 7th Floor, Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.

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

Based on my verification of the Company's books, papers, minute book, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended March 31, 2024 complied with the statutory provisions listed hereunder except with respect to the observation as stated below and in view of the same, the adequacy of processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute book, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024, according to the provisions of:

(i) The Companies Act, 2013 (the 'Act') and the Rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder for compliance in respect of Foreign Direct Investment. There were no Overseas Direct Investment and External Commercial borrowings;

(v) The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act,1992 ('SEBI Act'):

  a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

  b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

  c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **– Not Applicable;**

  d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

  e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

  f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client **– Not Applicable;**

  g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **– Not Applicable;**

  h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 **– Not Applicable;**

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

(i) The Secretarial Standards issued by the Institute of the Company Secretaries of India to the extent applicable - *Refer Below;

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the listing regulation") and Uniform Listing Agreement(s) entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

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

I further report that based on the compliance mechanism established by the Company and on examination of the relevant documents and records in pursuance thereof, which has been verified on test checked basis, I am of the opinion that the Company has complied with the following laws applicable specifically to the Company:

1. The Reserve Bank of India, 1934 and Master Direction – Core Investment Companies (Reserve Bank) Directions, 2016, as amended, from time to time as applicable to the Company. except for Maintenance of leverage ratio, adjusted net worth, net owned funds and tier 1 and tier 2 capital of the Company as prescribed. There was delay in filing of few statutory returns and re-filing of returns due to the introduction of new RBI CIMS portal in place of the old RBI XBRL portal.

Directors' Report

The Corporate Insolvency Resolution Process has been initiated by the Reserve Bank of India against the Company on December 6, 2021.

I further report that:

*The Board was superseded by Reserve Bank of India w.e.f. November 29, 2021 and Shri Nageswara Rao Y (Ex-Executive Directors, Bank of Maharashtra) was been appointed as the Administrator of the Company under Section 45-IE (2) of the RBI Act. In terms of Section 45-IE(4)(b) all the powers, functions and duties, which may, by or under the provisions of law for the time being in force, be exercised and discharged by or on behalf of the Board of Directors or by a resolution passed in general meeting shall until the Board of Directors of such company is reconstituted, be exercised and discharged by the Administrator.

The Company is under moratorium under Section 14 of the Insolvency and Bankruptcy Code, 2016 since December 2, 2021 i.e. date of filing application as prescribed under Rule 5(b)(i) of the Insolvency and Bankruptcy (Insolvency and Liquidation Proceedings of Financial Service Providers and Application to Adjudication Authority) Rules, 2019 (FSP Insolvency Rules). The Company has therefore, no made and shall not be making payment of interest or principal to any of the lenders of the Company including the NCD holders under all ISINs which will be dealt in accordance with the provisions of the Code. Any payments to the lenders or NCD holders will continue to remain in abeyance subject to the CIRP process.

The resolution plan submitted by IndusInd International Holdings Limited ("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 in terms of the Approved Resolution Plan to manage the operations of the Company on a going concern basis. 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.

I report that there are prima facie adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that in the current scenario systems, processes and reporting for compliances in the Company, must be proportionate with its size and operations to monitor and ensure compliances with applicable Laws, Rules, Regulations, Guidelines and Standards may call for further improvement.

I further report that during the audit period, the Company has undertaken following event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.:

(i) Default in payment of interest and redemption of non-convertible debentures and Term loan;

(ii) The Reserve Bank of India (RBI) has superseded the Board of Directors of Company w.e.f. November 29, 2021 and appointed Shri Nageswara Rao Y (Ex-Executive Directors, Bank of Maharashtra) as the Administrator of the Company under Section 45-IE (2) of the RBI Act.;

(iii) Corporate Insolvency Resolution Process initiated against the Company on December 6, 2021.

(iv) The Company has not been able to file Form AOC-4 (NBFC and CFS), Form CSR-2, Form MGT-7 for F.Y. 2022-2023, MGT-14 and DIR-12 for appointment of KMP and Form MGT-14 for approval of financials and Board's report for the financial year ended March 31, 2023, appointment of internal and secretarial auditors for the financial year 2023-24 due to technical reasons and is engaged with Ministry of Corporate Affairs for resolving the technical issues for filing of the forms.

(v) Due to technical issue there was delay in transferring the unclaimed / unpaid dividend for the financial year 2015-16 to the Investor Education and Protection Fund (IEPF), and filing of Form IEPF 2 and non-filing of Form IEPF 3 and MGT-14 for convening Annual General Meeting through VC/OAVM means.

(vi) The Company could not comply with some of the guidelines / circulars/ directions as applicable to a Core Investment Company due to initiation of CIRP.

(vii) We are unable to comment on minutes of Committee of Creditors and Advisory Committee, as the same wasn't shared to us by the Company.

For Aashish K. Bhatt & Associates
Practicing Company Secretaries
(ICSI Unique Code S2008MH100200)

Aashish K. Bhatt
Proprietor
UDIN: A019639F003199090
ACS No.: 19639, COP No.: 7023
Peer Review Certificate No.: 2959/2023

Place: Mumbai
Date: 02.12.2024

This Report is to be read with my letter annexed as Appendix A, which forms integral part of this report.

APPENDIX A

To,
The Members,
Reliance Capital Limited.

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company as well as correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. As the Company is presently under Corporate Insolvency Resolution Process (CIRP), the Management representation in matters as required for the purpose of my Audit have been obtained. As such, the Audit disclaims opinion on any aspect which could otherwise have been made depending on Management representation, including but not limited to recording, disclosing and dissemination of information; record-keeping and preservation, identification of related parties and related party transactions; and other compliance systems and procedures in general, as may be required under applicable laws.
8. Due to the inherent limitations of an Audit including internal, financial and operating controls as well as specific circumstances noted above, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices.

For Aashish K. Bhatt & Associates
Practicing Company Secretaries
(ICSI Unique Code S2008MH100200)

Aashish K. Bhatt
Proprietor
UDIN: A019639F003199090
ACS No.: 19639, COP No.: 7023
Peer Review Certificate No.: 2959/2023

Place: Mumbai
Date: 02.12.2024

Form MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

Reliance Nippon Life Insurance Company Limited.

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

Based on my verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the financial year ended 31st March, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, for the financial year ended on 31st March, 2024, according to the provisions of:

    i. The Companies Act, 2013 (the Act) and the rules made thereunder;

    ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder - Not Applicable;

    iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder – Not Applicable;

    iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment. Overseas Direct Investment and External Commercial Borrowings are not applicable;

    v. The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act,1992 ('SEBI Act') are not applicable: -

        a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

        b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

        c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

        d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

        e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2021.

        f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client.

        g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021.

        h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

Further, I report that, based on the compliance mechanism established by the Company, which has been verified on test check basis and the Compliance certificate submitted to and taken on record by the Board of Directors of the Company, I am of the opinion that the Company has complied with the provisions of the Insurance Act, 1938 and the rules, regulations, circulars, guidelines, instructions, etc. issued by Insurance Regulatory and Development Authority of India (IRDAI) as amended from time to time to the extent applicable to the Company.

I have examined compliances with applicable clauses of the following:

i. Secretarial Standards issued by the Institute of the Company Secretaries of India,

ii. The Listing Agreements entered into by the Company with Stock Exchange(s) – Not Applicable.

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

I further report that:

Directors' Report

The Board of Directors of the Company is constituted with Executive Director, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.

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

The decisions at Board Meetings and Committee Meetings are carried out and recorded in the minutes of the Board of Directors and Committee of the Board accordingly.

I have relied on the representation made by the Company and its Officers for adequate systems and processes in the company commensurate with its size and operations of the Company to monitor and ensure compliance with applicable laws.

I further report that during the year under review, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above viz.

(i) Making application to IRDAI for seeking approval for transfer of equity shares from Reliance Capital Limited to Aasia Enterprises LLP;

(ii) Approval of Board and Members for annual bonus for Financial Year 2022-23, Deferred encashment of Phantom ESOPs, granting of ESOPs under RNLIC Phantom ESOP Plan 2023, increase in remuneration *t*o Shri. Ashish Vohra (DIN: 07587724), Executive Director & Chief Executive Officer.

For Aashish K. Bhatt & Associates
Practicing Company Secretaries

Place: Mumbai
Date: July 22, 2024

Aashish K. Bhatt
Proprietor
ACS No.: 19639, COP No.: 7023
UDIN: A019639F000796206
ICSI Unique Code S2008MH100200
Peer Review Certificate No.: 2959/2023

This Report is to be read with my letter annexed as Appendix A, which forms integral part of this report.

APPENDIX A

To,

The Members,

Reliance Nippon Life Insurance Company Limited.

My report of even date is to be read along with this letter.

1. The responsibility of maintaining Secretarial record is of the management and based on my audit, I have expressed my opinion on these records.
2. I am of the opinion that the audit practices and process adopted to obtain assurance about the correctness of the secretarial records were reasonable for verification on test check basis.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. The management is responsible for compliances with corporate and other applicable laws, rules, regulations, standards etc. My examination was limited to the verification of procedure on test basis and wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations etc.
5. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Aashish K. Bhatt & Associates
Practicing Company Secretaries

Place: Mumbai
Date: July 22, 2024

Aashish K. Bhatt
Proprietor
ACS No.: 19639, COP No.: 7023
UDIN: A019639F000796206
ICSI Unique Code S2008MH100200
Peer Review Certificate No.: 2959/2023

Annexure – B

Disclosure under Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014

(a) Conservation of Energy:

The steps taken or impact on conservation of energy The steps taken by the Company for utilizing alternate sources of energy The capital investment on energy conservation equipments	:	The Company requires energy for its operations and the Company is making all efforts to conserve energy by monitoring energy costs and periodically reviews of the consumption of energy. It also takes appropriate steps to reduce the consumption through efficiency in usage and timely maintenance / installation / upgradation of energy saving devices.

(b) Technology Absorption, Adoption and Innovation:

(i) The efforts made towards technology absorption (ii) The benefits derived like product improvement, cost reduction, product development or import substitution (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) (a) The details of technology imported (b) The year of import (c) Whether technology been fully absorbed? (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof.	:	The Company uses latest technology and equipments into the business. Further, the Company is not engaged in any manufacturing activities.
(iv) The expenditure incurred on Research and development	:	The Company has not spent any amount towards research and developmental activities and has been active in harnessing and tapping the latest and the best technology in the industry.

(c) Total foreign exchange earnings and outgo:

a.	Total Foreign Exchange earnings	:	Nil
b.	Total Foreign Exchange outgo	:	₹ 93 lakh

Management Discussion and Analysis

Statements in this Management Discussion and Analysis of Financial Condition and Results of Operations of the Company describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised. The Company assumes no responsibility to publicly amend, modify or revise forward-looking statements, based on any subsequent developments, information or events. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include determination of tariff and such other charges and levies by the regulatory authority, changes in Government regulations, tax laws, economic developments within the country and such other factors globally.

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the 'Act') [Companies (Indian Accounting Standards) Rules, 2015 (as amended)] and other relevant provisions of the Act and the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 and other guidelines issued by Reserve Bank of India (RBI) as applicable and other accounting principles generally accepted in India.

The management of Reliance Capital Limited ("Reliance Capital" or "RCL" or "the Company") has used estimates and judgments relating to the financial statement on a prudent and reasonable basis, in order that the financial statement reflect in a true and fair manner, the state of affairs for the year.

The following discussions on our financial condition and result of operations should be read together with our audited financial statement and the notes to these statements included in the Annual Report.

Unless otherwise specified or the context otherwise requires, all references herein to "we", "us", "our", "the Company", "Reliance", "RCL" or "Reliance Capital Limited" are to Reliance Capital Limited.

Global Economic Environment

According to International Monetary Fund, World Economic Outlook, October 2024[1], the global economy has remained unusually resilient throughout the disinflationary process, avoiding a global recession. Growth is projected to hold steady at 3.2 percent in 2024 and 2025, even though a few countries, especially low-income developing countries, have seen sizable downside growth revisions, often as a result of increased regional conflicts. While the global decline in inflation is a major milestone, downside risks are rising and now dominate the outlook: an escalation in regional conflicts, monetary policy remaining tight for too long, a possible resurgence of financial market volatility with adverse effects on sovereign debt markets, a deeper growth slowdown in China, and the continued ratcheting up of protectionist policies.

The return of inflation to near central bank targets favours the stance for a much-needed policy pivot. Many central banks have started to cut their policy rates and moving the stance to neutral. This is expected to support the economic activity when many advanced economies' labor markets are showing sign of weakness, with rising unemployment rates.

Indian Economic Environment[2]

Surpassing all estimates, India's economy grew by a whopping 7.8% in Q4 FY24, much above 6.2% growth witnessed in the same quarter last fiscal. Riding on Q4 numbers, the annual FY24 growth is estimated to increase by 8.2% as against 7.0% in FY23. The GVA grew by 6.3% in Q4 and 7.2% in FY24 while Core GVA grew by 8.4% in FY24. Economists believe that GDP growth may reach the 7.5% mark for FY25.

Manufacturing sector held the forte, driving the above spectacular growth. During Q4 FY24, manufacturing grew by 8.9% while for the whole fiscal it has grown by 9.9% (as against a decline of 2.2% in FY23). While mining segment saw a 7.1% growth, Industry sector grew by 9.5% in FY24.

Agriculture sector though is still muted, clocking growth by only 0.6% in Q4 FY24. For FY24, Agriculture GVA grew by 5.4% as against 9.4% growth in FY23. Among services, 'Financial, Real Estate & Professional Services' grew by 7.6% and 'Trade, Hotels, Transport, Communication & Services related to Broadcasting' grew by 5.1%.

High-frequency indicators indicate that aggregate demand continued to grow (albeit with a slower momentum than in the preceding quarters and painting a somewhat mixed picture). Domestic passenger vehicle sales which is an indicator of urban demand as well as other indicators of consumption and demand as diesel consumption, electricity demand and bitumen consumption have eased. Transport and Communication indicators viz. passenger and freight traffic at airports and toll collection are showing traction.

Economists observe that government efforts are reaching the bottom of pyramid, thus asserting economic stability. In all months of H1-FY25, rural consumer sentiment was high and gradually converging to that of urban consumer sentiment. Higher consumer sentiment in rural areas has positive implications – as it will lead to higher consumer spending, thus supporting rural markets, job creation and income generation.

Latest numbers show that SCBs deposit growth has now surpassed credit growth. In the H1-FY25, SCBs deposits grew by 11.7% YoY compared to last year growth of 13.4%, while credit grew by 11.5% YoY compared to last year growth of 20.0%. Deposit Credit differential has now turned positive, which was last seen in April 2022.

About Reliance Capital Limited

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 Shri Nageswara Rao Y, ex-Executive Director of Bank of Maharashtra as the Administrator ("Administrator") of the

[1]Source:https://www.imf.org/en/Publications/WEO/Issues/2024/10/22/world-economic-outlook-october-2024
[2] Source: SBI's Research Desk's Eco wrap, https://sbi.co.in/web/sbi-in-the-news/research-desk

Management Discussion and Analysis

Company under Section 45-IE (2) of the RBI Act. Further, in terms of Section 45-IE(4)(b) all the powers, functions and duties, which may, by or under the provisions of the RBI Act or any other law for the time being in force, be exercised and discharged by or on behalf of the Board of Directors of the Company or by a resolution passed in general meeting of the Company, shall, until the Board of Directors of the Company is reconstituted, be exercised and discharged by the Administrator.

Thereafter RBI vide press release dated November 30, 2021 in exercise of its powers conferred under Section 45-IE (5) of RBI Act constituted a three-member advisory committee to assist the Administrator in the discharge of his duties. The Advisory Committee was dissolved by the RBI with effect from February 27, 2024.

On December 02, 2021 the RBI filed a petition before the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT) under Section 227 read with Section 239(2)(zk) of the Insolvency and Bankruptcy Code, 2016 ("Code") read with Rule 5 and 6 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 the Company. Thereafter, CIRP was initiated against the Company vide an order of the NCLT dated December 06, 2021. The NCLT vide the said 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.

Thereafter, the resolution plan submitted by IndusInd International Holdings Limited ("IIHL"), for the acquisition of the 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 in terms of the Approved Resolution Plan 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.

The MC comprises of (a) three representatives nominated by IIHL; (b) three representatives nominated by the Financial Creditors and (c) the Administrator. The Administrator is currently acting as the Chairperson of the MC.

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 Hon'ble NCLT, by and under its order dated July 23, 2024, partly allowed the said application ("July Order"). On July 30, 2024, IIHL has filed another Interlocutory Application being IA No. 3853 of 2024 inter alia seeking modification of the July Order in order to seek certain directions for implementation of the Approved Resolution Plan. Pursuant to the directions of the Hon'ble NCLT contained in its order dated August 08, 2024 in afore referred I.A. No. 3853 of 2024, Aasia Enterprises LLP deposited an amount of Rs 250 crore in the onshore account as designated by COC and another sum of USD 298 million equivalent to ₹ 2,500 crore was deposited by IIHL BFSI (India) Limited (Mauritius) in the offshore account as designated by COC. The said matter is presently pending before NCLT, The Administrator, IIHL, Monitoring Committee and Committee of Creditors are working towards successful implementation of Approved Resolution Plan.

Financial Performance

The Company's standalone performance has been provided under the head 'Financial Performance' in the Directors' report. The consolidated performance of the Company is as follows:

RCL's consolidated total income for the financial year ended March 31, 2024, was at ₹ 24,44,367 lakh as against ₹ 19,31,295 lakh. Staff costs for the year were ₹ 1,68,478 lakh as against ₹ 1,56,755 lakh in the previous year, an increase of 7.5 per cent. Selling, administrative and other expenses in the year were ₹ 22,12,830 lakh as against ₹ 18,98,998 lakh in the previous year, an increase of 16.5 per cent. Interest & finance charges for the year were ₹ 3,879 lakh as against ₹ 29,942 lakh in the previous year, a decrease of 87 per cent. Depreciation for the year stood flat at ₹ 11,434 lakh. Tax expenses for the year was ₹ 4,536 lakh as against ₹ 10,514 lakh in the previous year. Total comprehensive income attributable to owners and excluding non-controlling interest for the year was ₹ 57,892 lakh as against (₹ 2,05,755 lakh) in the previous year.

Key financial ratios (consolidated basis):

Debt Equity Ratio: (1.65), Net Profit Margin: 1.81%. The Interest Coverage Ratio, Debtors Turnover, Inventory Turnover, Current Ratio and Operating Profit Margin (%) are not applicable. Networth for the financial year ended March 31, 2024, was at ₹ (9,93,132) lakh as against ₹ (11,22,887)) lakh in the previous year decrease in erosion with 11.56% which is due to the loss incurred by the Company in the current financial year.

The Company was currently undergoing CIRP under the provisions of the Code and the Approved Resolution Plan as more particularly referred hereinabove is being implemented. Further, upon implementation of the Approved Resolution Plan, the Company is expected to be compliant with the prudential norms prescribed as per CIC Master Direction – Core Investment Companies (Reserve Bank) Directions, 2016.

Management Discussion and Analysis

Resources and Liquidity

As of March 31, 2024, the consolidated total assets stood at ₹ 74,98,663 lakh.

Reliance General Insurance (RGI)

Reliance General Insurance offers insurance solutions for auto, health, home, property, travel, marine, commercial and other specialty products .RGI is amongst the leading private sector general insurance players in India with a private sector market share of 7.5 per cent for FY23-24.

During 2023-24, Gross Direct Premium of the total general insurance industry increased by 12.8 per cent to ₹ 2,89,738 crore. During 2023-24, Gross Direct Premium of the private Indian general insurance industry increased by 17.5 per cent to ₹ 1,55,090 crore[3]. RGI's gross written premium for the year ended March 31, 2024 was ₹ 11,830 crore, an increase of 13 per cent over the previous year.

Profit before tax for the year ended March 31, 2024, stood at ₹ 401 crore as against ₹ 415 crore in the corresponding period of the previous year, a decrease of 3 per cent over the previous year.

The distribution network comprised of 128 branches and approx. 1,06,694 agents and point of sales person (POSP) at the end of March 31, 2024. At the end of March 31, 2024, the investment book increased by 21 per cent to ₹ 20,514 crore.

Reliance Nippon Life Insurance (RNLI)

Reliance Nippon Life Insurance currently offers a total of 30 products that fulfil the savings and protection needs of custome₹ Of these, 27 are targeted at individuals and 3 at group businesses. RNLI is committed to emerging as a transnational Life Insurer of global scale and standard and attaining leadership rankings in the industry within the next few yea₹ In FY24[4], the Indian life insurance industry recorded new business premium of ₹ 3,77,960 crore as against ₹ 3,70,543 crore in the previous year, an increase of 2.0 per cent. During the year, the Indian private sector life insurance industry recorded new business premium of ₹ 1,55,437 crore as against ₹ 1,38,644 crore in the previous year, an increase of 12 per cent. RNLI is amongst the leading private sector life insurers with a private sector market share of 1.5 per cent, in terms of individual weighted new business premium.

The total premium for FY24 stood at ₹ 5,537 crore as against ₹ 5,122 crore. The new business premium income for the year ended March 31, 2024, was ₹ 1,230 crore as against ₹ 1,126 crore for the previous year. The individual weighted new business premium income for the year ended March 31, 2024, was ₹ 1,103 crore as against ₹ 1,006 crore for the previous year. For the year ended March 31, 2024, the renewal premium was ₹ 4,307 crore as against ₹ 3,997 crore. The new business achieved profit for the year ended March 31, 2024 was ₹ 576 crore as against ₹ 523 crore in the previous year.

The total assets under management were at ₹ 35,508 crore as on March 31, 2024, as against ₹ 30,609 crore as on March 31, 2023. The number of policies sold during the year was approximately 1.81 lakh. The distribution network stood at 713 branches and over 61,000 active advisors at the end of March 2024.

Reliance Asset Reconstruction (RARC)

Reliance Asset Reconstruction Company Limited is in the business of acquisition, management and resolution of distressed debt / assets. The focus of this business continues to be on the distressed assets in the SME and retail segments. The Assets Under Management as on March 31, 2024 was Rs 2,329 crore as against ₹ 2,208 crore as on March 31, 2023. Its own investment in NPAs stood at ₹ 367 crore as on March 31, 2024 against Rs 347 crore as on March 31, 2023.

Broking and Distribution business

Reliance Capital's broking and distribution business is carried out by its subsidiary viz. Reliance Securities Limited, one of the leading retail broking houses in India that provides customers with access to equities, commodities, derivatives and wealth management solutions. As of March 31, 2024, the equity broking business had over 9,82,497 (March 2023, 9,48,487) equity broking accounts and achieved average equity cash daily turnover of ₹ 56.16 crore for the year March 2024 (March 2023, ₹ 68.90 crore). As of March 31, 2024, the commodity broking business had over 1,15,967 (March 2023 1,17,375) commodity broking accounts and recorded average daily commodities broking turnover of ₹ 23.71 crore for the year March 2024 (March 2023, ₹ 30.66 crore). The distribution business is a comprehensive financial services and solutions provider, providing customers with access to mutual funds, life and general insurance products, and other financial products having a distribution network of 49 Branches and over 962 customer touch points (March 2023, 51 Branches and over 1,161) across India. Broking & Distribution business reported a profit after tax of ₹ 12.75 crore for the year ended March 31, 2024 (March 2023, ₹ 20.28 crore).

Risks and Concerns

RCL has exposures in various line of business through its subsidiaries and associate entities. RCL, its subsidiaries and associates are exposed to specific risks that are particular to their respective businesses and the environments within which they operate, including market risk, competition risk, credit risk, liquidity and interest rate risk, human resource risk, operational risk, information security risks, regulatory risk and macro-economic risks. The level and degree of each risk varies depending upon the nature of activity undertaken by them. In view of the ongoing CIRP, Risk Management is being overseen by the Administrator.

Market risk

The Company has quoted investments which are exposed to fluctuations in stock prices. Similarly, the Company has also raised funds through issue of Market Linked Debentures, whose returns are linked to relevant underlying market instruments or indices.

RCL monitors market exposure for both equity and debt and, in appropriate cases, also uses various derivative instruments as a hedging mechanism to limit volatility.

Competition risk

The financial sector industry is becoming increasingly competitive, and the Company's growth will depend on

[3]*Source: IRDAI website*
[4]*Source: Financial Year 2023-24 data, Life Insurance Council website*

Management Discussion and Analysis

its ability to compete effectively. The Company's main competitors are Indian Non-Banking Financial Companies / Core investment Companies, commercial banks, life and non-life insurance companies, both in the public and private sector, broking houses, depository participants and other financial services provide Further liberalization of the Indian financial sector could lead to a greater presence or entry of new foreign banks and financial services companies offering a wider range of products and services. This could significantly toughen our competitive environment. The Company's wide distribution network, diversified product offering and quality of management place it in a strong position to deal with competition effectively.

Credit risk

Credit risk is a risk arising out of default or failure on the part of borrowers or investee entities in meeting their financial obligations towards repayment of loans or investment instruments debit / credit such as debentures, commercial papers, PTCs etc. Thus, credit risk is a loss as a result of non-recovery of funds both on principal and interest counts.

RCL is a Core Investment Company (CIC) and obtained the Certificate of Registration as a CIC. In view of this the investments and lending of RCL have been restricted to and within the Group companies.

The Company has adopted the IND-AS since the financial year 2018-19 for identification of Expected Credit Losses (ECL) and provision thereof.

Liquidity and Interest Rate Risk

The Company along with its subsidiaries is exposed to liquidity risk principally, because of lending and investment for periods which may differ from those of its funding sources. Asset liability positions are managed in accordance with the overall guidelines laid down by various regulators in the Asset Liability Management (ALM) framework. The Company may be impacted by volatility in interest rates in India which could cause its margins to decline and profitability to shrink. The success of the Company's business depends significantly on interest income from its operations. It is exposed to interest rate risk, both as a result of lending at fixed interest rates and for reset periods which may differ from those of its funding sources. Interest rates are highly sensitive to many factors beyond the Company's control, including the monetary policies of the RBI, deregulation of the financial sector in India, domestic and international economic and political conditions and inflation. As a result, interest rates in India have historically experienced a relatively high degree of volatility. The Company seeks to match its interest rate positions of assets and liabilities to minimize interest rate risk. However, there can be no assurance that significant interest rate movements will not have an adverse effect on its financial position. As stated in Credit risk, being a CIC, all the lending and investments of Reliance Capital Limited are within group companies. Thus, the liquidity position of the company also depends upon the realisation and monetisation of its group exposures. In view of the ongoing CIRP, Company's liabilities towards the banks/ financial institutions are crystallised as on December 06, 2021 and its liabilities will be dealt in accordance with the Code and the Approved Resolution Plan upon implementation.

Human resource risk

The Company's success depends largely upon the quality and competence of its management team and key personnel. Attracting and retaining talented professionals is therefore a key element of the Company's strategy and a significant source of competitive advantage. While the Company has a salary and incentive structure designed to encourage employee retention, a failure to attract and retain talented professionals, or the resignation or loss of key management personnel, may have an impact on the Company's business, its future financial performance and the results of its operations.

Operational risk

The Company may encounter operational and control difficulties when undertaking its financial activities. The rapid development and establishment of financial services businesses in new markets may raise unanticipated operational or control risks. Such risks could have a materially adverse effect on the Company's financial position and the results of its operations.

The operations of the Company have been extensively automated which minimizes the operational risk arising out of human errors and omissions. A robust system of internal controls is practiced ensuring that all its assets are safeguarded and protected against loss from unauthorised use or disposition and all its transactions are authorised, recorded and reported correctly. The Company has implemented SAP systems across functions. With this initiative, along with other key systems and checks and balances established, we believe that our overall control environment has been enhanced. It is pertinent to note that Reliance Nippon Life Insurance, Reliance General Insurance, Reliance Securities have obtained an ISO 9001:2008 certification. They are among the few companies in their respective industries to be ISO certified.

Information security risk

The Company has robust Information Security Risk monitoring systems and tools to guard and protect sensitive customer data and guard against potential hackers and viruses. Robust governance, controls and sophisticated technology is adopted across lines of business to ward off cyber threats and protect information residing within the Company. The Information Security system is in alignment with the respective regulatory requirements.

Information Security has been brought under the Enterprise Risk Management Framework to enhance data protection and ward off cyber risks effectively, thereby making our overall Risk, Control& Governance framework more robust.

Regulatory risk

As a financial conglomerate in the financial services sector, the Company and its entities are subject to regulations by Indian governmental authorities and regulators including Reserve Bank of India, Insurance Regulatory and Development Authority of India, Securities and Exchange Board of India and Pension Fund Regulatory & Development Authority.

Their laws and regulations impose numerous requirements on the Company, including asset classifications and prescribed levels of capital adequacy, solvency requirements and liquid assets. There may be future changes in the regulatory system

Management Discussion and Analysis

or in the enforcement of the laws and regulations that could adversely affect the Company's performance.

The Company has not complied with the regulatory requirements w.r.t. capital adequacy and leverage ratios.

Macro-economic risk

Any slowdown in economic growth in India could cause the business of the Company to suffer. Similarly, any sustained volatility in global commodity prices, including a significant increase in the prices of oil and petroleum products, could once again spark off a new inflationary cycle, thereby curtailing the purchasing power of the consumer.

Internal Control

The Company maintains a system of internal controls designed to provide assurance regarding the effectiveness and efficiency of operations, the adequacy of safeguards for assets, the reliability of financial controls, and compliance with applicable laws and regulations.

The organization is well structured, and the policy guidelines are well documented with pre-defined authority. The Company has also implemented suitable controls to ensure that all resources are utilized optimally, financial transactions are reported with accuracy and in adherence to applicable laws and regulations.

The Company has put in place adequate systems to ensure that assets are safeguarded against loss from unauthorised use or disposition and that transactions are authorised, recorded and reported. The Company also has commensurate budgetary control system to monitor all expenditures against approved budgets on an ongoing basis.

The Company uses information technology adequately in its operations for ensuring effective controls besides economy. It also helps the Company in providing accurate MIS and prompt information / services to its customers and other stakeholders The Company has implemented enhanced level of Information System Security controls with monitoring systems to address technology risks.

The Company has an independent internal audit function which continuously evaluates the adequacy of, and compliance with policies, procedures, plans, regulatory and statutory requirements. Risk based approach is adopted while carrying out the internal audits. Internal audit also evaluates and suggests improvement in effectiveness of risk management, control and governance process.

Opportunities

- Low retail penetration of financial services / products in India
- Extensive distribution reach and strong brand recognition
- Opening of financial sector in India along with introduction of innovative products
- Opportunity to cross sell services
- Increasing per-capita GDP
- Changing demographic profile of the country in favour of the young

Threats

- Competition from local and multinational players
- Execution risk
- Regulatory changes
- Attraction and retention of human capital

Post Pandemic Scenario

In addition to serious implications for people's health and the healthcare services, coronavirus (COVID-19) was a black swan event which had a significant impact on the world-wide economy including India in terms of business growth and business models. The disruption pushed the financial sector to adopt digital model for sustenance and growth. The Company and its subsidiaries have been proactive enough to switch over to fully digital mode in evolved post pandemic scenario ensuring employee well-being while continuing to provide uninterrupted service to the stakeholde₹ However, the after-effects of pandemic are undeniable in the post pandemic world, and this coupled with the present economic scenario within the country as well as worldwide may cast a shadow on the performance of the Company and its subsidiaries because of the lasting effect of this disruption on the economy.

Corporate Social Responsibility

At Reliance Capital, as a socially responsible financial services conglomerate, we strive to improve the quality of life of the under-served sections of society, by focusing on Skill Development, Education, Healthcare and Environment & Animal Welfare for the service of the nation and the greater good of the communities in which we operate.

Corporate Governance Report

In pursuance of Regulation 34(3) and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “SEBI Listing Regulations”) and Master Direction – Core Investment Companies (Reserve Bank) Directions, 2016, a Report on Corporate Governance for the Financial Year 2023-24 is presented below:

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 a petition before the Hon’ble National Company Law Tribunal, Mumbai Bench (“NCLT) under Section 227 read with Section 239(2)(zk) of the Insolvency and Bankruptcy Code, 2016 (“Code”) read with Rule 5 and 6 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 the Company. Thereafter, CIRP was initiated against the Company by an order of the NCLT dated December 06, 2021. The NCLT vide the said 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 resolution plan submitted by IndusInd International Holdings Limited (“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 in terms of the Approved Resolution Plan and the 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 Hon’ble NCLT, by and under its order dated July 23, 2024 partly allowed the said application (“July 23 Order”). On July 30, 2024, IIHL has filed another Interlocutory Application being IA No. 3853 of 2024 inter alia seeking modification of the Order passed by Hon’ble NCLT in order to seek certain directions for implementation of the Approved Resolution Plan. The said matter is presently pending before NCLT, The Administrator, IIHL, Monitoring Committee and Committee of Creditors are working towards successful implementation of Approved Resolution Plan.

Corporate governance philosophy

Reliance Capital follows the highest standards of corporate governance principles and best practices by adopting the “Reliance Group – Corporate Governance Policies and Code of Conduct” as is the norm for all constituent companies in the Group. These policies prescribe a set of systems and processes guided by the core principles of transparency, disclosure, accountability, compliances, ethical conduct and the commitment to promote the interests of all stakeholders. The policies and the code are reviewed periodically to ensure their continuing relevance, effectiveness and responsiveness to the needs of our stakeholders.

I. Disclosures

A. Compliance with the Listing Regulations

During the year, the Company is fully compliant with the mandatory requirements of the Listing Regulations.

B. There has been no non-compliance by the Company on any matter related to capital markets during the last three financial years. No penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority

C. Related party transactions

During the financial year 2023-24, no transactions of material nature had been entered into by the Company that may have a potential conflict with interest of the Company. The details of related party transactions are disclosed in Notes to Financial Statement. The policy on related party transactions is put on the website of the Company at the link http://www.reliancecapital. co.in/pdf/Policy_for_Related_Party_Transaction.pdf.

D. Accounting treatment

In the preparation of Financial Statement, the Company has followed the Companies (Indian Accounting Standards) Rules, 2015 (‘Ind AS’) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies. The Accounting Policies followed by the Company to the extent relevant, are set out elsewhere in this Annual Report.

Corporate Governance Report

E. Risk management

The Company has laid down a Risk Management Policy, defining Risk profiles involving Strategic, Technological, Operational, Financial, Credit, Organisational, Legal and Regulatory risks within a well defined framework. The Risk Management Policy acts as an enabler of growth for the Company by helping its businesses to identify the inherent risks, assess, evaluate and monitor these risks continuously and undertake effective steps to manage these risks.

F. Policy Guidelines on "Know Your Customer" (KYC) norms and Anti – Money Laundering (AML) Measures

In keeping with specific requirements for Non-Banking Financial Companies the Company has also formulated a Prevention of Money Laundering and Know Your Customer Policy and the same has been posted on the Company's website.

G. Ombudspersons & Whistle Blower (Vigil Mechanism) policy

Our Ombudspersons & Whistle Blower (Vigil Mechanism) policy encourages disclosure in good faith of any wrongful conduct on a matter of general concern and protects the whistle blower from any adverse personal action. The vigil mechanism has been overseen by the Administrator.

It is affirmed that no person has been denied direct access to the Administrator.

H. Code of Conduct

The Company has adopted the Code of Conduct for directors and senior management. The Code has been circulated to all senior management and the same has been posted on the Company's website. The senior management have affirmed their compliance with the Code and a declaration signed by the Senior Management of the Company is given below:

"It is hereby declared that the Company has obtained from all members of the senior management personnel affirmation that they have complied with the Code of Conduct for Senior Management of the Company for the financial year 2023-24."

Nageswara Rao Y
Administrator

I. CFO certification

Mr. Aman Gudral, Chief Financial Officer of the Company have provided certification on financial reporting and internal controls to the Administrator as required under Regulation 17(8) of the Listing Regulations.

II. Compliance Officer

Mr. Atul Tandon, Company Secretary is the Compliance Officer for complying with the requirements of various provisions of Law, Rules, Regulations applicable to the Company including SEBI Regulations and the Uniform Listing Agreements executed with the Stock Exchanges.

III. Management Discussion and Analysis

A Management Discussion and Analysis Report forms part of this Annual Report and includes discussions on various matters specified under Regulation 34(2), Schedule V of the Listing Regulations and Master Direction – Core Investment Companies (Reserve Bank) Directions, 2016.

IV. Policy on prohibition of insider trading

The Company has formulated the "Reliance Capital Limited – Code of Practices and Procedures and Code of Conduct to Regulate, Monitor and Report trading in securities and fair disclosure of Unpublished Price Sensitive Information" (Code) in accordance with the guidelines specified under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, from time to time. The Company has appointed Mr. Atul Tandon, Company Secretary as the Compliance Officer under the Code responsible for complying with the procedures, monitoring adherence to the rules for the preservation of price sensitive information, preclearance of trade, monitoring of trades and implementation of the Code under the overall supervision of the Administrator. The Company's Code, inter alia, prohibits purchase and/or sale of securities of the Company by an insider, while in possession of unpublished price sensitive information in relation to the Company and also during certain prohibited periods. The Company's Code is available on the website of the Company.

Pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Trading Window for dealing in the securities of the Company by the designated persons shall remain closed during the period from end of every quarter / year till the expiry of 48 hours from the declaration of quarterly / yearly financial results of the Company.

V. Compliance of Regulation 34(3) and Para F of Schedule V of the Listing Regulations

As per Regulation 34(3) and Para F of Schedule V of the Listing Regulations, the details in respect of equity shares lying in 'Reliance Capital Limited – Unclaimed Suspense Account' were as follows:

Particulars		No. of Shareholders	No. of shares
(i)	Aggregate number of shareholders and the outstanding shares in the suspense account lying at April 1, 2023	143	2823
(ii)	Number of shareholders who approached listed entity for transfer of shares from suspense account during April 1, 2023 to March 31, 2024	Nil	Nil
(iii)	Number of shareholders to whom shares were transferred from suspense account during the April 1, 2023 to March 31, 2024	Nil	Nil
(iv)	Number of Shares Transfer to IEPF	Nil	Nil
(v)	Aggregate number of shareholders and the outstanding shares in the suspense account lying at March 31, 2024	143	2823

The voting rights on the shares outstanding in the "Reliance Capital Limited – Unclaimed Suspense Account" as on March 31, 2024 shall remain frozen till the rightful owner of such shares claims the share(s). Any shareholders who claim the share(s), the share(s) are credited to the respective beneficiary account after proper verifications.

VI. Fees to Statutory Auditors

The details of fees paid to M/s. Gokhale & Sathe, Chartered Accountants, Statutory Auditors and their network entities by the Company during the year ended March 31, 2024 are as follows:

(₹ in lakh)

Sr. No.	Particulars	2023-24
1.	Audit Fees*	34
2.	Certification and other reimbursement charges*	2
	Total	36

* All the above figures are excluding Goods and Services Tax.

VII. Investors' Grievances Attended

Received from	Received during		Redressed during		Pending as on	
	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23
SEBI	10	11	10	11	Nil	Nil
Stock Exchanges	15	17	15	17	Nil	Nil
NSDL/CDSL	-	-	-	-	Nil	Nil
Direct from investors	1758	1119	1758	1119	Nil	Nil
Total	**1783**	**1147**	**1783**	**1147**	**Nil**	**Nil**

Analysis of Grievances

	2023-24		2022-23	
	Numbers	%	Numbers	%
Non-receipt of dividend	1464	82.11	925	80.64
Non-receipt of share certificates	215	12.06	150	13.08
Others	104	5.83	72	6.28
Total	**1783**	**100.00**	**1147**	**100.00**

There was no complaint pending as on March 31, 2024

Notes :

1. The shareholder base was 7,48,998 as of March 31, 2024 and 7,83,443 as of March 31, 2023
2. Investors queries / grievances are normally attended within a period of 3 days from the date of receipt thereof, except in cases involving external agencies or compliance with longer procedural requirements specified by the authorities concerned.

VIII. Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Our policy on prevention of sexual harassment aims at promoting a productive work environment and protects individual rights against sexual harassment.

As reported by the Internal Complaints Committee, the disclosure is as under:

Sr. No.	Particulars	Details
1.	Number of complaints filed during the financial year	Nil
2.	Number of complaints disposed off during the financial year	Nil
3.	Number of complaints pending as on end of the financial year	Nil

IX. Details of Utilisation

During the year, the Company has not raised any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the Listing Regulations.

X. Subsidiaries

Pursuant to Regulation 16(1)(c) of the Listing Regulations, Reliance General Insurance Company Limited (RGIC), Reliance Nippon Life Insurance Company Limited (RNLICL) are material subsidiaries. Further, the Administrator has nominated Mr. Venkatarao Yadagani and Mr. Mrutinjay Mahapatra on the Board of RNLIC.

The Company monitors performance of subsidiary companies, inter alia, by the following means:

a. Financial statements, in particular the investments made by unlisted subsidiary companies are reviewed quarterly by the Audit Committee / Administrator of the Company.
b. Minutes of the meetings of the board of directors of all unlisted subsidiary companies are placed before the Company's Board / Administrator regularly.
c. A statement containing all the significant transactions and arrangements entered into by the unlisted subsidiary companies are placed before the Company's Board / Audit Committee / Administrator.

The policy for determination of material subsidiary is put on the website of the Company at the link http://www.reliancecapital.co.in/pdf/Policy-for-Determination-of-Material-Subsidiary.pdf. The unlisted material subsidiary have undergone Secretarial Audit by a practicing Company Secretary and its Secretarial Audit Report is available on the website of the Company.

XI. Means of communication

a. **Financial Results:** Financial Results for the quarter, half year, and Financial Year are published in the Financial Express (English) newspaper circulating in substantially the whole of India and in Navshakti (Marathi) newspaper and are also posted on the Company's website.
b. **Media Releases and Presentations:** Official media releases are sent to the Stock Exchanges before their release to the media for wider dissemination. Presentations, if any, made to media, analysts, institutional investors, etc. are posted on the Company's website.
c. **Website:** The Company's website contains a separate dedicated sections on 'Corporate Insolvency Resolution Process' (CIRP) and 'Investor Relations'. The CIRP section provides the details about the Management Team, initiation of CIRP,

Corporate Governance Report

List of Creditors, Expression of Interest, Provisional list of prospective resolution applicants and final list of prospective resolution applicants. Further, the Investor Relations sections contains comprehensive database of information of interest to our investors including the financial results and Annual Report of the Company, information on dividend declared by the Company in previous years, any price sensitive information disclosed to the regulatory authorities from time to time, business activities and the services rendered / facilities extended by the Company to our investors, in a user friendly manner. The basic information about the Company is provided on the Company's website and the same is updated regularly.

d. **Annual Report:** The Annual Report containing, inter alia, Notice of Annual General Meeting, Audited Financial Statement, Consolidated Financial Statement, Directors' Report, Auditors' Report and other important information is circulated to members and others entitled thereto. The Management Discussion and Analysis Report and Corporate Governance Report forms part of the Annual Report and are displayed on the Company's website.

The Companies Act, 2013 read with the Rules made thereunder and the Listing Regulations facilitate the service of documents to members through electronic means. In compliance with the various relaxations provided by SEBI and MCA, the Company has e-mailed the soft copies of the Annual Report to all those members whose e-mail IDs were available with its Registrar and Transfer Agent or Depositories and urged those members to register their e-mail IDs to receive the said communication.

e. **NSE Electronic Application Processing System (NEAPS) and New Digital Exchange Platform:** The NEAPS and New Digital Exchange Platform are web-based systems designed by NSE for corporates. The shareholding pattern, corporate governance report, corporate announcement, media release, if any, results, annual report etc. are filed electronically on the respective platforms, as applicable.

f. **BSE Corporate Compliance & Listing Centre (the 'Listing Centre'):** The Listing Centre is a web-based application designed by BSE for corporates. The shareholding pattern, corporate governance report, corporate announcement, media release, if any, results, annual report etc. are filed electronically on the Listing Centre.

g. **Unique Investor Helpdesk:** Exclusively for investor servicing, the Company has set up a Unique Investor Helpdesk with multiple access modes as under: Toll free no. (India): 1800 309 4001Fax: +91 40 6716 1791 E-mail: rclinvestor@kfintech.com

h. **Designated E-mail id:** The Company has also designated E-mail id: rcl.investor@relianceada.com exclusively for investor servicing.

i. **SEBI Complaints Redressal System (SCORES):** The investors' complaints are also being processed through the centralised web based complaint redressal system. The salient features of SCORES are availability of centralised data base of the complaints, uploading online action taken reports by the Company. Through SCORES the investors can view online, the action taken and current status of the complaints. In its efforts to improve ease of doing business, SEBI has launched a mobile app "SEBI SCORES", making it easier for investors to lodge their grievances with SEBI, as they can now access SCORES at their convenience of a smart phone.

XII. General shareholder information

The mandatory and various additional information of interest to investors are voluntarily furnished in a separate section on investor information in this Annual Report.

XIII. Certificate from Company Secretary in Practice on corporate governance

Certificate from Company Secretary in Practice on compliance of Regulation 34(3) of the Listing Regulations and provisions of RBI Directions relating to corporate governance is published in this Annual Report.

XIV. Review of governance practices

We have in this Report attempted to present the governance practices and principles being followed at Reliance Capital, as evolved over a period, and as best suited to the needs of our business and stakeholders.

XV. Board of Directors

1. Board Committees and Remuneration of Directors

The Reserve Bank of India in exercise of its powers conferred under Section 45-IE (1) of the Reserve Bank of India Act, 1934, vide its notification dated November 29, 2021, superseded the Board of Directors of the Company and all the Directors of the Company vacated their office.

Further, Audit Committee, Nomination and Remuneration Committee, Group Risk Management Committee, Stakeholders Relationship Committee, Corporate Social Responsibility (CSR) Committee, ALCO Committee and IT Strategy Committee of the Company constituted under the various provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Master Direction – Core Investment Companies (Reserve Bank) Directions, 2016 stand dissolved w.e.f November 29, 2021.

Disclosures relating to Directorship of Director is not applicable in view of supersession of the Board by the RBI

2. Insurance coverage

The Company has obtained Directors' and Officers' liability insurance coverage in respect of any legal action that might be initiated against officers of the Company, its subsidiary and associate companies.

3. Employee Stock Option Scheme

Our Employee Stock Option Scheme (the "Scheme") has been implemented by the Company to the eligible employees based on specified criteria.

The Plans were prepared in due compliance of the Scheme, Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock

Purchase Scheme) Guidelines, 1999 and other applicable laws, which are in compliance with the requirements of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

4. Compliance with non-mandatory requirements

a. The Board

The Company is under CIRP and Board has been superseded by RBI.

b. Audit qualifications

The qualification and management response to it are mentioned in the Director's Report forming part of this report.

c. Reporting of Internal Auditor

Post admission of the Company into CIRP, the Internal Auditor reported directly to the RBI Administrator.

5. General Body Meetings

Annual General Meetings

The Company held its last three Annual General Meetings (AGM) as under:

Financial Year	Date and Time	Whether Special Resolution passed or not
2022-23	September 28, 2023 02:00 P.M.	No
2021-22	September 26, 2022 11:00 A.M.	No
2020-21	September 14, 2021 11:00 A.M.	No

The Annual General Meetings for the year 2020-21, 2021-22 and 2022-23 were held through Video Conferencing (VC).

Extra-ordinary General Meeting

During the year, there was no Extra-Ordinary General Meeting held by the Company.

6. Postal Ballot

The Company had not conducted any business through Postal Ballot during the financial year 2022-23. None of the businesses proposed to be transacted in the ensuing Annual General Meeting require passing of a special resolution through postal ballot.

Compliance of Corporate Governance requirements specified in Regulations 17 to 27 and Regulation 46(2)(b) to (i) of the Listing Regulations:

(a) 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 your Company on November 29, 2021 and the RBI appointed Mr. Nageswara Rao Y as the Administrator of your Company under Section 45-IE (2) of the RBI Act; and

(b) As per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Regulation 15 :

"(2A) The provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed entity or a 'high value debt listed entity' which is undergoing corporate insolvency resolution process under the Insolvency Code, Provided that the role and responsibilities of the board of directors as specified under regulation 17 shall be fulfilled by the interim resolution professional or resolution professional in accordance with sections 17 and 23 of the Insolvency Code.

(2B) The provisions as specified in regulations 18, 19, 20 and 21 shall not be applicable during the insolvency resolution process period in respect of a listed entity [or a 'high value debt listed entity'] which is undergoing corporate insolvency resolution process under the Insolvency Code:

Provided that the roles and responsibilities of the committees specified in the respective regulations shall be fulfilled by the interim resolution professional or resolution professional."

Sr. No.	Particulars	Regulation	Compliance Status	Compliance Observed
1.	Board of Directors	17*	NA	
2.	Maximum number of Directorship	17A	NA	
3.	Audit Committee	18*	NA	
4.	Nomination and Remuneration Committee	19*	NA	
5.	Stakeholders Relationship Committee	20*	NA	
6.	Risk Management Committee	21*	NA	
7.	Vigil Mechanism	22	Yes	• Review of Vigil Mechanism for Directors and employees • Direct access to Chairperson of Audit Committee
8.	Related Party Transactions	23*	Yes	• Policy of Materiality of Related Party Transactions and dealing with Related Party Transactions • Approval including omnibus approval of Committee of Creditors • Review of Related Party Transactions • No material Related Party Transactions • Disclosure of Related Party Transactions on consolidated basis • Disclosure to Stock Exchanges and on Company's website

Corporate Governance Report

Sr. No.	Particulars	Regulation	Compliance Status	Compliance Observed
9.	Subsidiaries of the Company	24	Yes Yes	• Review of financial statements and Investment of unlisted subsidiaries by the Administrator • Minutes of the board of directors of the unlisted subsidiaries are placed before the Administrator • Significant transactions and arrangements of unlisted subsidiaries are placed before the Administrator
10.	Secretarial Compliance Report	24A	Yes	• Secretarial Compliance Report / Secretarial Audit Report • Secretarial Audit of unlisted Material Subsidiary
11.	Obligations with respect to Independent Directors	25*	NA	
12.	Obligations with respect to employees including Senior Management, Key Managerial Personnel, Directors and Promoters	26	Yes	• Affirmation on compliance of Code of Conduct by Senior Management • Disclosures by Senior Management about potential conflicts of interest • No agreement with regard to compensation or profit sharing in connection with dealings in securities of the Company by Key Managerial Personnel and Promoter
13.	Other Corporate Governance Requirements	27	Yes	• Filing of compliance report on Corporate Governance
14.	Website	46(2)(b) to (i)	Yes	• Code of Conduct of Board of Directors and Senior Management • Details of establishment of Vigil Mechanism / Whistle-blower policy • Criteria of making payment to Non-executive Director • Policy on dealing with Related Party Transactions • Policy for determining material subsidiaries

*Kindly refer note (b) above.

Certificate on Corporate Governance by Practicing Company Secretary

To,
The Members of
Reliance Capital Limited
Kamala Mills Compound,
Trade World, B Wing, 7th Floor
S B Marg, Lower Parel, Mumbai 400 013

I have examined the compliance of conditions of Corporate Governance by Reliance Capital Limited (‘the Company’) for the year ended March 31, 2024, as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations, 2015”) as referred to in Regulations 15(2) of the SEBI Listing Regulations, 2015 for the period from April 1, 2023 to March 31, 2024.

The compliance of conditions of Corporate Governance is the responsibility of the Company’s management and my examination was limited to procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015 and Master Direction - Core Investment Companies (Reserve Bank) Directions, 2016.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This certificate is issued solely for the purposes of complying with the aforesaid Regulations and may not be suitable for any other purpose.

For **Aashish K. Bhatt & Associates**
Practising Company Secretaries
(ICSI Unique Code S2008MH100200)

Aashish K. Bhatt
Proprietor
ACS No.: 19639, COP No.: 7023
PR No.: 2959/2023
UDIN: A019639F003199178

Mumbai
December 2, 2024

Investor Information

A. Annual General Meeting

The 38th Annual General Meeting (AGM) is scheduled to be held on Friday, December 27, 2024 at 2:00 P.M. (IST), through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

B. Financial year of the Company

The Financial Year of the Company is from April 1 to March 31 every year.

C. Dividend Payment Date

The Board of Directors of the Company has not recommended any dividend for the Financial Year.

D. Listing on Stock Exchanges

The Company's equity shares are actively traded on BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE).

BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Fort, Mumbai 400 001, Website : www.bseindia.com

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai 400 051, Website: www.nseindia.com

ISIN

ISIN for equity shares : INE013A01015

Global Depository Receipts (GDRs)

GDRs of the Company have been delisted from the Luxembourg Stock Exchange Societe De La Bourse w.e.f March 17, 2023 and settled on April 25, 2023, hence there are no outstanding GDR as on the date of this report.

Listings of Debt Securities on Indian Stock Exchange

The Debt Securities of the Company are listed on the Wholesale Debt Market (WDM) Segment of BSE.

Debenture Trustee

Vistra ITCL (India) Limited

The IL&FS Financial Center, Plot C-22, G Block

Bandra-Kurla Complex, Bandra East, Mumbai 400 051

Website: www.vistraitcl.com

Payment of Listing Fees and Depository Fees

Annual Listing fees to the Stock exchanges and annual custody / issuer fees to the depositories for the year 2024-2025 has been paid by the Company.

E. Stock codes

BSE Limited : 500111
National Stock Exchange of India Limited : RELCAPITAL

F. Market Information

Stock Price and Volume

Month	BSE Ltd.			National Stock Exchange Limited		
	High	Low	Volume	High	Low	Volume
April-2023	10.00	7.77	28,57,754	9.20	8.82	96,62,159
May-2023	10.10	8.40	25,19,965	9.25	8.88	1,04,63,648
June-2023	9.71	8.71	26,75,870	9.24	8.89	1,01,93,094
July-2023	11.92	9.75	31,05,014	10.70	10.70	24,77,205
August-2023	9.98	8.36	9,54,533	9.25	9.00	45,76,125
September-2023	12.07	9.68	34,43,793	9.60	9.60	86,28,481
October-2023	10.35	8.45	5,77,118	9.66	9.36	19,18,930
November-2023	12.46	9.38	63,28,016	10.88	10.77	56,15,568
December-2023	13.08	11.34	15,38,035	12.64	11.76	53,20,119
January-2024	15.16	11.90	13,43,146	14.09	13.54	1,01,13,979
February-2024	13.69	11.21	12,40,117	12.96	11.81	53,51,004
March-2024*	-	-	-	-	-	-

* The Stock Exchanges suspended trading of shares w.e.f March 1, 2024

G. Share Price Performance in comparison with broad based indices – BSE Sensex and NSE Nifty as on March 31, 2024

Period	RCL (%)	Sensex BSE (%)	Nifty NSE (%)
FY 2023-2024	(16.17)	24.85	28.61
2 years	31.76	25.75	27.84
3 years	6.08	48.76	51.98

Investor Information

H. Registrar and Transfer Agent of the Company and Investors' correspondence

Shareholders/Investors are requested to forward documents related to transmission, dematerialisation requests (through their respective Depository Participant), KYC Updation requests, IEPF Claims and other related correspondences directly to Registrar and Transfer Agent of the Company, KFin Technologies Limited ("KFintech"/"RTA") at the below mentioned address:

KFin Technologies Limited
Unit: Reliance Capital Limited
Selenium Building, Tower-B, Plot No 31 & 32,
Financial District, Nanakramguda,
Hyderabad 500 032,Telangana, India

Depository services

For guidance on depository services, shareholders may write to the RTA or to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) (collectively, "Depositories") at the following address:

NSDL

Trade World, A Wing, 4th Floor, Kamala Mills Compound,
Lower Parel, Mumbai 400 013.
www.nsdl.co.in

CDSL
Marathon Futurex, A-Wing, 25th Floor, N M Joshi Marg
Lower Parel (E), Mumbai 400013
www.cdslindia.com.

I. Share Transfer System

In terms of Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 ("Listing Regulations"), as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. Pursuant to SEBI Circular dated January 25, 2022, the listed companies shall issue the securities in dematerialized form only, for processing any service requests from shareholders viz., issue of duplicate share certificates, endorsement, transmission, transposition, etc. After processing the service request, a letter of confirmation will be issued to the shareholders and shall be valid for a period of 120 days, within which the shareholder shall make a request to the Depository Participant for dematerializing those shares. If the shareholders fail to submit the dematerialisation request within 120 days, then the Company shall credit those shares in the Suspense Escrow Demat account held by the Company. Shareholders can claim these shares transferred to Suspense Escrow Demat account on submission of necessary documents to KFintech.

Shareholding Pattern

Category of shareholders			As on 31.03.2024		As on 31.03.2023	
			Number of Shares	**%**	**Number of Shares**	**%**
(A)	Shareholding of promoter and promoter group					
	(i)	Indian	22 26 366	0.88	22 26 366	0.88
	(ii)	Foreign	0	0.00	0	0.00
	Total shareholding of promoter and promoter group		**22 26 366**	**0.88**	22 26 366	0.88
(B)	Public shareholding					
	(i)	Institutions	76 16 575	3.01	81 34 419	3.22
	(ii)	Non-institutions	24 12 65 961	95.47	23 96 51354	94.83
	Total public shareholding		**24 88 82 536**	**98.49**	24 77 85 773	98.05
(C)	Shares held by custodians and against which depository receipts have been issued		-	-	10 96 763	0.43
(D)	ESOS Trust		16 00 000	0.63	16 00 000	0.63
	Grand Total (A)+(B)+(C)+(D)		**25 27 08 902**	**100.00**	25 27 08 902	100.00

Distribution of shareholding

Number of shares	Number of shareholders as on 31.03.2024		Total shares as on 31.03.2024		Number of shareholders as on 31.03.2023		Total shares as on 31.03.2023	
	Number	%	Number	%	Number	%	Number	%
Upto 500	6 96 222	92.95	3 42 10 801	13.54	7 25 680	92.63	3 68 79 774	14.59
501 to 5000	47 292	6.31	7 08 17 877	28.02	51 814	6.61	7 77 80 867	30.78
5001 to 100000	5 343	0.71	7 96 85 413	31.53	5 821	0.74	8 55 58 645	33.86
Above 100000	1 41	0.02	6 79 94 811	26.91	1 29	0.02	5 24 89 616	20.77
Total	**7 48 998**	**100.00**	**25 27 08 902**	**100.00**	**7 83 444**	**100.00**	**25 27 08 902**	**100.00**

Investor Information

K. Dematerialization of shares and liquidity

As on March 31, 2024, 99.06% of the Company's equity shares are held in dematerialised form.

The detailed procedure for dematerialisation of shares is available on the website of the RTA at https://ris.kfintech.com/faq.html

L. Outstanding global depository receipts (GDRs) or warrants or any convertible instruments, conversion date and likely impact on equity

During the year, the Company has terminated its GDR Program and accordingly, all the outstanding GDRs have been converted to its underlying equity shares.

There are no outstanding warrants or any other convertible instruments that are likely to have impact on equity of the Company.

M. Commodity price risks or foreign exchange risk and hedging activities

The Company does not have any exposure to commodity price risks. However, the foreign exchange exposure and the interest rate risk have not been hedged by any derivative instrument or otherwise.

N. Plant Locations

The Company is engaged in the business of financial services and as such has no plant.

O. Credit Rating & Details of Revision, If any

Rating Agency	Type of Instrument	Rating as on March 31, 2023
CARE Ratings Limited	Long Term Debt Programme	CARE D; Issuer not cooperating (Single D; Issuer not cooperating)
	Principal Protected Market Linked Debentures	CARE PP-MLD D; Issuer not cooperating (PP-MLD Single D; Issuer not cooperating)
	Subordinated Debt	CARE D; Issuer not cooperating (Single D; Issuer not cooperating)
Brickwork Ratings India Private Limited	Principal Protected Market Linked Debentures	BWR PP MLD D; Issuer not cooperating (BWR Principal Protected Market Linked Debentures D)
	Subordinated Tier II NCD	BWR D; Issuer not cooperating (BWR Single D)
	Secured NCDs	BWR D; Issuer not cooperating (BWR Single D)

The Company's Non Convertible Debentures (NCDs) as well as Long Term and Short Term Bank facilities have been rated by CARE as CARE-D (Issuer not co-operating) and by India Ratings as IND-D. Brickworks Ratings has given rating of BWR D for Long term Loans. During the year under review, there is no revision in the ratings given by the above rating agencies

P. Shareholders/Investors may send any correspondence/ queries at the following address:

Queries relating to Financial Statement may be addressed to:

Chief Financial Officer
Reliance Capital Limited
Kamala Mills Compound, Trade World
B Wing, 7th Floor, S. B. Marg
Lower Parel, Mumbai 400 013
Tel : +91 22 4158 4000
Email: rcl.investor@relianceada.com

Correspondence on investor services may be addressed to:

Company Secretary & Compliance Officer
Reliance Capital Limited
Kamala Mills Compound, Trade World
B Wing, 7th Floor, S. B. Marg
Lower Parel, Mumbai 400 013
Tel : +91 22 4158 4000
Email: rcl.investor@relianceada.com

Q. Other Information:

Unclaimed dividend/ Shares

The Company had transferred ₹ 3,28,28,080 from the Unclaimed dividend account 2015-16 to the Investor Education and Protection Fund Authority (IEPF) pursuant to the provisions of the Companies Act, 2013. Unclaimed dividend amount of ₹ 6,76,755/- has been retained in the unpaid dividend account 2015-16 on account of pending legal cases.

The dividend and other benefits, if any, for the following years remaining unclaimed for seven years from the date of declaration are required to be transferred by the Company to IEPF and the various dates for transfer of such amount are as under:

Financial year ended	Dividend per share (₹)	Date of declaration	Due for transfer on	Amount lying in the unpaid dividend account (in ₹)
31-03-2017	10.50	26-09-2017	25-10-2024	3 68 87 371
31-03-2018	11.00	18-09-2018	17-10-2025	2 71 18 454

Investor Information

Members who have so far not encashed dividend warrants for the aforesaid years are requested to approach the Company's Registrar and Transfer Agent, KFin Technologies Limited immediately. The Company shall transfer to IEPF within the stipulated period (a) the unpaid or unclaimed dividend for the financial year 2015-16; (b) the shares on which dividend has not been claimed or encashed for last seven consecutive years or more. The Company has individually communicated to the concerned shareholders whose shares are liable to be transferred to the IEPF, to enable them to take appropriate action for claiming the unclaimed dividends and shares, if any, by due date, failing which the Company would transfer the aforesaid shares to the IEPF as per the procedure set out in the Rules.

Members are requested to note that no claims shall lie against the Company in respect of their shares or the amounts so transferred to IEPF and no payment shall be made in respect of any such claim. Any shareholder whose shares and unclaimed dividends and sale proceeds of fractional shares has been transferred to the Fund, may claim the shares or apply for claiming the dividend transferred to IEPF by making an application in Form IEPF 5 available on the website www.iepf.gov.in along with the applicable fee.

The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 28, 2023 (date of last Annual General Meeting) and the details of such shareholders and shares due for transfer on the website of the Company, as also on the website of the Ministry of Corporate Affair

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

Equity History

Sr. No.	Date	Particulars	Price per equity share (₹)	No. of shares	Cumulative Total
1.	05-03-1986	Shares issued upon incorporation	10	7000	7000
2.	14-06-1990 & 21-06-1990	1st Public Issue	10	1 99 93 000	2 00 00 000
3.	28-08-1992	Shares issued upon amalgamation	10	18 70 000	2 18 70 000
4.	10-02-1993	1st Rights Issue 1992 with a ratio of 1:1	40	2 18 77 500	4 37 47 500
5.	18-07-1994 & 29-10-1994	Preferential Allotment to Promoters	50	2 74 00 000	7 11 47 500
6.	20-01-1995 & 17-02-1995	Rights Issue 1995	140	4 33 97 592	11 45 45 092
7.	29-03-1995	Rights Issue 1995	50	1 40 01 970	12 85 47 062
8.	11-07-1995	Allotment of Rights kept in abeyance	50	42 790	12 85 89 852
9.	13-11-1995	Allotment of Rights kept in abeyance	50	13 280	12 86 03 132
10.	09-02-1996	Allotment of Rights kept in abeyance	50	9 620	12 86 12 752
11.	29-06-1996	Allotment of Rights kept in abeyance	150	12 400	12 86 25 152
12.	31-03-1997	Allotment of Rights kept in abeyance	50	25 298	12 86 50 450
13.	04-11-1996	Forfeiture of equity shares relating to Public Issue of 1990 and Rights Issue 1992	-	(1 23 400)	12 85 27 050
14.	27-04-2000	Forfeiture of equity shares relating to Public and Rights Issue 1995	-	(12 61 455)	12 72 65 595
15.	27-04-2000 to 29-07-2003	Forfeiture of equity shares annulled	-	40 649	12 73 06 244
16.	21-07-2005	Preferential Allotment to FIIs	228	1 62 60 001	14 35 66 245
17.	02-08-2005	Preferential Allotment to Promoters	228	6 00 00 000	20 35 66 245
18.	22-08-2005	Allotment to Promoter upon Conversion of warrants on preferential basis	228	38 00 000	20 73 66 245
19.	31-03-2006	Allotment to Promoter upon Conversion of warrants on preferential basis	228	1 55 00 000	22 28 66 245
20.	07-08-2006	Allotment pursuant to amalgamation of Reliance Capital Ventures Ltd. (RCVL) with the Company	10		6 11 56 521
21.	07-08-2006	Less: Shares extinguished due to amalgamation of RCVL with the Company	-	(600 89 966)	22 39 32 800
22.	30-01-2007	Allotment to Promoter upon Conversion of warrants on preferential basis	228	2 17 00 000	24 56 32 800
23.	12-03-2015	Preferential allotment to Sumitomo Mitsui Trust Bank	530	70 00 000	25 26 32 800
24.	03-07-2017 to 04-09-2017	Allotment pursuant to ESOS	396	56 830	25 26 89 630
25.	01-12-2017 to 11-01-2018	Allotment pursuant to ESOS	296	15 052	25 27 04 682
26.	02-07-2018	Allotment pursuant to ESOS	296	4 220	25 27 08 902

Investor Information

Legal Proceedings

There are certain pending cases relating to disputes over title to shares, in which the Company is made a party. These cases are however not material in nature.

Investor Centre

As an ongoing endeavour to enhance Investor experience and leverage new technology, Company's RTA has been continuously developing new applications, a list of is given below:

(i) **Investor Support Centre:** A webpage accessible via any browser-enabled system, Investors can use a host of services like Post a query, Raise a service request, Track the status of their DEMAT and REMAT request, Dividend status, Interest and Redemption status, Upload exemption forms (TDS), Download all ISR and other related forms URL: https://ris. kFintech.com/clientservices/isc/default.aspx

(ii) eSign Facility: Common and simplified norms for processing investor's service requests by RTAs and norms for furnishing PAN, KYC details and Nomination require that the eSign option be provided to Investors for raising service requests. KFIN is the only RTA which has enabled the option and can be accessed via this link: https://ris.kfintech.com/clientservices/isr/ isr1aspx?mode=f3Y5zP9DDN%3d

(iii) KYC Status: Shareholders can access the KYC status of their folio. The webpage has been created to ensure that shareholders have requisite information regarding the folios: URL: https://ris.kfintech.com/clientservices/isc/kycqry.aspx

(iv) KPRISM: A mobile application as well as a webpage which allows users to access Folio details, Interest and Dividend status, FAQs, ISR Forms and a full suite of other investor services. URL: https://kprism.kfintech.com/signin.aspx.

(v) Senior Citizens - To enhance the investor experience for Senior Citizens, a Senior Citizens investor cell has been newly formed to assist exclusively the Senior Citizens in redressing their grievances, complaints and queries which shall closely monitor the complaints coming from Senior Citizens through this channel. This service can be availed by sending email to "senior.citizen@kfintech.com"

Members holding shares in physical mode

SEBI through its various circulars (its last circular dated March 16, 2023) had mandated the RTA to freeze the folios of all shareholders holding physical securities if they do not furnish the details of PAN, Nomination, Contact details, Bank A/c details and Specimen signature by September 30, 2023. SEBI vide circular SEBI/HO/MIRSD/ MIRSD-PoD-1/P/ CIR/2023/158 dated September 26,2023, extended the due date for submission of above documents from September 30, 2023 to December 31, 2023

Shareholders are requested to note that pursuant to SEBI circulars dated November 03, 2021 (subsequently amended by circulars dated December 14, 2021, March 16, 2023 and November 17, 2023) those holding securities in physical form, whose folio(s) were not updated with PAN,KYC details, Bank Account Details, signature, choice of nomination, shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from April 01, 2024.

Further, based on feedback from investors and to mitigate unintended challenges, provision of freezing of folios and referring it to the administering authority under the Benami Transactions (Prohibitions) Act,1988 and/or Prevention of Money Laundering Act, 2002 has been done away with immediate effect.vide SEBI circular SEBI/HO/MIRSD/ MIRSD-PoD-1/P/CIR/2023/181 dated November 17, 2023. In view of the above. Members are urged to submit their aforesaid details to the Company/ RTA at einward.ris@kfintech.com if not already done.

Shareholders are requested to register/update their email address and mobile numbers with Company/ KFintech for receiving all communications from the Company electronically and to register the nomination details in respect of their shareholding in the Company by submitting the prescribed forms.

The security holder(s), whose folio(s) do not have PAN or Choice of Nomination or other Contact Details shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing the same and for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from April 01, 2024.

Register for SMS alert facility

Investor should register with their Depositary Participant (DP) for the SMS alert facility. Both Depositories viz. NSDL and CDSL alert investors through SMS of the debits and credits in their demat account.

Intimation of mobile number

Shareholders are requested to intimate their mobile number and changes therein, if any, to KFintech, if shares are held in physical form or to their DP if the holding is in electronic form, to receive communications on corporate actions and other information of the Company.

Register e-mail address

Investors should register their email address with the Company/ DPs/RTA. This will help them in receiving all communication from the Company electronically at their email address. This also avoids delay in receiving communications from the Company. Prescribed form for registration may please be downloaded from the Company's website.

Investor Information

Facility for a Basic Services Demat Account (BSDA) for small investors

SEBI has stated that all the Depository Participants (DPs) shall make available a BSDA for the shareholders unless otherwise opted for regular demat account with (a) No Annual Maintenance charges if the value of holding is up to ₹ 50,000/- and (b) Annual Maintenance charges not exceeding ₹ 100/- for value of holding from ₹ 50,001 to ₹ 2,00,000/-

SEBI Complaint Redressal System (SCORES 2.0)

The investors' complaints are also being processed through the centralized web based complaint redressal system. The salient features of SCORES include availability of centralised database of the complaints and provision for the Company to upload online action taken reports. Through SCORES, the investors can view online, the actions taken and current status of the complaints. In its efforts to improve ease of doing business, SEBI has launched a mobile app "SEBI SCORES", making it easier for investors to lodge their grievances with SEBI, as they can now access SCORES at their convenience.

SEBI has launched the new version of the SEBI Complaint Redress System (SCORES 2.0) and with effect from March 28, 2024, the old version of SCORES has been closed for lodging complaint However investors can check status of their complaints lodged in old SCORES on the old portal. Investors can lodge complaints only through new version of SCORES i.e. https:// scores.sebi. gov. in from April 01, 2024.

Online Dispute Resolution (ODR) Mechanism

SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, the Company has enrolled on the ODR Portal and the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login). This option can be exercised by the investor after exhausting other options like lodging direct compliant with the Company or escalating the same through SCORES Portal. The details of the same can also be accessed through the Company's website.

Independent Auditors' Report

To the Members of Reliance Capital Limited

Report on the audit of standalone financial statements

Introduction

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 Reliance Capital Limited ("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

We have audited the standalone financial statements of Reliance Capital Limited, which comprise the Standalone Balance Sheet as at March 31, 2024, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of material accounting policy information and other explanatory information ("the financial statements").

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 the "Basis for qualified opinion" paragraph of our report, the aforesaid financial statements give the information required by Companies Act, 2013 ("the Act") in the manner so required and give true and fair view in conformity with the accounting principle generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and loss, other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for qualified opinion

a. We draw attention to Note no. 1 to the standalone financial statements 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 the 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 statements as compared to the liabilities reflected in the books of account of the Company, which have not been quantified.

b. We draw attention to Note no. 1 to the standalone financial statements which explains that in view of pending implementation of the 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 year ended March 31, 2024 amounting to Rs.1,60,085 lakhs respectively has not been recognised. Had such interest been recognised, the loss before tax for the year ended March 31, 2024 would have been higher by 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.

c. We have been informed that certain information, including the minutes of meetings of the Committee of Creditors ("COC") and Monitoring Committee ("MC") 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 till the date of approval of the resolution plan do not have any implications on the standalone financial statements.

We conducted our audit in accordance with the Standards on Auditing ("the SAs") specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the standalone financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to Note no. 1 to the standalone financial statements 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 standalone financial statements for the 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. 15 to the standalone financial statements, 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 indicate that material uncertainty exists, that may cast significant doubt on the Company's ability to continue as a Going Concern. Our opinion on the standalone financial statements is not modified in respect of the above matter.

Independent Auditors' Report

Emphasis of Matter

a. We draw attention to Note no. 1 of the standalone financial statements 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.

b. We draw attention to Note no. 40(d) of the standalone financial statements which refers to the filing under Section 143(12) of the Act of Ministry of Corporate Affairs by one of the previous Auditors for the financial year 2018-2019. Based on the facts as described in the aforesaid, the Company has concluded that there were no matters attracting the said section and the matter is under consideration by the Ministry of Corporate affairs.

c. We draw attention to Note no. 40(c) of the standalone financial statements 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.

d. We draw attention to Note no. 40(a) of the standalone financial statements 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 the above matters.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

Key Audit Matter	How the matter was addressed in our audit
Loans and Investments – Recognition, Measurement and Impairment	
Refer to the accounting policy and other information in Note No. 2.e Financial Instruments, Note No.2.h Financial Guarantee Contracts, Note No.3 Critical estimates and judgements, Note No. 7 Loans and Advances, Note No. 8 Investments and Note No. 49 Financial Risk Management of the standalone financial statements.	
The Company has total loans outstanding of Rs.8,63,029 lakhs on which 100% ECL provision is made as per books of accounts and investments of Rs. 11,08,816 lakhs as on March 31, 2024. The Company's investment in subsidiaries and associates are measured at cost less provision for impairment. if any. During the CIRP, the Administrator appointed 2 registered valuers who have submitted their report. Vide the Approved Resolution Plan and on the basis of these reports, as and when values are assigned to individual assets, the Company will consider the impact of impairment, if any, on implementation of approved resolution plan. However, the management has made prudential provisions in respect of its loans or investments in entities where the net worth has been eroded as at March 31, 2024. Considering the significance of the matter to the overall standalone financial statements, the level of management's judgement and considering the implementation of the Approved Resolution Plan, this item is considered as a key audit matter.	• We read and assessed the Company's accounting policies for recognition, measurement and impairment of investments and their compliance with relevant Ind AS. • Evaluating the audited financial statements provided by subsidiaries and associates to assess whether their net worth as at March 31, 2024 has eroded and wherever indication of impairment exists whether management has recognized appropriate provisions. • Assessing appropriateness of the disclosure made by the management in the standalone financial statements. • We have also obtained management representations wherever considered necessary.

Information other than the standalone financial statements and auditor's report thereon

The Company's management and the Administrator are responsible for the preparation of the other information. The other information comprises the information included in the Annual Report but does not include the Standalone Financial Statements, Consolidated Financial Statements and our report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

Responsibilities of Management and Administrator for the standalone financial statements

The standalone financial statements of the Company for the 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. 1 of the standalone financials statements, 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 the Act and other applicable laws and regulations with respect to the preparation of the standalone financial statements. The standalone financial statements are the responsibility of the Company's management and the

Independent Auditors' Report

Administrator under the provisions of Section 45-IE (4) of the Reserve Bank of India Act, 1934 and has been approved by them for issuance.

The Company's management and the Administrator are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these financial statements that give a true and fair view of the state of affairs, loss and other comprehensive loss, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ("Ind AS") specified under section 133 of the Act. 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 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financials statements, 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.

The Administrator is also responsible for overseeing the Company's financial reporting process.

Auditors' responsibilities for the audit of the standalone financial statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

a. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

b. 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.

c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial statements made by the management and the Administrator.

d. 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 and on the ability of the Company 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

e. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit, except wherever stated otherwise;

Independent Auditors' Report

b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

c. The standalone balance sheet, the standalone statement of profit and loss, (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flow dealt with by this Report are in agreement with the books of account;

d. Except for the effects of the matters described in the basis for qualified opinion section the standalone financial statements comply with the Ind AS specified under Section 133 of the Act;

e. The matters described in paragraphs "a to c" under "Basis of Qualified Opinion" section and "Material Uncertainty related to Going Concern" section of our report, in our opinion, may have an adverse effect on the functioning of the Company.

f. As explained in the "Introduction" section of our report, the RBI vide its letter and press release dated November 29, 2021 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. Hence, we do not comment on whether any Director is disqualified from being appointed as a Director under Section 164(2).

g. With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B";

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements – Refer Note no. 38 to the standalone financial statements.

   ii. The Company has made provisions, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts. Refer Note no. 47 to the standalone financial statements.

   iii. Other than for dividend amounting to Rs. 35 lakhs pertaining to financial year 2010-11 to financial year 2015-16 which could not be transferred on account of pendency of various investor legal cases and Rs. 329 lakhs which were due for transfer as on October 26, 2023 but were not transferred on dues date (which were subsequently transferred on April 23, 2024), there has been no delay in transferring amounts required to be transferred, to the Investor Education and Protection Fund by the Company.

   iv. In respect of Rule 11(e) of the Companies (Audit and Auditors) Rules, 2014,

   a. The Administrator and management has represented that, to the best of its knowledge and belief, as disclosed in Note no. 52 of the standalone financial statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   b. Further, the Administrator and management has represented, that, to the best of its knowledge and belief, as disclosed in Note no. 52 of the standalone financial statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under (a) and (b) above, contain any material misstatement.

   v. Based on our examination, which included test checks, the Company has used accounting softwares for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

   As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

   vi. In our opinion and according to the information and explanations given to us, the Company has not declared or paid dividend during the year.

3. The RBI vide its letter and press release dated November 29, 2021 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. Hence, section 197 of the Act is not applicable.

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

Rahul Joglekar
Partner
Membership No.:129389
UDIN: 24129389BKASRG4055

Place: Mumbai
Date: May 30, 2024

Annexure A to Independent Auditor's Report

(Referred to in the Independent Auditors' Report of even date to the members of Reliance Capital Limited on the Standalone Financial Statements as of and for the year ended March 31, 2024)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property plant and equipment including intangible assets.

(b) The property, plant and equipment of the Company have been physically verified by the management during the year 2023-2024. Discrepancies have been noticed on such verification, the impact of which on the standalone financial statements is not material.

(c) The title deeds (comprising of registered sale deeds/ transfer deeds/conveyance deeds) of all immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) provided to us, are held in the name of the Company as at the balance sheet date.

(d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The nature of the Company's business is such that it is not required to hold any inventories and, hence, reporting under clause 3(ii)(a) of the order is not applicable to the Company.

(b) As per the standalone financial statements and data made available to us, no new working capital limits have been sanctioned to the Company during the year and, hence, reporting under clause 3(ii)(b) of the order is not applicable to the Company.

(iii) (a) Since the principal business of the Company is to give loans, reporting under clause 3(iii)(a) of the Order is not applicable to the Company.

(b) Investment made by the Company during the year is prima facie not prejudicial to the interest of the Company.

(c) In respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated. Note no. 49 of the standalone financial statements explains the Company's policy relating to expected credit loss measurement and impairment of financial assets. In accordance with that policy, loans as at the year-end aggregating to Rs.8,63,029 lakh were categorized as credit impaired ("Stage 3") where the repayment of principal and payment of interest is not regular. Disclosures in respect of such loans have been provided in Note No. 7 to the standalone financial statements. Having regard to the nature of the Company's business and the volume of information involved, it is not practicable to provide an itemised list of loan assets where delinquencies in the repayment of principal and interest have been identified.

(d) The total overdue amount for more than 90 days as on March 31, 2024 are as below:

(Rs. In lakh)

No. of cases	Principal amount overdue	Interest overdue	Total overdue	Remarks (if any)
26	8,63,029	1,37,486	10,00,515	None

With effect from December 06, 2021, the Company has been admitted under CIRP and the Administrator had taken various steps for the recovery of the principal and interest. 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"). The same is being implemented and 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.

(e) Since the principal business of the Company is to give loans, reporting under clause 3(iii)(e) of the Order is not applicable to the Company.

(f) During the year 2023-2024, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) There are no loans, investments, guarantees and securities granted in respect of which provisions of Section 185 and 186 of the Act are attracted. Accordingly, clause 3(iv) of the Order is not applicable to the Company.

(v) In our opinion and according to the information and explanation given to us, the Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and sections 73 to 76 of the Act and the rules framed there under to the extent notified. Therefore, the provisions of clause 3(v) of the Order are not applicable to the Company.

(vi) In our opinion and according to the information and explanation given to us, the Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Therefore, the provisions of clause 3(vi) of the said Order are not applicable to the Company.

(vii) (a) In our opinion, the Company is generally regular in depositing with the appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, sales-tax, goods and service tax, cess and other material statutory dues applicable to it, except an amount of Rs.329 lakh of unclaimed dividend required to be transferred on October 26, 2023 not transferred to the Investor Education and Protection Fund as on March 31, 2024 (which were subsequently transferred on April 23, 2024). According to information and explanations given to us, no undisputed amounts payable were outstanding, at the year end, for a period of more than six months from the date they became payable, except Rs.35 lakh of unclaimed dividend not transferred on account of various investor legal cases.

Independent Auditors' Report

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2024 on account of disputes are given below:

Name of the statute	Nature of dues	Amount (Rs. in lakh)	Period to which the amount relates	Forum where the dispute is pending
CGST/ SGST Act, 2017	GST	36	F.Y. 2018-19	Office of Joint Commissioner of State Tax (Appeal-1), Mumbai
Income tax Act, 1961	Income Tax	2,920	F.Y. 2017-18	Commissioner of Income Tax (Appeals), Mumbai
Income tax Act, 1961	Income Tax	650	F.Y. 2017-18	Commissioner of Income Tax (Appeals), Mumbai
Income tax Act, 1961	Income Tax	4764	F.Y. 2016-17	Commissioner of Income Tax (Appeals), Mumbai
Income tax Act. 1961	Income Tax	349	F.Y. 2015-16	Commissioner of Income Tax (Appeals), Mumbai
Income tax Act, 1961	Income Tax	632	F.Y. 2015-16	Commissioner of Income Tax (Appeals), Mumbai
Income tax Act, 1961	Income Tax	4996	F.Y. 2014-15	High Court, Mumbai
Income tax Act, 1961	Income Tax	4708	F.Y. 2013-14	High Court, Mumbai
Income tax Act, 1961	Income Tax	4549	F.Y. 2012-13	High Court, Mumbai
Income tax Act, 1961	Income Tax	775	F.Y. 2011-12	High Court, Mumbai
Income tax Act, 1961	Income Tax	59,943	F.Y. 2010-11	High Court, Mumbai
Income tax Act, 1961	Income Tax	433	F.Y. 2010-11	High Court, Mumbai
Income tax Act, 1961	Income Tax	942	F.Y. 2009-10	High Court, Mumbai
Income tax Act, 1961	Income Tax	553	F.Y. 2008-09	High Court, Mumbai
Income tax Act, 1961	Income Tax	275	F.Y. 2007-08	High Court, Mumbai

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a) According to the information and explanation given to us, the Company has defaulted in repayment of loans and other borrowings and in the payment of interest thereon to debenture holders, banks or financial institutions and other lenders. The amount and period of default is given below:

(Rs. in lakh)

Name of lender	Amount not paid on due date	Whether principal or interest	No. of Days delay or unpaid	Remarks
A. Non-Convertible Debentures and Market Linked Debentures				
Non-Convertible Debentures and Market Linked Debentures (Refer note below)	16,25,956	Principal	1644	None
Non-Convertible Debentures and Market Linked Debentures (Refer note Below)	4,17,631	Interest	1644	None
B. Loans from Banks / Financials Institutions				
Assets Care & Reconstruction Enterprise Limited-108-Trust	52,398	Principal	1552	None
Assets Care & Reconstruction Enterprise Limited-108-Trust	11,792	Interest	1593	None
Assets Care & Reconstruction Enterprise Limited-116-Trust	7260	Principal	1589	None
Assets Care & Reconstruction Enterprise Limited-116-Trust	1,823	Interest	1613	None
C. Inter Corporate Deposits				
VSJ Investments Private Limited	12,385	Principal	1613	None
VSJ Investments Private Limited	2,928	Interest	1613	None
Mazson Builders and Developers	7,295	Principal	1603	None
Mazson Builders and Developers	2,168	Interest	1603	None
Shrikrishna Tradecom LLP	18,200	Principal	1663	None
Shrikrishna Tradecom LLP	6,110	Interest	1663	None
Guruvas Commercials LLP	17,400	Principal	1663	None
Guruvas Commercials LLP	5,842	Interest	1663	None
Shreeji Comtrade LLP	900	Principal	1663	None
Shreeji Comtrade LLP	302	Interest	1663	None

Note: The Company has issued the Non-convertible Debentures and Market Linked Debentures on private placement basis which is being held by 1,227 debenture holders. Hence, it is not practical to provide detailed listing of individual holders of non-convertible debentures. Further the interest amount is considered for the period upto December 06, 2021, i.e. the date on which the Company has been admitted into CIRP, the period of default has been considered till March 31, 2024.

(b) The Company has not been declared a willful defaulter by any bank or financial institution or other lender.

(c) During the year, the Company has not raised term loans. Hence, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) During the year, the Company has not raised funds on short term basis. Hence, reporting under clause 3(ix)(d) of the Order is not applicable to the Company.

Independent Auditors' Report

(e) During the year, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) During the year, the Company has not raised loans on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, reporting under clause 3(ix)(f) of the order is not applicable to the Company.

(x) (a) The Company has not raised monies by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have not come across any instance of material fraud by or on the Company, noticed or reported during the year, nor have we been informed of such case by management.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) No whistleblower complaints have been received by the Company during the year.

(xii) The Company is not a Nidhi Company and hence, reporting under clause 3 (xii) of the Order is not applicable.

(xiii) The RBI vide its letter and press release dated November 29, 2021 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. Therefore provisions of Section 177 and 188 are not applicable. The details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) RBI vide the 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. Thus, reporting under clause (xv) of the order is not applicable.

(xvi) (a) The Company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) and the said registration has been obtained.

(b) The Company is not conducting any non-banking financial activity without a valid Certificate of Registration (CoR) from the Reserve Bank of India.

(c) The Company is a Core Investment Company as defined in the regulations of the RBI. The Company has obtained the required registration with Reserve Bank of India and continues to fulfil the criteria of a CIC.

(d) According to the information and explanations given to us and on the basis of our examination of the records, there is no other Core Investment Company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has incurred cash loss of Rs. 8,662 lakh during the current financial year and of Rs. 2,64,746 lakh during the immediately preceding financial year.

(xviii) During the year, there is no resignation of the statutory auditors and accordingly reporting under clause 3(xviii) of the Order is not applicable.

(ix) 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 the asset cover for listed secured non-convertible debentures of the Company has fallen below one hundred percent, which indicates that material uncertainty exists as on the date of the audit report. Pursuant to the admission and commencement of CIRP of the Company under Insolvency and Bankruptcy Code, 2016 (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 shall be determined during the CIRP. Considering the uncertainty of the outcome of the CIRP process we are not in a position to comment whether the company would be capable of meeting its liabilities existing as at the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date.

(xx) (a) The Company is not required to spend towards Corporate Social Responsibility (CSR) as per Section 135 of the Companies Act, 2013, since there is no profit in the last 3 years calculated as per the provisions of the Act. Hence reporting under clause 3(xx)(a) of the order is not required.

(b) There are no unspent amounts under sub-section (5) of Section 135 of the Act, pursuant to any ongoing project requiring transfer to special account in compliance with the provision of sub-section (6) of section 135 of the Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(ix) Clause 3(xxi) of the Order is not applicable to the standalone financial statements.

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

Rahul Joglekar
Partner
Membership No.: 129389
UDIN: 24129389BKASRG4055

Place: Mumbai
Date: May 30, 2024

Independent Auditors' Report

Annexure B to the Independent Auditors' Report

(Referred to in paragraph 2(f) under "Report on Other Legal and Regulatory Requirements" section of our report to the members of Reliance Capital Limited of even date)

Report on the Internal Financial Controls with reference to the Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

Introduction

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 Reliance Capital Ltd. ("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. We have audited the internal financial controls with reference to standalone financial statements of Reliance Capital Limited as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's responsibility for internal financial controls

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

Auditors' responsibility

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

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

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

Meaning of internal financial controls with reference to standalone financial statements

A Company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls with reference to financial statements include those policies and procedures that –

a. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

b. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management of the Company and the Administrator; and

c. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent limitations of internal financial controls with reference to standalone financial statements

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

Opinion

In our opinion and to the best of information and according to explanations given to us, the Company has maintained adequate internal financial controls with reference to standalone financial statements as at March 31, 2024 based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note and the Company's internal financial control with reference to standalone financial statements were operating effectively as at March 31, 2024.

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

Rahul Joglekar
Partner
Membership No.: 129389
UDIN: 24129389BKASRG4055

Place: Mumbai
Date: May 30, 2024

Standalone Balance Sheet as at March 31, 2024

(₹ in lakh)

Particulars	Note No.	As at March 31, 2024	As at March 31, 2023
ASSETS			
Financial Assets			
Cash and cash equivalents	4	**30 101**	21 004
Bank balance other than cash and cash equivalents above	5	**1 004**	1 285
Receivables			
(I) Trade receivables	6	**27**	27
(II) Other receivables		**-**	-
Loans	7	**-**	-
Investments	8	**11 08 816**	11 43 291
Other financial assets	9	**2 617**	2 900
Total Financial Assets		**11 42 565**	11 68 507
Non-Financial Assets			
Current tax assets (Net)	10	**1 553**	1 199
Investment property	11	**7 081**	7 289
Property, plant and equipment	12	**3 430**	3 931
Other intangible assets	13	**-**	-
Other non-financial assets	14	**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	47	**-**	-
Debt securities	15	**16 25 956**	16 25 956
Borrowings (Other than Debt securities)	16	**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	17	**4 49 987**	4 50 767
Total Financial Liabilities		**21 91 782**	21 95 362
Non-financial Liabilities			
Provisions	18	**60 483**	60 513
Other non-financial liabilities	19	**1 552**	1 471
Total Non - Financial Liabilities		**62 035**	61 984
EQUITY			
Equity share capital	20	**25 324**	25 324
Other equity	21	**(10 92 463)**	(10 68 456)
Total Equity		**(10 67 139)**	(10 43 132)
Total Liabilities and Equity		**11 86 678**	12 14 214

Material Accounting Policies (Refer note no. 2)

The accompanying notes (1-55) form integral part of the Standalone Financial Statements.

As per our report of even date attached
For Gokhale & Sathe
Chartered Accountants
Firm Registration No.: 103264W

Rahul Joglekar
Partner
Membership Number : 129389

Mumbai,
Dated: May 30, 2024

for Reliance Capital Limited
(a Company under Corporate Insolvency Resolution Process by an order dated December 06, 2021 passed by Hon' NCLT Mumbai)

Administrator	**Nageswara Rao Y**
Chief Financial Officer	**Aman Gudral**
Company Secretary & Compliance Officer	**Atul Tandon**

Mumbai,
Dated: May 30, 2024

Standalone Statement of Profit and Loss for the year ended March 31, 2024

(₹ in lakh)

Particulars	Note No.	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from operations			
Interest income	22	**2 007**	942
Dividend income		**2 101**	825
Rental income		**-**	20
Fees income	23	**-**	165
Other operating income	24	**-**	-
Total revenue from operations		**4 108**	**1 952**
Other income	25	**1 164**	146
Total income		**5 272**	**2 098**
Expenses			
Finance costs	26	**1**	30
Net loss/(gain) on fair value changes	27	**(27 615)**	40 076
Impairment on financial instruments (net)	28	**52 906**	1 22 471
Employee benefits expense	29	**353**	823
Depreciation, amortisation and impairment	11,12 &13	**325**	412
Others expenses	30	**2 575**	9 056
Total expenses		**28 545**	**1 72 868**
Profit/(loss) before tax		**(23 273)**	**(1 70 770)**
Tax expense:	31		
- Current tax		**-**	-
- Deferred tax		**-**	-
- Taxation of earlier years		**-**	-
Total tax expense		**-**	-
Profit/(loss) after tax for the year		**(23 273)**	**(1 70 770)**
Other Comprehensive Income / (Loss)			
Items that will not be reclassified to profit or loss			
- Change in FVOCI on equity instrument		**-**	(747)
- Remeasurements of post-employment benefit obligations		**(18)**	(32)
- Income tax relating to these items		**-**	-
Other Comprehensive Income / (Loss) for the year		**(18)**	**(779)**
Total Comprehensive Income / (Loss) for the year		**(23 291)**	**(1 71 549)**
Earnings per equity share (face value of ₹ 10 per share)			
- Basic (₹)	37	**(9.27)**	**(68.01)**
- Diluted (₹)	37	**(9.27)**	**(68.01)**

Material Accounting Policies (Refer note no. 2)

The accompanying notes (1-55) form integral part of the Standalone Financial Statements.

As per our report of even date attached
For Gokhale & Sathe
Chartered Accountants
Firm Registration No.: 103264W

Rahul Joglekar
Partner
Membership Number : 129389

Mumbai,
Dated: May 30, 2024

for Reliance Capital Limited
(a Company under Corporate Insolvency Resolution Process by an order dated December 06, 2021 passed by Hon' NCLT Mumbai)

Administrator **Nageswara Rao Y**

Chief Financial Officer **Aman Gudral**

Company Secretary & Compliance Officer **Atul Tandon**

Mumbai,
Dated: May 30, 2024

Standalone Statement of Changes in Equity for the year ended March 31, 2024

A. Equity share capital

(₹ in lakh)

Particulars	Note No.	As at March 31,2024		As at March 31, 2023	
	20	**Number**	**Amount**	Number	Amount
Balance at the beginning of the year		**25 27 08 902**	**25 324**	25 27 08 902	25 324
Changes in Equity Share Capital due to prior period errors		-	-	-	-
Restated balance at the beginning of the year		**25 27 08 902**	**25 324**	25 27 08 902	25 324
Changes in equity share capital during the year		-	-	-	-
Balance at the end of the year		**25 27 08 902**	**25 324**	25 27 08 902	25 324

B. Other equity

(₹ in lakh)

Particulars	Note No.	Other equity								Other Comprehensive Income	Total other equity
		Securities premium	Capital Redemption reserve	Capital reserve	Statutory reserve fund	General reserve	Retained Earnings	Treasury Shares	RCAP ESOP Trust Reserve		
As at April 1, 2022	21	3 65 880	1 013	77 879	1 87 474	4 81 721	(19 83 764)	200	722	(28 026)	(8 96 901)
Profit / (loss) for the year		-	-	-	-	-	(1 70 770)	-	-	-	(1 70 770)
Other Comprehensive Income / (Loss) for the year		-	-	-	-	-	-	-	-	(779)	(779)
Total Comprehensive Income / (Loss) for the year		3 65 880	1 013	77 879	1 87 474	4 81 721	(21 54 534)	200	722	(28 805)	(10 68 450)
Transactions with owners in their capacity as owners:											-
- Issue of equity share and debentures, net of transaction cost		-	-	-	-	-	-	-	-	-	-
- Stock option expense for the year		-	-	-	-	-	-	-	(6)	-	(6)
- Remeasurements of post-employment benefit obligations		-	-	-	-	-	-	-	-	-	-
As at March 31, 2023		3 65 880	1 013	77 879	1 87 474	4 81 721	(21 54 534)	200	716	(28 805)	(10 68 456)
Profit / (loss) for the year		-	-	-	-	-	(23 273)	-	-	-	(23 273)
Other Comprehensive Income / (Loss) for the year		-	-	-	-	-	-	-	-	(18)	(18)
Total Comprehensive Income / (Loss) for the year		3 65 880	1 013	77 879	1 87 474	4 81 721	(21 77 807)	200	716	(28 823)	(10 91 747)
Transactions with owners in their capacity as owners:											-

Standalone Statement of Changes in Equity for the year ended March 31, 2024

(₹ in lakh)

Particulars	Note No.	Other equity								Other Comprehensive Income	Total other equity
		Securities premium	Capital Redemption reserve	Capital reserve	Statutory reserve fund	General reserve	Retained Earnings	Treasury Shares	RCAP ESOP Trust Reserve		
- Stock option expense for the year		-	-	-	-	-	-	-	(716)	-	**(716)**
-Remeasurements of post-employment benefit obligations		-	-	-	-	-	-	-	-	-	-
As at March 31,2024		**3 65 880**	**1 013**	**77 879**	**1 87 474**	**4 81 721**	**(21 77 807)**	**200**	**-**	**(28 823)**	**(10 92 463)**

Material Accounting Policies (Refer note no. 2)

The accompanying notes (1-55) form integral part of the Standalone Financial Statements.

As per our report of even date attached

For Gokhale & Sathe
Chartered Accountants
Firm Registration No.: 103264W

Rahul Joglekar
Partner
Membership Number : 129389

Mumbai,
Dated: May 30, 2024

for Reliance Capital Limited
(a Company under Corporate Insolvency Resolution Process by an order dated December 06 2021 passed by Hon' NCLT Mumbai)

Administrator **Nageswara Rao Y**

Chief Financial Officer **Aman Gudral**

Company Secretary & Compliance Officer **Atul Tandon**

Mumbai,
Dated: May 30, 2024

Standalone Cash Flow Statement for the year ended March 31, 2024

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
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 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 CASH 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 year	**30 101**	21 004

Components of Cash and cash equivalents are disclosed in note no 4.

As per our report of even date attached
For Gokhale & Sathe
Chartered Accountants
Firm Registration No.: 103264W

Rahul Joglekar
Partner
Membership Number : 129389

Mumbai,
Dated: May 30, 2024

for Reliance Capital Limited
(a Company under Corporate Insolvency Resolution Process by an order dated December 06, 2021 passed by Hon' NCLT Mumbai)

Administrator	**Nageswara Rao Y**
Chief Financial Officer	**Aman Gudral**
Company Secretary & Compliance Officer	**Atul Tandon**

Mumbai,
Dated: May 30, 2024

Notes to Standalone Financial Statements for the year ended March 31, 2024

1. Background

Reliance Capital Limited ("RCL" or "the Company") is registered as Non-Banking Financial Company, Middle Layer - Core Investment Company ("CIC") – Non-Deposit Taking Systemically Important (NBFC-CIC-ND-SI) under Section 45-IA of Reserve Bank of India Act, 1934. As a CIC, the Company is primarily a holding company, holding investments in its subsidiaries, associates and other group companies. The Company's subsidiaries and associates are engaged in a wide array of businesses in the financial service sector. The Company is Public Limited Company listed on recognised stock exchanges in India. The registered office of the Company is located at Kamala Mills Compound, Trade World, B-Wing, 7th Floor, S. B. Marg, Lower Parel, Mumbai 400013.

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 and appointed Shri Nageswara Rao Y as the Administrator ("Administrator") of the Company under Section 45-IE (2) of the RBI Act. Further, in terms of Section 45-IE(4)(b) all the powers, functions and duties, which may, by or under the provisions of the RBI Act or any other law for the time being in force, be exercised and discharged by or on behalf of the Board of Directors of the Company or by a resolution passed in general meeting of the Company, shall, until the Board of Directors of the Company is reconstituted, be exercised and discharged by the Administrator.

Thereafter RBI vide press release dated November 30, 2021 in exercise of its powers conferred under Section 45-IE (5) of RBI Act constituted a three-member Advisory Committee to assist the Administrator in the discharge of his duties. The Advisory Committee was dissolved by RBI with effect from February 27, 2024.

In terms of Section 25(2)(d) of the Insolvency and Bankruptcy Code, 2016, read with the rules and regulations framed there under and amended from time to time (the "Code") the Administrator appointed Deloitte India Insolvency Professionals LLP and AZB & Partners as Process and Legal advisors, respectively to assist him in completion of the Corporate Insolvency Resolution Process ("CIRP") of the Company.

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 CIRP against RCL read with Section 227 of 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 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. The MC comprises of (a) three representatives nominated by IIHL; (b) three representatives nominated by the Financial Creditors and (c) the Administrator. The Administrator is the Chairperson of the MC.

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.

Pursuant to the admission and commencement of CIRP of the Company under the Code 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.

In view of ongoing CIRP, the Company has provided for the interest expense which may be applicable on the financial debts upto the Insolvency Commencement Date i.e. December 06, 2021 and accordingly, interest expense pertaining to the year ended March 31, 2024 amounting to ₹ 1,60,085 lakh and the aggregate interest expense of ₹ 3,70,007 lakh for the CIRP period from December 07, 2021 to March 31, 2024 have not been provided.

As per the provisions of the Code, the fair value and liquidation value of the assets of the Company as on the insolvency commencement date is required to be determined in accordance with Regulation 27 read with Regulation 35 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 ("CIRP Regulations"). The Administrator of RCAP duly appointed by the Hon'ble National Company Law Tribunal, Mumbai ("NCLT Mumbai Bench"), 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.

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. It is also incumbent upon the Administrator, (exercising same powers as Resolution Professional under the Code), under Section 20 of the Code, to manage the operations of the Company as a going concern. Accordingly, the Statement for the year ended March 31, 2024, have been prepared on going concern assumptions.

The financial statements of the Company 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 and in accordance with the NCLT Order solely for the purpose of ensuring regulatory compliance.

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:

(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.

These Standalone Financial Statement of the Company for the year ended March 31, 2024 were authorised for issue by the Administrator on May 30, 2024. The Standalone Financial Statements as adopted by the members of the Company can be amended or re-opened in terms of provisions of Section 131 of the Act.

2. Material Accounting Policies

The principal accounting policies applied in the preparation of these standalone financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

a Basis of Preparation of Standalone Financial Statements

These standalone financial statements are presented in 'Indian Rupees', which is also the Company's functional currency and all amounts, are rounded to the nearest Lakh, unless otherwise stated

Notes to Standalone Financial Statements for the year ended March 31, 2024

The standalone financial statements have been prepared in accordance with the requirements of the information and disclosures mandated by Schedule III to the Act, applicable Ind AS, other applicable pronouncements and regulations.

(i) Compliance with Ind AS and regulation

The Standalone Ind AS financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the 'Act') [Companies (Indian Accounting Standards) Rules, 2015 (as amended)] and other relevant provisions of the Act and the master direction - Core Investment Companies (Reserve Bank) Direction, 2016 issued by RBI.

(ii) Historical cost convention

The standalone financial statements have been prepared on a historical cost basis, except for the following:

- Certain financial assets and liabilities (including derivatives instruments) are measured at fair value.
- Defined benefit plans – plan assets are measured at fair value; and
- Share based payments

b Investment in subsidiaries and associates

Investments in subsidiary and associate companies are carried at cost and fair value (deemed cost) as per Ind AS -101 "First-time Adoption of Indian Accounting Standards" and 109 "Financial Instruments" less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down to its recoverable amount. On disposal of investments in subsidiary companies and associate companies, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

When the Company ceases to control the investment in subsidiary or associate the said investment is carried at fair value through profit and loss in accordance with Ind AS 109 "Financial Instruments".

c Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

d Foreign currency translation

(i) Functional and presentation currency

Items included in Standalone Financial Statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The Standalone Financial Statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.

(ii) Translation and balances

Transactions denominated in foreign currencies are recorded at the exchange rate prevailing at the time of the transaction. Exchange differences, if any arising out of transactions settled during the year are recognised in the Statement of Profit and Loss.

Monetary assets and liabilities denominated in foreign currencies at the year end are restated at year end rates.

e Financial instruments

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Company commits to purchase or sell the asset.

At initial recognition, the Company measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit and loss, transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability, such as fees and commissions. Transaction costs of financial assets and financial liabilities carried at fair value through profit and loss are expensed in Statement of Profit and Loss. Immediately after initial recognition, an expected credit loss allowance (ECL) is recognised for financial assets measured at amortised cost and investments in debt instruments measured at fair value through Statement of Profit and Loss, which results in an accounting loss being recognised in Statement of Profit and Loss.

When the fair value of financial assets and liabilities differs from the transaction price on initial recognition, the entity recognizes the difference as follows:

(i) When the fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets, the difference is recognised as a gain or loss.

(ii) In all other cases, the difference is deferred and the timing of recognition of deferred in Statement of Profit and Loss is determined individually. It is either amortised over the life of the instrument, deferred until the instrument's fair value can be determined using market observable inputs, or realised through settlement.

When the Company revises the estimates of future cash flows, the carrying amount of the respective financial assets or financial liability is adjusted to reflect the new estimate discounted using the original effective interest rate. Any changes are recognised in Statement of Profit and Loss.

f Financial assets

(i) Classification and subsequent measurement

The Company has applied Ind AS 109 "Financial Instruments" and classifies its financial assets in the following measurement categories:

- Fair value through profit and loss (FVTPL);
- Fair value through other comprehensive income (FVOCI); or
- Amortised cost.

Fair value through profit and loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit and loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit and loss and is not part of a hedging relationship is recognised in Statement of Profit and Loss in the period in which it arises, unless it arises from debt instruments that were designated at fair value or which are not held for trading. Interest income from these financial assets is included in 'Interest income' using the effective interest rate method.

Fair value option for financial assets: The Company may also irrevocably designate financial assets at fair value through profit and loss if doing so significantly reduces or eliminates an accounting mismatch created by assets and liabilities being measured on different bases.

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest, and that are not designated at FVTPL, are measured at amortised cost. The carrying amount of these assets is adjusted by any expected credit loss allowance recognised and measured. Interest income from these financial assets is recognised using the effective interest rate method.

Interest income

Interest income is calculated by applying the effective interest rate to the gross carrying amount of financial assets, except for:

(i) Purchased or originated credit impaired (POCI) financial assets, for which the original credit-adjusted effective interest rate is applied to the amortised cost of that financial asset.

(ii) Financial assets that are not 'POCI' but have subsequently become credit-impaired (or 'stage 3'), for which interest revenue is calculated by applying the effective interest rate to their amortised cost (i.e. net of the expected credit loss provision).

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial asset or financial liability to the gross carrying amount of a financial asset (i.e. its amortised cost before any impairment allowance) or to the amortised cost of a financial liability. The calculation does not consider expected credit losses and includes transaction costs, premiums or discounts and fees and points paid or received that are integral to the effective interest rate, such as origination fees. For FVOCI financial assets – assets that are credit-impaired at initial recognition – the Company calculates the credit-adjusted effective interest rate, which is calculated based on the amortised cost of the financial asset instead of its gross carrying amount and incorporates the impact of expected credit losses in estimated future cash flows.

Equity instruments

Equity instruments are instruments that meet the definition of equity from the issuer's perspective; that is, instruments that do not contain a contractual obligation to pay and that evidence a residual interest in the issuer's net assets.

The Company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit and loss following the derecognition of the investment.

Changes in the fair value of financial assets at fair value through profit and loss are recognised in net gain/loss on fair value changes in the Statement of Profit and Loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Gains and losses on equity investments at FVTPL are included in the Statement of Profit and Loss.

(ii) Impairment

The Company assesses on a forward looking basis the expected credit losses (ECL) associated with its debt instruments carried at amortised cost and FVOCI and with the exposure arising from loan commitments and financial guarantee contracts. The Company recognizes a loss allowance for such losses at each reporting date.

The measurement of ECL reflects:

- An unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- The time value of money; and
- Reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

The measurement of the ECL allowance is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behavior (e.g. the likelihood of customers defaulting and the resulting losses).

(iii) Write-off policy

The Company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include (i) ceasing enforcement activity and (ii) where the Company's recovery method is foreclosing on collateral and the value of the collateral is such that there is no reasonable expectation of recovering in full.

(iv) Derecognition other than on a modification

Financial assets, or a portion thereof, are derecognised when the contractual rights to receive the cash flows from the assets have expired, or when they have been transferred and either (i) the Company transfers substantially all the risks and rewards of ownership, or (ii) the Company neither transfers nor retains substantially all the risks and rewards of ownership and the Company has not retained control. The Company directly reduces the gross carrying amount of a financial asset when there is no reasonable expectation of recovering a financial asset in its entirety or a portion thereof.

g Financial liabilities

The overall obligations and liabilities have been determined in terms of Approved Resolution Plan and shall be accounted upon implementation of Approved Resolution Plan. Therefore, all financial liabilities will be dealt in accordance with the provisions of the Code.

(i) Classification and subsequent measurement

In both the current and prior period, financial liabilities are classified as subsequently measured at amortised cost, except for:

Financial liabilities at fair value through profit and loss: this classification is applied to derivatives and financial liabilities held for trading and other financial liabilities designated as such at initial recognition. The Company has issued certain non-convertible debentures, the rate of interest on which is linked to performance of specified indices (Market linked debentures-MLD) over the period of the debentures. The Company has opted to designate the entire hybrid contract at FVTPL as the embedded derivative significantly modifies the cash flows that otherwise would be required by the contract. The Company hedges its interest rate risk on MLD by taking positions in future & options based on specified indices. Any gain / loss on these hedge positions is recognised in Statement of Profit and Loss.

(ii) Derecognition

Financial liabilities are derecognised when they are extinguished i.e. when the obligation specified in the contract is discharged, cancelled or expires).

The exchange between the Company and its original lenders of debt instruments with substantially different terms, as well as substantial modifications of the terms of existing financial liabilities, are accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. If an exchange of debt instruments or modification of terms is accounted for as an extinguishment, any costs or fees incurred are recognised as part of the gain or loss on the extinguishment. If the exchange or modification is not accounted for as an extinguishment, any costs or fees incurred adjust the carrying amount of the liability and are amortised over the remaining term of the modified liability.

h Financial guarantee contracts

Financial guarantee obligation is obligation that require the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due, in accordance with the terms of a debt instrument. Such financial guarantees are given to banks, financial institutions and others on behalf of customers to secure loans, overdrafts and other banking facilities.

For financial guarantee obligation, the loss allowance is recognised as a provision.

i Repossessed collateral

Repossessed collateral represents financial and non-financial assets acquired by the Company in settlement of overdue loans. The assets are initially recognised at fair value when acquired and included in premises and equipment, other financial assets, investment properties within other assets depending on their nature and the Company's intention in respect of recovery of these assets, and are subsequently remeasured and accounted for in accordance with the accounting policies for these categories of assets.

j Derivatives and hedging activities

Derivatives are initially recognised at fair value on the date on which the derivative contract is entered into and are subsequently remeasured at fair value. All derivatives are carried as assets when fair value is positive and as liabilities when fair value is negative.

The method of recognising the resulting fair value gain or loss depends on whether the derivative is designated and qualifies as a hedging instrument, and if so, the nature of the item being hedged.

Derivatives that are not designated as hedges

The Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit and loss and are included in Statement of Profit and Loss.

k Revenue Recognition

Revenue is measured at fair value of the consideration received or receivable. Revenue is recognised when (or as) the Company satisfies a performance obligation by transferring a promised good or service to a customer.

When (or as) a performance obligation is satisfied, the Company recognizes as revenue the amount of the transaction price (excluding estimates of variable consideration) that is allocated to that performance obligation.

(i) Interest income

Interest income is recognised using the effective interest rate.

(ii) Dividend income

Dividend income is recognised when the right to receive payment is established.

(iii) Income from investments

Profit / (Loss) earned from sale of securities is recognised on trade date basis. The cost of securities is computed based on weighted average basis.

(iv) Discount on investments

The difference between the acquisition cost and face value of debt instruments is recognised as interest income over the tenor of the instrument on straight-line basis.

(v) Management fee income

Management fee income towards support services is accounted as and when services are rendered and it becomes due on contractual terms with the parties.

(vi) Rental income

Lease rental income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term.

(vii) Income from trading in Derivatives

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into, and are subsequently re-measured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the statement of profit and loss immediately. Brokerage and other payments made in connection with the acquisition of derivatives are added to the cost of acquisition.

l Income Tax

The income tax expense or credit for the period is the tax payable on the current period’s taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

(i) Current Taxes

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Minimum Alternative Tax (MAT) credit entitlement is recognised where there is convincing evidence that the same can be realised in future.

(ii) Deferred Taxes

The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is reasonable certainty of realisation of such assets. Deferred tax assets are reviewed as at each balance sheet date and written down or written up to reflect the amount that is reasonably certain (as the case may be) to be realised.

m Leases

(i) As a lessee

The Company lease assets primarily consists of office premises which are of short term lease with the term of twelve months or less and low value leases. For these short term and low value leases, the Company recognizes the lease payments as an expense in the Statement of Profit and Loss on a straight line basis over the term of lease.

(ii) As a Lessor

Leases for which the Company is a lessor is classified as finance lease or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the lease contract is classified as finance lease. All other leases is classified as operating lease.

For Operating Lease, lease rentals are recognised on a straight line basis over the term of lease.

n Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in liabilities in the balance sheet.

o Property, plant and equipment

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit and loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives & residual value

Depreciation on Property, Plant and Equipment is provided in accordance with the provisions of Schedule II of the Companies Act, 2013. Tangible assets are depreciated on straight line basis method over the useful life of assets, as prescribed in Part C of Schedule II of the Companies Act, 2013.

The estimated useful lives for the different types of assets are :

(i) Furniture and Fixtures -10 years

(ii) Office Equipments - 5 years

(iii) Computers - 3 years

(iv) Vehicles - 8 years

(v) Plant & Machinery given on lease – 8 years

(vi) Data processing machineries given on lease – 3 years

(vii) Vehicles given on lease - 8 years

(viii) Buildings - 60 years

The Company provides pro-rata depreciation from the day the asset is put to use and for any asset sold, till the date of sale.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognised in the Statement of Profit and Loss.

p Intangible assets

Intangible assets are recognised where it is probable that the future economic benefit attributable to the assets will flow to the Company and its cost can be reliably measured. Intangible assets are stated at cost of acquisition less accumulated amortisation.

Intangible Assets are amortised on straight-line basis over the useful life of the asset up to a maximum of 5 years commencing from the month in which such asset is first installed.

The Company provides pro-rata depreciation from the day the asset is put to use and for any asset sold, till the date of sale.

q Investment properties

An investment property is accounted for in accordance with cost model. The cost of any shares in a co-operative society or a company, the holding of which is directly related to the right to hold the investment property, is added to the carrying amount of the investment property.

Depreciation on Investment Property is depreciated under the straight line method as per the rates and the useful life prescribed as per Schedule II of the Companies Act.

r Borrowing costs

Borrowing costs, which are directly attributable to the acquisition / construction of property plant and equipment, till the time such assets are ready for intended use, are capitalised as part of the cost of the assets. Other borrowing costs are recognised as an expense in the year in which they are incurred. Brokerage costs directly attributable to a borrowing are expensed over the tenure of the borrowing.

s Provisions, contingent liabilities and contingent assets

The Company creates a provision when there is a present obligation as a result of past events and it is probable that there will be outflow of resources and a reliable estimate of the obligation can be made of the amount of the obligation. Contingent liabilities are not recognised but are disclosed in the notes to the standalone financial statements. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are neither recognised nor disclosed in the standalone financial statements.

t Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

u Employee benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

(ii) Post-employment obligations

Defined benefit plans

Gratuity

The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan assets, if any, is deducted.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation using the Projected Accrued Benefit Method (same as Projected Unit Credit Method), which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the balance sheet date.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Notes to Standalone Financial Statements for the year ended March 31, 2024

Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss.

Defined contribution plans

Provident fund

Company's contributions to the recognised provident fund, which is a defined contribution scheme, are charged to the Statement of Profit and Loss.

(iii) Other long-term employee benefit obligations

Compensated absences (Leave Encashment)

Leave encashment which is a defined benefit, is accrued for based on an actuarial valuation at the balance sheet date carried out by an independent actuary.

v Share-based payments

(i) Employee Stock Option Scheme (ESOS)

The employees of the Company and its subsidiaries are entitled for grant of stock options (equity shares), based on the eligibility criteria set in the ESOS plan of the Company. The fair value of options granted under ESOS is recognized as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined reference to the fair value of the options granted excluding the impact of any service conditions.

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the service conditions. It recognises the impact of the revision to original estimates, if any, in profit and loss, with a corresponding adjustment to equity.

(ii) ESOS Trust

The Company’s ESOS scheme is administered through the RCAP ESOS Trust. The Company treats the trust as its extension and shares held by RCAP ESOS Trust are treated as treasury shares and accordingly RCAP ESOS Trust has been consolidated in the Company’s books.

w Contributed Equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Treasury shares are presented as a deduction from other equity and no gain or loss is recognised on the purchase, sale, issue or cancellation of such shares.

x Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

y Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus element in equity shares issued during the year, if any and excluding treasury shares.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

z Rounding of amounts

All amounts disclosed in the standalone financial statements and notes have been rounded off to the nearest lakh as per the requirements of Schedule III, unless otherwise stated.

3. Critical estimates and judgements

As per the provisions of the Code, the fair value and liquidation value of the assets of the Company as on the insolvency commencement date is required to be determined in accordance with Regulation 27 read with Regulation 35 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016. The Administrator of RCAP duly appointed by the Hon'ble National Company Law Tribunal, Mumbai, is obligated to appoint 2 registered valuers to determine such valuation and submit the 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.

Subject to the above, the Company makes estimates and assumptions that affect the amounts recognised in the standalone financial statements, and the carrying amounts of assets and liabilities within the next financial year. Estimates and judgements are continually evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Management also makes certain judgements, apart from those involving estimations, in the process of applying the accounting policies. Judgements that have the most significant effect on the amounts recognised in the standalone financial statements and estimates that can cause a significant adjustment to the carrying amount of assets and liabilities within the next financial year include the following:

3.1 Estimation of fair value of unlisted securities

The fair value of financial instruments is ascertained in accordance with IND AS 107 as per the fair value hierarchy described in note no. 48.

3.2 Effective interest rate method

The Company recognises interest income/expense using the effective interest rate, i.e., a rate that represents the best estimate of a constant rate of return over the expected life of the loans. The effective interest method also accounts for the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behavior and life-cycle of the instruments, as well expected changes to India's base rate and other fee income/expense that are integral parts of the instrument.

3.3 Impairment of financial assets using the expected credit loss method

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's history, existing market conditions as well as forward looking estimates at the end of each reporting period.

3.4 Current tax

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Minimum Alternative Tax credit entitlement is recognised where there is convincing evidence that the same can be realised in future.

3.5 Deferred tax

The recognition of deferred tax assets is based upon whether it is more likely than not that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. To determine the future taxable profits, reference is made to the latest available profit forecasts. Where the temporary differences are related to losses, relevant tax law is considered to determine the availability of the losses to offset against the future taxable profits. Recognition therefore involves judgement regarding the future financial performance of the particular legal entity or tax group in which the deferred tax asset has been recognised.

3.6 Estimation of fair value of investments property

The Company carries out the valuation activity to assess fair value of its Investment in land and property. Accordingly, fair value estimates for investment in land and property is classified as level 3.

Notes to Standalone Financial Statements for the year ended March 31, 2024

4 Cash and cash equivalents

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
Balances with banks:		
In current accounts	**628**	1 976
In term deposits with original maturity less than 3 months	**29 473**	19 028
Total	**30 101**	21 004

5 Bank balance other than cash and cash equivalents above

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
Balances with banks:		
In earmarked accounts		
- unclaimed dividend	**1 004**	1 285
Total	**1 004**	1 285

6 Trade receivables

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
Receivables considered good (net) - Unsecured	**27**	27
Total	**27**	27

No trade receivables are due from officers of the Company either severally or jointly with any other person.

Ageing for Trade receivables as on March 31, 2024

Particulars	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables – considered good	-	-	-	-	27	27
Undisputed trade receivables – significant increase in credit risk	-	-	-	-	-	-
Undisputed trade receivables – credit impaired	-	-	-	-	205	205
Disputed trade receivables – considered good	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**232**	**232**
Less: Impairment provision	-	-	-	-	205	205
Trade receivables	**-**	**-**	**-**	**-**	**27**	**27**

Ageing for Trade receivables as on March 31, 2023

(₹ in lakh)

Particulars	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables – considered good	-	-	-	-	27	27
Undisputed trade receivables – significant increase in credit risk	-	-	-	-	-	-
Undisputed trade receivables – credit impaired	-	-	-	-	205	205
Disputed trade receivables – considered good	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-
Total	-	-	-	-	232	232
Less: Impairment provision	-	-	-	-	205	205
Trade receivables	-	-	-	-	27	27

Notes to Standalone Financial Statements for the year ended March 31, 2024

7 Loans

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
At amortised cost		
Loans and advances to others (unsecured)	**77 642**	77 642
Loans and advances to related parties (unsecured)	**1 34 989**	1 37 789
Others (secured)	**6 50 398**	6 15 904
Total (A) - Gross	**8 63 029**	8 31 335
(Less): Impairment loss allowance	**(8 63 029)**	(8 31 335)
Total (A) - Net	**-**	-
Secured by property, plant and equipment, other receivables and corporate guarantee	**6 50 398**	6 15 904
Unsecured	**2 12 631**	2 15 431
Total (B) - Gross	**8 63 029**	8 31 335
(Less): Impairment loss allowance	**(8 63 029)**	(8 31 335)
Total (B) - Net	**-**	-
Loans in India		
- Public sector	**-**	-
- Others	**8 63 029**	8 31 335
Total (C) - Gross	**8 63 029**	8 31 335
(Less): Impairment loss allowance	**(8 63 029)**	(8 31 335)
Total (C) - Net	**-**	-

a) **Summary of loans by stage distribution**

(₹ in lakh)

Particulars	As at March 31,2024			Total
	Stage 1	**Stage 2**	**Stage 3**	
Gross carrying amount	**-**	**-**	**8 63 029**	**8 63 029**
Less: Impairment loss allowance	**-**	**-**	**(8 63 029)**	**(8 63 029)**
Net carrying amount	**-**	**-**	**-**	**-**

(₹ in lakh)

Particulars	As at March 31, 2023			Total
	Stage 1	Stage 2	Stage 3	
Gross carrying amount	-	-	8 31 335	8 31 335
Less: Impairment loss allowance	-	-	(8 31 335)	(8 31 335)
Net carrying amount	-	-	-	-

Notes to Standalone Financial Statements for the year ended March 31, 2024

b) Analysis of changes in the gross carrying amount of term loans

(₹ in lakh)

Particulars	As at March 31,2024			Total
	Stage 1	Stage 2	Stage 3	
Opening balance	**-**	**-**	**8 31 335**	**8 31 335**
Changes in opening credit exposures (additional disbursement, net of repayments)	**-**	**-**	**31 694**	**31 694**
Transfers to Stage 1	**-**	**-**	**-**	**-**
Transfers to Stage 2	**-**	**-**	**-**	**-**
Transfers to Stage 3	**-**	**-**	**-**	**-**
Amounts written off	**-**	**-**	**-**	**-**
Closing balance	**-**	**-**	**8 63 029**	**8 63 029**

(₹ in lakh)

Particulars	As at March 31, 2023			Total
	Stage 1	Stage 2	Stage 3	
Opening balance	3 239	-	8 85 857	8 89 096
Changes in opening credit exposures (additional disbursement, net of repayments)	(3 239)	-	(1 850)	(5 089)
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Amounts written off/ loss on sale of assignment	-	-	(52 672)	(52 672)
Closing balance	**-**	**-**	**8 31 335**	**8 31 335**

c) Reconciliation of ECL balance

(₹ in lakh)

Particulars	As at March 31,2024			Total
	Stage 1	Stage 2	Stage 3	
Opening balance	**-**	**-**	**8 31 335**	**8 31 335**
Changes in opening credit exposures (additional disbursement, net of repayments)	**-**	**-**	**31 694**	**31 694**
Transfers to Stage 1	**-**	**-**	**-**	**-**
Transfers to Stage 2	**-**	**-**	**-**	**-**
Transfers to Stage 3	**-**	**-**	**-**	**-**
Amounts written off	**-**	**-**	**-**	**-**
Closing balance	**-**	**-**	**8 63 029**	**8 63 029**

(₹ in lakh)

Particulars	As at March 31, 2023			Total
	Stage 1	Stage 2	Stage 3	
Opening balance	110	-	7 96 486	7 96 596
Changes in opening credit exposures (additional disbursement, net of repayments)	(110)	-	87 520	87 410
Transfers to Stage 1		-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Amounts written off/ loss on sale of assignment	-	-	(52 671)	(52 671)
Closing balance	**-**	**-**	**8 31 335**	**8 31 335**

Notes to Standalone Financial Statements for the year ended March 31, 2024

8 Investments

(₹ in lakh)

	Particulars		As at March 31,2024		As at March 31, 2023
A	Investments				
i	At deemed cost / amortised cost / cost				
	Government or Trust Securities (* ₹ 45 000,Previous year ₹ 45 000)		**-**		-
	in equity Instruments				
	Subsidiary companies -unquoted	**12 28 959**		12 09 342	
	Less Impairment loss allowance	**1 28 508**	**11 00 451**	1 28 508	10 80 834
	Associate companies - quoted	**-**		89 396	
	Less Impairment loss allowance	**-**	**-**	89 396	-
	Associate companies - unquoted		**7 950**		7 950
	in preference shares				
	Subsidiary companies -unquoted		**-**		1 208
	Pass Through Certificates (Subsidiary)		**414**		414
	Total (i)		**11 08 815**		10 90 406
ii	At Fair Value				
	(a) Through Other Comprehensive Income:				
	in equity Instruments				
	Other companies - quoted		**-**		-
	Other companies - unquoted		**-**		-
	Total (iia)		**-**		-
	(b) Through Profit and Loss:				
	in mutual fund				
	- quoted		**1**		41
	- unquoted		**-**		-
	in debentures or bonds				
	Associate companies - unquoted		**-**		-
	Other companies - unquoted		**-**		-
	in equity Instruments				
	Other companies - quoted		**-**		52 844
	in preference shares				
	Other companies - unquoted				
	Total (iib)		**1**		52 885
	Total (i+iia+iib)		**11 08 816**		11 43 291
B	(i) Investments in India		**11 08 816**		11 43 291
	(ii) Investments outside India		**-**		-

Notes to Standalone Financial Statements for the year ended March 31, 2024

Scrip-wise details of investments

(₹ in lakh)

Particulars	Face Value	Quantity		Value	
		As at March 31,2024	As at March 31, 2023	**As at March 31,2024**	As at March 31, 2023
Investments in Equity Instruments					
Subsidiary Companies *					
At Deemed cost					
Unquoted, fully paid-up					
Reliance Health Insurance Limited	10	**19 39 00 000**	19 39 00 000	**2 929**	2 929
Reliance Commodities Limited	10	**30 00 000**	30 00 000	**300**	300
Reliance Exchangenext Limited	10	**4 22 60 000**	4 22 60 000	**3 535**	3 535
Reliance Financial Limited	10	**2 41 57 897**	2 41 57 897	**10 200**	10 200
Reliance General Insurance Company Limited (Refer note no 40(b))	10	**26 13 06 017**	25 15 49 920	**5 22 770**	5 02 974
Reliance Nippon Life Insurance Company Limited	10	**61 01 24 985**	61 01 24 985	**5 07 695**	5 07 847
Reliance Securities Limited	10	**21 00 00 000**	21 00 00 000	**6 200**	6 227
Reliance Capital Pension Fund Limited	10	**42 50 000**	42 50 000	**490**	490
Reliance Money Services Private Limited	10	**10 000**	10 000	**-**	-
Reliance Corporate Advisory Services Limited	10	**121 80 00 000**	121 80 00 000	**45 888**	45 888
Reliance Wealth Management Limited	10	**4 27 50 000**	4 27 50 000	**-**	-
Reliance Money Precious Metals Private Limited	10	**80 00 000**	80 00 000	**-**	-
Quant Capital Private Limited	10	**74 01 423**	74 01 423	**444**	444
				11 00 451	10 80 834
Associate Companies *					
At Deemed cost					
Unquoted, fully paid-up					
Ammolite Holdings Limited	$1	**1 000**	1 000	**-**	-
Reliance Asset Reconstruction Company Limited	10	**4 90 00 000**	4 90 00 000	**7 950**	7 950
				7 950	7 950
Other companies					
Quoted, fully paid-up					
At FVTPL					
Reliance Home Finance Limited (Refer note no 40(a))	10	**16 00 000**	23 39 69 188	**-**	-
Nippon Life India Asset Management Limited (Formerly Reliance Nippon Life Asset Management Limited) (Refer note no 40(c))	10	**-**	2 51 76 019	**-**	52 844
Unquoted, fully paid-up					
At FVTPL					
Global Wind Power Limited	10	**20 00 000**	20 00 000	**-**	-
At FVOCI #					
Reliance Communications Limited	5	**2 96 95 295**	2 96 95 295	**-**	-
Unquoted, fully paid-up					
At FVOCI					
Azalia Media Services Private Limited	10	**19 38 000**	19 38 000	**-**	-
Reliance Broadcast Network Limited	5	**1 57 27 957**	1 57 27 957	**-**	-
Reliance Digitech Limited	10	**9 000**	9 000	**-**	-
Reliance Mediaworks Limited	5	**19 32 089**	19 32 089	**-**	-
Reliance Net Limited	10	**5 26 497**	5 26 497	**-**	-
Vrushvik Entertainment Private Limited	10	**19 38 000**	19 38 000	**-**	-
				-	52 844
Sub-Total of Investments in Equity Instruments (A)				**11 08 401**	11 41 628
Investments in preference shares					

Notes to Standalone Financial Statements for the year ended March 31, 2024

(₹ in lakh)

Particulars	Face Value	Quantity		Value	
		As at March 31,2024	As at March 31, 2023	**As at March 31,2024**	As at March 31, 2023
Other Companies					
Unquoted, fully paid-up					
At FVTPL					
0% Compulsory Convertible Preference Shares of Reliance Value Services Private Limited	10	**20 60 000**	20 60 000	**-**	-
0% Non- Convertible Redeemable Preference Shares of Reliance Alpha Services Private Limited	10	**85 000**	85 000	**-**	-
Scalable Display Technologies, Inc. Series A-1 Preferred Stock	$0.001	**1 50 846**	1 50 846	**-**	-
				-	-
Subsidiary Companies*					
Preference Shares - unquoted, fully paid-up					
At Amortised cost					
9% Non-Cumulative Non-Convertible Redeemable Preference Shares of Quant Broking Private Limited	10	**10 000**	10 000	**-**	-
12% Non-Convertible Cumulative Redeemable Preference Shares of Reliance Financial Limited	10	**-**	1 61 05 225	**-**	1,208
0% Optionally Convertible Redeemable Preference Shares of Reliance Money Services Private Limited	10	**35 000**	35 000	**-**	-
12% Non-Cumulative Non-Convertible Redeemable Preference Shares of Reliance Money Precious Metals Private Limited	10	**1 70 00 000**	1 70 00 000	**-**	-
12% Non-Convertible Cumulative Redeemable Preference Shares of Reliance Financial Limited	10	**11 000**	11 000	**-**	-
Sub-Total of Investments in preference shares (B)				**-**	1,208
<u>Investments in Government or Trust Securities - At cost</u>					
Unquoted					
National Saving Certificates (* ₹ 45 000,Previous year ₹ 45 000)	-	**-**	-	**-**	-
(Deposited with sales tax department)					
Pass Through Certificates (Subsidiary) *					
Reliance ARC-SBI-Maan Sarovar Trust Security Receipt	1000	**41 420**	41 420	**414**	414
Sub-Total of Investments in Government or Trust Securities (C)				**414**	414
<u>Investments in debentures or bonds</u>					
Associate Companies *					
Unquoted , fully paid-up					
At FVTPL					
Series DDB I - Non Secured Redeemable Non Interest Bearing Non Convertible Deep Discount Bonds - Ammolite Holdings Limited	$961	**7 524**	7 524	**-**	-
				-	-
Other Companies					
Unquoted , fully paid-up					
At FVTPL					
11% Compulsory Convertible Debentures of CLE Private Limited	1 000	**80 00 000**	80 00 000	**-**	-
11% Compulsory Convertible Debentures of Reliance Business Broadcast News Holding Limited	1 000	**10 01 200**	10 01 200	**-**	-

Notes to Standalone Financial Statements for the year ended March 31, 2024

(₹ in lakh)

Particulars	Face Value	Quantity		Value	
		As at March 31,2024	As at March 31, 2023	**As at March 31,2024**	As at March 31, 2023
11% Compulsory Convertible Debentures of Reliance Unicorn Enterprises Private Limited	1 000	**88 00 000**	88 00 000	**-**	-
11% Compulsory Convertible Debentures of Reliance Value Services Private Limited	1 000	**92 00 000**	92 00 000	**-**	-
11% Compulsory Convertible Debentures of Reliance Digitech Limited	1 000	**80 00 000**	80 00 000	**-**	-
11% Compulsory Convertible Debentures of Reliance Alpha Services Private Limited	1 000	**1 01 00 000**	1 01 00 000	**-**	-
11% Compulsory Convertible Debentures of Reliance Venture Asset Management Private Limited	1 000	**90 00 000**	90 00 000	**-**	-
				-	-
Sub-Total of Investments in debentures or bonds (D)				**-**	-
<u>Investments in units of fund and Mutual Funds</u>					
Investment in units of fund - unquoted , fully paid-up					
At FVTPL					
Class B Units of Reliance Alternative Investments Fund – Private Equity Scheme I	0.01	**46 20 72 909**	46 20 72 909	**-**	-
Class A Units of Reliance Alternative Investments Fund	10	**6 41 03 944**	6 41 03 944	**-**	-
				-	-
Investment in Mutual fund- quoted , fully paid-up					
At FVTPL					
Franklin Templeton Asset Management (India) Private Limited India Short Term Inc Pl Retail Direct Growth	1 000	**22**	833	**1**	41
Franklin Templeton Asset Management (India) Private Limited Short Term Inc Rtl-SG2-10.90%VI 2SP23 Direct Growth	1 000	**-**	8 003	**-**	-
				1	41
Sub-Total of Investments in units of fund and Mutual Funds (E)				**1**	41
Total investments (A+B+C+D+E)				**11 08 816**	11 43 291
Investments in India				**11 08 816**	11 43 291
Total Investment at Deemed cost/ Cost				**11 08 815**	10 89 198
Total Investment at FVTPL				**1**	52 885
Total Investment at Amortised cost				**-**	1 208
Total Investment at FVOCI				**-**	-
Investments outside India				**-**	-
*** Related Party**					
# Related Party (ceased w.e.f. November 29, 2021)					

Note:

The equity securities which are not held for trading, and for which the Company has made an irrevocable election at initial recognition to recognize changes in fair value through OCI rather than profit and loss as these are strategic investments and the Company considered this to be more relevant.

Notes to Standalone Financial Statements for the year ended March 31, 2024

9 Other financial assets

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
(Considered good otherwise stated)		
Interest accrued on loans (net of provision) and FDR	**191**	217
Receivables from related parties (net of provision)	**663**	551
Other deposits	**1 763**	2 132
Total	**2 617**	2 900

10 Current tax assets (net)

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
Income tax paid in advance(net of provision)	**1 553**	1 199
Total	**1 553**	1 199

11 Investment property

(₹ in lakh)

Particulars	As at March 31,2024		As at March 31, 2023	
	Land	**Buildings**	Land	Buildings
Gross carrying amount				
Deemed cost	**2 906**	**12 317**	2 906	12 317
Additions	**-**	**-**	-	-
Disposals and transfers	**-**	**-**	-	-
Closing gross carrying amount	**2 906**	**12 317**	2 906	12 317
Accumulated depreciation	**2 600**	**5 334**	2 600	5 127
Depreciation during the year	**-**	**208**	-	207
Impairment during the year	**-**	**-**	-	-
Disposals and transfers	**-**	**-**	-	-
Closing accumulated depreciation	**2 600**	**5 542**	2 600	5 334
Net carrying amount As at March 31, 2024	**306**	**6 775**	306	6 983

Note:

i) Refer note no. 1, the Company had not carried out the valuation activity to assess fair value of its investment in land and property, fair value estimates for investment in land and property is classified as level 3.

ii) Information regarding Income & Expenditure of Investment property

(₹ in lakh)

Particulars	2023-24	2022-23
Rental income derived from investment property	**-**	-
Direct operating expenses (including repairs and maintenance) associated with rental income	**-**	-
Profit / (loss) arising from sale of investment property	**-**	**-**
Impairment during the year	**-**	**-**
Depreciation for the year	**(208)**	(207)
Profit / (Loss) arising from investment property before indirect expenses	**(208)**	(207)

Notes to Standalone Financial Statements for the year ended March 31, 2024

12 Property, plant and equipment

(₹ in lakh)

Particulars	Own Assets					Leased Assets			Total
	Buildings	Furniture and fixtures	Office Equipments	Data processing machineries	Vehicles	Leasehold improvement	Plant and equipments	Data processing machineries	Vehicles	
Gross carrying amount										
Cost as at April 1, 2022	4 983	118	41	2 229	775	27	3 800	2 402	127	14 502
Additions	-	-	-	-	-	-	-	-	-	-
Disposals and transfers	-	-	-	-	-	-	1 490	86	-	1 576
Closing gross carrying amount	**4 983**	**118**	**41**	**2 229**	**775**	**27**	**2 310**	**2 316**	**127**	**12 926**
Accumulated depreciation										
Opening accumulated depreciation	1 044	117	39	2 218	667	27	3 674	2 402	127	10 315
Depreciation charge during the year	79	-	1	11	39	-	70	-	-	200
Disposals and transfers	-	-	-	-	-	-	1 434	86	-	1 520
Closing accumulated depreciation	**1 123**	**117**	**40**	**2 229**	**706**	**27**	**2 310**	**2 316**	**127**	**8 995**
Net carrying amount as at March 31, 2023	**3 860**	**1**	**1**	**-**	**69**	**-**	**-**	**-**	**-**	**3 931**
Gross carrying amount										
Opening gross carrying amount	4 983	118	41	2 229	775	27	2 310	2 316	127	12 926
Additions	-	-	-	9	-	-	-	-	-	9
Disposals and transfers	814	-	-	-	-	-	-	-	-	814
Closing gross carrying amount	**4 169**	**118**	**41**	**2 238**	**775**	**27**	**2 310**	**2 316**	**127**	**12 121**
Accumulated depreciation										
Opening accumulated depreciation	1 123	117	40	2 229	706	27	2 310	2 316	127	8 995
Depreciation charge during the year	74	-	-	5	38	-	-	-	-	117
Disposals and transfers	421	-	-	-	-	-	-	-	-	421
Closing accumulated depreciation	**776**	**117**	**40**	**2 234**	**744**	**27**	**2 310**	**2 316**	**127**	**8 691**
Net carrying amount As at March 31,2024	**3 393**	**1**	**1**	**4**	**31**	**-**	**-**	**-**	**-**	**3 430**

Note

1 Buildings include ₹ 1 lakh (Previous year ₹ 1 lakh) which is given as security for Non-convertible debentures.

Notes to Standalone Financial Statements for the year ended March 31, 2024

13 Other intangible asset

(₹ in lakh)

Particulars	Computer software's/ Licensing cost	
	As at March 31,2024	As at March 31, 2023
Gross carrying amount		
Opening Deemed cost	**5 512**	5 512
Additions	**-**	-
Disposals and transfers	**-**	-
Closing gross carrying amount	**5 512**	5 512
Accumulated amortisation		
Opening accumulated amortisation	**5 512**	5 512
Amortisation during the year	**-**	-
Disposals and transfers	**-**	-
Closing accumulated amortisation	**5 512**	5 512
Net carrying amount	**-**	-

Note : In respect of Other intangible asset it is other than internally generated.

14 Other non-financial asset

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
(Unsecured good otherwise stated)		
Capital advances	**22 987**	22 987
Balance with VAT and GST authorities	**823**	628
Advances	**8 239**	9 673
Total	**32 049**	33 288

15 Debt securities

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
At amortised cost		
Debentures and bonds		
- Secured		
Others	**14 28 150**	14 28 150
Related Party	**7 750**	7 750
- Unsecured		
Others	**1 35 500**	1 35 500
Related Party	**5 000**	5 000
Subtotal	**15 76 400**	15 76 400
At fair value through profit and loss		
Debentures and bonds		
- Secured		
Others	**49 041**	49 041
Related Party	**515**	515
Subtotal	**49 556**	49 556
Total	**16 25 956**	16 25 956
Debt securities in India	**16 25 956**	16 25 956
Debt securities outside India	**-**	-
Total	**16 25 956**	16 25 956

In view of the ongoing CIRP, liabilities towards the NCD holders are crystallised as on December 06, 2021 and its liabilities will be dealt in accordance with the Code and the Approved Resolution Plan upon implementation.

Notes to Standalone Financial Statements for the year ended March 31, 2024

As the trustee had earlier recalled all the NCDs and had submitted claim to the Administrator in terms of the Code. Therefore the entire amount of NCDs are considered as overdue as on March 31, 2024, irrespective of the original maturity dates.

(₹ in lakh)

Rate of Interest	Total Amount overdue	Rate of Interest	Total Amount overdue
#	45 000	9.50%	500
8.20%	7 500	9.65%	25 000
8.25%	37 000	9.70%	1 500
8.28%	23 500	9.80%	50 000
8.32%	40 000	9.85%	4 500
8.42%	1 400	9.90%	57 500
8.47%	2 500	9.95%	8 500
8.50%	48 000	10.00%	1 000
8.65%	2 000	10.05%	700
8.75%	62 100	10.10%	1 08 000
8.80%	30 000	10.15%	800
8.83%	1 00 000	10.19%	15 500
8.85%	1 70 000	10.20%	8 200
8.90%	50 000	10.25%	4 000
8.93%	90 000	10.28%	1 500
9.00%	1 50 000	10.35%	16 000
9.05%	1 50 000	10.40%	35 000
9.12%	1 500	10.50%	6 000
9.25%	15 600	10.60%	13 400
9.32%	2 000	10.75%	36 700
9.40%	1 50 000	MLD	49 556
9.42%	4 000	**TOTAL**	**16 25 956**

Zero coupon deep discount non convertible debentures

Details about the nature of the security

(i) The Secured Non-Convertible Debentures of the Company aggregating to ₹ 14,85,456 lakh (Previous year ₹ 14,85,456 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 of the Company as specifically mentioned in the respective Trust Deeds. The asset cover has fallen below hundred percent of the Outstanding Debentures and adequate steps are being taken by the Company as explained in note no 1.

(ii) Unsecured NCDs amounting to ₹ 1,40,500 lakh (Previous year ₹ 1,40,500 lakh) are in respect to Tier II subordinate debts.

16 Borrowings (other than Debt securities)

(₹ in lakh)

Particulars	**As at March 31,2024**	As at March 31, 2023
At amortised cost		
Term loan from banks / financial institutions		
- Secured	**59 658**	62 458
Inter corporate deposit		
- Secured	**7 295**	7 295
- Unsecured	**48 886**	48 886
- Unsecured from Related party	**-**	-
Total (A)	**1 15 839**	1 18 639
Borrowings in India	**1 15 839**	1 18 639
Borrowings outside India	**-**	-
Total (B)	**1 15 839**	1 18 639

a) Maturity profile of Term loans from banks / Financial institutions are as set out below :

In view of the ongoing CIRP, liabilities towards the banks/ financial institutions are crystallised as on December 06, 2021 and its liabilities will be dealt in accordance with the Code and the Approved Resolution Plan upon implementation.

Notes to Standalone Financial Statements for the year ended March 31, 2024

As the banks/ financial institutions had earlier recalled all the term loan and had submitted claim to the Administrator in terms of the Code. Therefore, the entire amount of banks/ financial institutions are considered as overdue as on March 31, 2024, irrespective of the original maturity dates.

(₹ in lakh)

Rate of Interest	Total amount overdue
8.80%	7 260
10.60%	50 000
13.00%	2 398
TOTAL	**59 658**

b) Details about the nature of the security

(i) Term Loans from banks / financial institution includes ₹ 59,658 lakh (Previous year ₹ 62,458 lakh) are secured by way of pari passu first charge on all present and future book debts, receivables, bills, claims and loan assets of the Company and its subsidiary.

(ii) Inter Corporate Deposit includes ₹ 7,295 lakh (Previous year ₹ 7,295 lakh) are secured by way of pari passu first charge on all present and future book debts, investment, and business receivables of the Company.

17 Other financial liabilities

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
Interest accrued and due on borrowings	**4 48 598**	4 48 598
Security deposits	**385**	884
Unclaimed dividend *	**1 004**	1 285
Total	**4 49 987**	4 50 767

*Does not include any amounts due and outstanding, which are liable to be transferred to the Investor Education and Protection Fund created pursuant to Section 125 of the Companies Act, 2013, except ₹ 35 lakh which have not been transferred to Investor Education and Protection Fund (IEPF) on account of various investor legal cases, and ₹ 329 lakh due for transfer on October 26, 2023, not transferred to IEPF due technical issues, was subsequently transferred on April 23, 2024.

18 Provisions

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for Employee benefits		
Gratuity	**8**	38
Provision others		
Financial Guarantee Obligation	**38 057**	38 057
Assets and advances	**22 418**	22 418
Total	**60 483**	60 513

Summary of ECL on Financial Guarantee Obligation by stage distribution

(₹ in lakh)

Particulars	Stage 1	Stage 2	Stage 3	Total
March 31, 2024	36 630	-	1 427	38 057
March 31, 2023	36 630	-	1 427	38 057

19 Other non-financial liabilities

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
Advance receipts from customers (*₹ 42 001)	*** -**	51
Other Payables	**1 552**	1 420
Total	**1 552**	1 471

Notes to Standalone Financial Statements for the year ended March 31, 2024

20 Equity share capital

(₹ in lakh)

Particulars	As at March 31,2024		As at March 31, 2023	
	Number	**₹**	Number	₹
Authorised				
Equity shares of ₹ 10 each	**30 00 00 000**	**30 000**	30 00 00 000	30 000
Preference shares of ₹ 10 each	**10 00 00 000**	**10 000**	10 00 00 000	10 000
Issued and subscribed				
Equity shares of ₹ 10 each	**25 40 53 108**	**25 405**	25 40 53 108	25 405
Paid up				
Equity shares of ₹ 10 each	**25 27 08 902**	**25 271**	25 27 08 902	25 271
Add: Forfeited shares (amount originally paid up on 13,44,006 equity shares of ₹ 10 Each (previous year 13,44,006)	**13 44 206**	**53**	13 44 206	53
Total		**25 324**		25 324

a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year.

(₹ in lakh)

Particulars	As at March 31,2024		As at March 31, 2023	
	Number	**₹**	Number	₹
Outstanding at the beginning of the year	**25 27 08 902**	**25 271**	25 27 08 902	25 271
Stock options exercised under the ESOS	**-**	**-**	-	-
Shares issued during the year	**-**	**-**	-	-
Outstanding at the end of the year	**25 27 08 902**	**25 271**	25 27 08 902	25 271

b) Terms and rights attached to equity shares

The Company has one class of equity shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholder.

c) Shares reserved for issue under options

Information relating to the Reliance Capital Limited Employee Stock Option Scheme (ESOS), including details regrading options issued, exercised and lapsed during the year and options outstanding at the end of the reporting period is set out in note no. 32.

d) Details of shareholders holding more than 5% of the shares in the Company

Equity shareholders	As at March 31,2024		As at March 31, 2023	
	Number	**% holding**	Number	% holding
Nil	**-**	**0.00%**	-	0.00%

e) As on March 31, 2024, Nil equity shares (Previous year 10 96 763 equity shares) are held by custodian against which depository receipts have been issued. Depository receipts were delisted on March 17, 2023 and settled on April 25, 2023.

f) Shareholding of promoter is as under:

Shares held by promoters at the end of the year

Sr. no.	Promoter name	No. of shares	% of total shares	% change during the year
1	Reliance Inceptum Private Limited	1 53 964	0.06	-
2	Reliance Infrastructure Consulting & Engineers Private Limited	17 75 991	0.70	-
3	Reliance Innoventures Private Limited	4 450	0.00	-
4	Ms. Tina A. Ambani	2 63 474	0.10	-
5	Mr. Jai Anmol A. Ambani	28 487	0.01	-

Notes to Standalone Financial Statements for the year ended March 31, 2024

21 Other equity

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
Securities premium		
Opening balance	**3 65 880**	3 65 880
Add/(Less) : Changes during the year	**-**	-
Closing balance	**3 65 880**	3 65 880
Capital redemption reserve	**1 013**	1 013
Capital reserve	**77 879**	77 879
Statutory reserve fund	**1 87 474**	1 87 474
General reserve	**4 81 721**	4 81 721
Retained earnings		
Opening balance	**(21 54 534)**	(19 83 764)
Net profit / (loss) for the year	**(23 273)**	(1 70 770)
Closing balance	**(21 77 807)**	(21 54 534)
Treasury Shares	**200**	200
Other comprehensive Income		
Opening balance	**(28 805)**	(28 026)
Add/(Less) : Changes during the year	**(18)**	(779)
Closing balance	**(28 823)**	(28 805)
RCAP ESOP Trust Reserve		
Opening balance	**716**	722
Add/(Less) : Changes during the year	**(716)**	(6)
Closing balance	**-**	716
Total	**(10 92 463)**	(10 68 456)

Nature and purpose of reserve

a) Securities premium

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

b) Capital redemption reserve

The Capital Redemption Reserve is required to be created on buy-back of equity shares. The Company may issue fully paid up bonus shares to its members out of the capital redemption reserve.

c) Capital reserve

The Reserve is created based on statutory requirement under the Companies Act, 2013. This is not available for distribution of dividend but can be utilised for issuing bonus shares. Includes ₹ 77,237 lakh (Previous year ₹ 77,237 lakh) created pursuant to the Scheme of Amalgamation approved by High Court which shall for all regulatory and accounting purposes be considered to be part of the owned funds / net worth of the Company.

d) Statutory reserve fund

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

e) General reserve

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss. Includes ₹ 3,83,744 lakh (Previous year ₹ 3,83,744 lakh) created pursuant to Scheme of Amalgamation.

Notes to Standalone Financial Statements for the year ended March 31, 2024

f) Other comprehensive Income

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

g) ESOP trust reserve and Treasury shares

Profit of RCAP ESOP trust is recognised in RCAP ESOP trust reserve.

22 Interest income

(₹ in lakh)

Particulars	2023-24	2022-23
On financial assets measured at amortised costs:		
- Loans	**-**	213
- Fixed Deposits and others	**2 007**	729
Total	**2 007**	942

23 Fees Income

(₹ in lakh)

Particulars	2023-24	2022-23
Management Fee	**-**	165
Total	**-**	165

24 Other operating income

(₹ in lakh)

Particulars	2023-24	2022-23
Bad debt recovered	**-**	-
Other operating income	**-**	-
Total	**-**	-

25 Other income

(₹ in lakh)

Particulars	2023-24	2022-23
Profit on Sale of Fixed Assets	**1 155**	34
Miscellaneous income	**9**	112
Total	**1,164**	146

26 Finance costs

(₹ in lakh)

Particulars	2023-24	2022-23
On financial liabilities measured at amortised cost:		
Interest and finance charges		
Debentures	**-**	30
Others [*Previous year ₹ 13 965)	**1**	*-
On financial liabilities measured at FVTPL:		
Debentures	**-**	-
Total	**1**	30

27 Net loss / (gain) on fair value changes (net)

On Investment (₹ in lakh)

Particulars	2023-24	2022-23
Realised	**11 005**	2 58 643
Unrealised	**(38 620)**	(2 18 567)
Total	**(27 615)**	40 076

Notes to Standalone Financial Statements for the year ended March 31, 2024

28 Impairment on financial instruments (net)

(₹ in lakh)

Particulars	2023-24	2022-23
On financial instruments measured at amortised cost:		
Loans and interest	**31 694**	41 485
Assets and advances	**-**	20 000
Bad debts written off	**21 212**	60 986
Total	**52 906**	1 22 471

29 Employee benefits expenses

(₹ in lakh)

Particulars	2023-24	2022-23
Salaries and wages	**254**	725
Contribution to provident and other funds	**85**	69
Staff welfare expenses	**14**	29
Total	**353**	823

30 Other expenses

(₹ in lakh)

Particulars	2023-24	2022-23
Bank charges [*₹ 24 993 Previous year ₹ 26 018]	***-**	*-
Rental charges	**32**	21
Rates and taxes	**29**	36
Repairs and maintenance		
- Buildings	**32**	53
- Others	**301**	239
Electricity	**18**	25
Insurance	**63**	59
Travel and conveyance	**9**	13
Postage, telegram and telephones	**4**	9
Legal & Professional fees	**2 017**	2 646
Payments to auditors [refer note (a) below]	**36**	35
Newspaper advertising	**2**	2
Loss on settlement of capital advance	**-**	3 534
Bad debts on advances	**-**	665
Provision for advances	**-**	1 708
Miscellaneous expenses	**32**	11
Total	**2 575**	9 056

a) Breakup of Auditors' remuneration

Particulars	2023-24	2022-23
Audit fees	**34**	34
Certification charges and other reimbursement	**2**	1
Total	**36**	35

b) Contribution for corporate social responsibility (CSR)

The Company is not required to spend towards Corporate Social Responsibility (CSR) as per Section 135 of the Companies Act, 2013, since there is no average profit in the last 3 years calculated as per the provisions of the Act.

Notes to Standalone Financial Statements for the year ended March 31, 2024

31 Income tax

a) The components of income tax expense for the years ended March 31, 2024 and March 31, 2023 are ₹ Nil .

b) Deferred tax assets/liabilities

The balance comprises temporary differences attributable to the below items and corresponding movement in deferred tax liabilities / assets:

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
Deferred tax liability :		
Related to property plant and equipment	**794**	642
	794	642
Deferred tax asset :		
Carry forward losses	**4 73 457**	3 35 015
Provision for gratuity	**3**	13
Provision for expected credit loss	**3 70 752**	3 59 677
	8 44 212	6 94 705
Net deferred tax liability \ (asset)	**(8 43 418)**	(6 94 063)

Note: As a matter of prudence, the Company had decided not to recognise deferred tax assets (net) in the books of accounts.

c) Reconciliation of tax expenses and profit before tax multiplied by corporate tax rate

(₹ in lakh)

Particulars	2023-24	2022-23
Reconciliation of Profit Before Tax to Taxable Profit	**(23 273)**	(1 70 770)
Tax at the Indian Tax rate 34.944%	**-**	-
Income tax expense charged to Statement of Profit and Loss	**-**	-

d) Tax Losses and Tax Credits

(₹ in lakh)

Particulars	2023-24	2022-23
Unused Brought Forward Loss for which no deferred tax asset has been recognised (Refer Note)	**13 54 903**	9 60 738
Unused Mat Entitlement Credit for which no deferred tax asset has been recognised	**29 157**	29 157

Note: The unabsorbed tax losses has been considered to the extent of amount determined and claimed in the Income Tax Returns filed with the Income Tax Authorities till Assessment Year 2023-24. The losses for Assessment Year 2024-25 has not been included, since Income Tax Return has not been filed yet.

32 Employee share based payments

a) The Company introduced ESOP 2015 which covers eligible employees of the Company and its subsidiaries. The vesting of the options is from expiry of one year till five years as per Plan. Each Option entitles the holder thereof to apply for and be allotted/transferred one Equity Share of the Company upon payment of the exercise price during the exercise period.

Details of scheme of Employee Stock Option Scheme is as under :

	ESOS 2015
Date of Grant	October 15, 2015
Price of Underlying Stock (₹)	396
Exercise Price (₹)	396

* In terms of the provisions of the ESOS, exercise price of ₹ 396 has been adjusted to ₹ 296, on account of corporate action for demerger of Real Estate Lending Business of the Company, in line with the difference in the volume weighted average price of the Equity Shares of the Company on the National Stock Exchange of India Limited on pre and post demerger date.

Notes to Standalone Financial Statements for the year ended March 31, 2024

The fair value of the options granted was estimated on the date of grant using the Black Scholes Model with the following assumptions:

Risk Free Interest Rate	7.51%- 7.56%
Expected Dividend Yield	2.28%
Expected Life (years)	4.51 to 6.51
Expected Volatility	44.61% to 46.39%
Weighted Average Fair Value (₹)	565

The information covering stock options granted, exercised, forfeited and outstanding at the year end is as follows: (As certified by the management)

Particulars	**As at March 31,2024**		As at March 31, 2023	
	Average exercise price	**Number of options**	Average exercise price	Number of options
Outstanding at the beginning of the year	**296**	**61 090**	296	69 530
Granted during the year	**-**	**-**	-	-
Exercised during the year	**-**	**-**	-	-
Forfeited / lapsed / expired during the year	**-**	**61 090**	-	8 440
Outstanding at the end of the year	**-**	**-**	296	61 090
Vested and exercisable	**-**	**-**	296	61 090

Share options outstanding at the end of the year have the following expiry date and exercise prices:

Grant date	**Expiry date**	**Exercise price**	**Outstanding as at March 31, 2024**	Outstanding as at March 31, 2023
October 15, 2015	October 15, 2023	-	**-**	61 090
Total			**-**	61 090

b) Fair value of options granted

The fair value at grant date is determined using the Black Scholes Model which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

The options granted for no consideration and will vest upon the completion of service condition as specified in scheme in graded manner. Vested options are exercisable for the period of five years after the vesting.

The expected price volatility is based on the historic volatility (based on the remaining life of the options), adjusted for any expected changes to future volatility due to publicly available information.

33 Employee benefits

a) Defined contribution plans

Contribution to defined contribution plans, recognised as expense for the year is as under:

(₹ in lakh)

Particulars	**2023-24**	2022-23
Employer's contribution to provident fund	**42**	38
Employer's contribution to superannuation fund	**3**	3
Employer's contribution to pension scheme	**24**	20

b) Defined benefit plans

The Company has a defined benefit gratuity plan in India (funded). The Company's defined benefit gratuity plan is a final salary plan for India employees, which requires contributions to be made to a separately administered fund. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age.

The following tables summarise the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the respective plans:

Notes to Standalone Financial Statements for the year ended March 31, 2024

i) Balance Sheet

(₹ in lakh)

Particulars	Present value of obligation	Fair value of plan assets	Net amount
As at April 01, 2022	228	201	27
Current service cost	13	-	13
Interest expense/(income)	13	11	2
Liability transferred in / Acquisition	-	-	-
Liability transferred in / Divestments	(8)	-	(8)
Return on plan assets excluding interest income	-	(7)	7
Actuarial loss / (gain) arising from change in financial assumptions	(4)	-	(4)
Actuarial loss / (gain) arising from change in demographic assumptions	-	-	-
Actuarial loss / (gain) arising on account of experience changes	28	-	28
Employer contributions	-	26	(26)
Benefit payments	(73)	(73)	-
As at March 31, 2023	**197**	**158**	**39**
Current service cost	11	-	11
Interest expense/(income)	14	12	2
Liability transferred in / Acquisition	-	-	-
Liability transferred in / Divestments	-	-	-
Return on plan assets excluding interest income	-	11	(11)
Actuarial loss / (gain) arising from change in financial assumptions	1	-	1
Actuarial loss / (gain) arising from change in demographic assumptions	-	-	-
Actuarial loss / (gain) arising on account of experience changes	28	-	28
Employer contributions	-	62	(62)
Benefit payments	(13)	(13)	-
As at March 31, 2024	**238**	**230**	**8**

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
Present value of plan liabilities	**238**	197
Fair value of plan assets	**230**	158
Plan liability net of plan assets	**8**	39

ii) Expenses recognised in Statement of Profit and Loss

(₹ in lakh)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Current service cost	**11**	13
Total	**11**	13
Net interest cost	**2**	2
Net impact on the profit before tax	**13**	15
Remeasurement of the net defined benefit liability:		
Return on plan assets excluding amounts included in interest expense/income	**(11)**	7
Actuarial gains/(losses) arising from changes in demographic assumptions	**-**	-
Actuarial gains/(losses) arising from changes in financial assumptions	**1**	(4)
Actuarial gains/(losses) arising from changes in experience	**28**	28
Net impact on the other comprehensive income before tax	**18**	31

Notes to Standalone Financial Statements for the year ended March 31, 2024

iii) Expenses recognised in Other Comprehensive Income

(₹ in lakh)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Actuarial loss / (gain) on obligation for the year	**29**	25
Return on plan assets, excluding interest income	**(11)**	7
Change in asset ceiling	**-**	-
Net expenses recognised in Other Comprehensive Income	**18**	32

iv) Defined benefit plans assets

(₹ in lakh)

Category of assets (% allocation)	As at March 31,2024	As at March 31, 2023
Insurer managed funds	**100%**	100%
Total	**100%**	100%

iv) Actuarial assumptions

With the objective of presenting the plan assets and plan liabilities of the defined benefits plans and post retirement medical benefits at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date.

Particulars		As at March 31,2024	As at March 31, 2023
Expected return on plan assets		**7.19%**	7.35%
Discounting rate	0.0759	**7.19%**	7.35%
Salary escalation rate*	0.06	**6.00%**	6.00%
Rate of employee turnover	Categorywise	**For service 4 years and below 20.00% p.a.. For service 5 years and above 5% p.a.**	For service 4 years and below 20.00% p.a.. For service 5 years and above 5% p.a.
Mortality rate during employment	Indian Assured Lives Mortality (2006-08)	**Indian Assured Lives Mortality 2012-14 (Urban)**	Indian Assured Lives Mortality 2012-14 (Urban)
Mortality rate After employment	N.A.	**N.A.**	N.A.

* takes into account the inflation, seniority, promotions and other relevant factors

vi) Sensitivity Analysis

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
Projected benefit obligation on current assumption	238	197
Delta effect of +1% change in rate of discounting	(7)	(7)
Delta effect of -1% change in rate of discounting	8	7
Delta effect of +1% change in rate of salary increase	8	7
Delta effect of -1% change in rate of salary increase	(7)	(7)
Delta effect of +1% change in rate of employee turnover *(₹ 20 148 Previous year ₹ 27 870)	*-	*-
Delta effect of -1% change in rate of employee turnover *(₹(-)22 493 Previous year (-) 30 194)	*-	*-

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding aa other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised

Notes to Standalone Financial Statements for the year ended March 31, 2024

vi) Maturity

The defined benefit obligations from fund shall mature after year end as follows:

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
1st Following Year	85	38
2nd Following Year	11	22
3rd Following Year	9	36
4th Following Year	30	8
5th Following Year	68	25
Sum of 6 to 10	65	107
Sum of Years 11 and above	44	32

The average duration of the defined benefit obligation is 6 years (previous year - 6 years)

34 Segment information

The Company is registered as Non-Banking Financial Company, Middle Layer - 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 and as such there is reportable segment, as per the Ind As - 108 "Operating segments". The Operating segments, 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.

(₹ in lakh)

Sr. No.	Particulars	Year ended	
		March 31, 2024	March 31, 2023
		Audited	Audited
1	**Segment revenue**		
a	Finance	**2 007**	942
b	Investments	**2 101**	825
c	Lease / Rental	**-**	20
d	Others	**1 164**	311
	Total	**5 272**	2 098
	Inter-segment revenue	**-**	-
	Total net segment income	**5 272**	2 098
2	**Segment results**		
a	Finance	**(50 899)**	(1 01 529)
b	Investments	**29 716**	(39 251)
c	Lease / Rental	**-**	20
d	Others	**1 164**	311
	Total segment profit / (loss) before tax	**(20 019)**	(1 40 449)
	Unallocated expenses	**3 254**	30 321
	Profit / (Loss) before tax	**(23 273)**	(1 70 770)

Notes to Standalone Financial Statements for the year ended March 31, 2024

(₹ in lakh)

Sr. No.	Particulars	Year ended March 31, 2024 Audited	Year ended March 31, 2023 Audited
3	**Segment assets**		
a	Finance	**-**	-
b	Investments	**11 08 816**	11 43 291
c	Lease / Rental	**27**	27
d	Others	**663**	551
e	Inter-segment elimination	**-**	-
f	Unallocated assets	**77 172**	70 345
	Total segment assets	**11 86 678**	12 14 214
4	**Segment liabilities**		
a	Finance	**8 63 029**	8 31 335
b	Investments	**-**	-
c	Lease / Rental	**385**	384
d	Others	**-**	-
e	Inter-segment elimination	**-**	-
f	Unallocated liabilities	**3 23 264**	3 82 495
	Total segment liabilities	**11 86 678**	12 14 214

35 Related party transactions

A. List of Related Parties and their relationship:

i) **Entity having significant influence on the Company**

Reliance Innoventures Private Limited (RIPL) (ceased w.e.f. November 29, 2021 in pursuance of Reserve Bank of India's Press Release)

ii) **Individual Promoter**

Shri Anil D. Ambani (ceased w.e.f. November 29, 2021 in pursuance of Reserve Bank of India's Press Release)

iii) **Subsidiaries**

Reliance Capital Pension Fund Limited (RCPFL)
Reliance General Insurance Company Limited (RGICL)
Reliance Nippon Life Insurance Company Limited (RNLICL)
Reliance Health Insurance Limited (RHIL)
Reliance Commercial Finance Limited (RCFL) (ceased w.e.f. October 14, 2022)
Reliance Securities Limited (RSL)
Reliance Commodities Limited (RCoL)
Reliance Financial Limited (RFL)
Reliance Wealth Management Limited (RWML)
Reliance Money Services Private Limited (RMSPL)
Reliance Money Precious Metals Private Limited (RMPMPL)
Reliance Exchangenext Limited (RNext)
Reliance Corporate Advisory Services Limited (RCASL)
Quant Capital Private Limited (QCPL)
Quant Broking Private Limited (QBPL)
Quant Securities Private Limited (QSPL)
Quant Investment Services Private Limited (QISPL)
Gullfoss Enterprises Private Limited (GEPL) (ceased w.e.f. October 14, 2022)
Reliance ARC-SBI-Maan Sarovar Trust Security Receipt (RASMST)
Reliance Underwater Systems Private Limited (RUSPL)

Notes to Standalone Financial Statements for the year ended March 31, 2024

iv) **Associates**

Ammolite Holdings Limited (AHL)
Reliance Asset Reconstruction Company Limited RARCL)
Global Wind Power Limited (GWPL)(ceased w.e.f. October 14, 2022)
Reinplast Advanced Composites Private Limited (RACPL)(ceased w.e.f. October 14, 2022)
Reliance Home Finance Limited (RHFL) (ceased w.e.f. August 09, 2023)

v) **Key management personnel**

Mr. Atul Tandon Company Secretary & Compliance Officer
Mr. Aman Gudral (Chief Financial Officer) (Appointed w.e.f. April 12, 2022)
Mr. Vijesh B. Thota (Chief Financial Officer) (ceased w.e.f. April 11, 2022)

vi) **Resolution Professional**

Nageswara Rao Y (Administrator) (Appointed w.e.f. December 06, 2021)

B. Transactions during the year with related parties:

(₹ in lakh)

Particulars		Year	Subsidiaries	Others (V below)	Associates	Total
Investments						
a)	Subscribed / Purchased during the year	2023-24	20 000	-	-	20 000
		2022-23	-	-	-	-
b)	Redeemed / Sold during the year	2023-24	1 208	-	-	1 208
		2022-23	403	-	-	403
c)	Closing Balances	2023-24	11 00 865	-	7 950	11 08 815
		2022-23	10 82 456	-	7 950	10 90 406
Loans Given						
a)	Given during the year	2023-24	-	-	-	-
		2022-23	-	-	-	-
b)	Returned /Adjusted during the year	2023-24	2 800	-	-	2 800
		2022-23	57 160	-	600	57 760
c)	Closing Balances	2023-24	1 34 989	-	-	1 34 989
		2022-23	1 37 789	-	-	1 37 789
d)	ECL provision on loan outstanding	2023-24	1 34 989	-	-	1 34 989
		2022-23	1 37 789	-	-	1 37 789
e)	Interest accrued on Loans	2023-24	19 364	-	-	19 364
		2022-23	19 364	-	-	19 364
f)	ECL provision on interest outstanding	2023-24	19 364	-	-	19 364
		2022-23	19 364	-	-	19 364
Advances / Margin Money						
a)	Closing Balances	2023-24	9 603	-	-	9 603
		2022-23	11 083	-	757	11 840
Debentures						
a)	Redeemed during the year	2023-24	-	-	-	-
		2022-23	-	-	-	-
b)	Closing Balances	2023-24	13 265	-	-	13 265
		2022-23	13 265	-	-	13 265
c)	Accrued interest on debentures	2023-24	3 041	-	-	3 041
		2022-23	3 041	-	-	3 041

Notes to Standalone Financial Statements for the year ended March 31, 2024

(₹ in lakh)

Particulars		Year	Subsidiaries	Others (V below)	Associates	Total
Income						
a)	Interest Income	2023-24	-	-	-	-
		2022-23	138	-	75	213
b)	Dividend Income	2023-24	1 017	-	147	1 164
		2022-23	25	-	147	172
c)	Reimbursement of Expenditure	2023-24	138	-	9	147
		2022-23	506	-	32	538
d)	Management Fees	2023-24	-	-	-	-
		2022-23	124	-	41	165
e)	Other operating income	2023-24	-	-	5	5
		2022-23	-	-	2	2
Expenditure						
a)	Finance cost / paid	2023-24	-	-	-	-
		2022-23	-	-	-	-
b)	Insurance	2023-24	165	-	-	165
		2022-23	102	-	-	102
c)	Brokerage paid during the year	2023-24	16	-	-	16
		2022-23	7	-	-	7
d)	Reimbursement of Expenditure	2023-24	-	-	-	-
		2022-23	-	-	-	-
e)	Professional Fees	2023-24	-	-	-	-
		2022-23	396	-	-	396
f)	Provision / Fair value change in the value of investments	2023-24	-	-	-	-
		2022-23	-	-	5 615	5 615
g)	ECL provision on loan and interest (net)	2023-24	-	-	-	-
		2022-23	(43 526)	-	(20)	(43 546)
Contingent liability						
a)	Guarantees to banks and financial institutions on behalf of third parties.	2023-24	-	-	-	-
		2022-23	-	-	40 000	40 000

Employee Benefit expenses ₹ 271 lakh (Previous year ₹ 312 lakh)

C. The nature and volume of material transactions for the year with above related parties are as follows:

Investments

2023-24

Investments subscribed / purchased during the year during include ₹ 20,000 lakh to RGICL and redeemed / sold during the year during the year include ₹ 1,208 lakh from RFL. Investments Balance as at March 31, 2024 includes ₹ 5,22,770 lakh of RGICL, ₹ 5,07,695 lakh to RNLICL and ₹ 7,950 lakh to RARCL.

2022-23

Investments Redeemed / Sold during the year during the year include ₹ 402 lakh from RFL. Investments Balance as at March 31, 2023 includes ₹ 5,02,974 lakh of RGICL ,₹ 5,07,847 lakh to RNLICL and ₹ 7,950 lakh to RARCL.

Loans Given

2023-24

Loan Returned/Adjusted during the year include ₹ 2,800 lakh from RCASL. Loan given Balance as at March 31, 2024 include ₹ 1,34,506 lakh to RCASL. ECL provision on loan outstanding includes ₹1,34,506 lakh to RCASL. Accrued Interest on loans as at March 31, 2024 includes ₹19,277 lakh to RCASL. ECL provision on interest outstanding includes ₹19,277 lakh to RCASL.

Notes to Standalone Financial Statements for the year ended March 31, 2024

2022-23

Loan Returned/Adjusted during the year include ₹ 1,850 lakh from RCASL, ₹ 2,639 lakh from RSL, ₹ 52,671 lakh to RCF and ₹ 600 lakh from RARCL. Loan given Balance as at March 31, 2023 include ₹ 1,37,306 lakh to RCASL. ECL provision on loan outstanding includes ₹ 1,37,306 lakh to RCASL. Accrued Interest on loans as at March 31, 2023 includes ₹ 19,277 lakh to RCASL. ECL provision on interest outstanding includes ₹19,277 lakh to RCASL.

Advances / Margin Money

2023-24

Advance balance as at March 31, 2024 includes ₹ 599 lakh to RGICL, ₹ 413 lakh to RNLICL and ₹ 393 lakh to RSL. Margin Money Receivable includes ₹ 8,107 lakh from RSL.

2022-23

Advance balance as at March 31, 2023 includes ₹ 615 lakh to RGICL, ₹ 415 lakh to RNLICL, ₹ 393 lakh to RSL and ₹ 757 lakh to RHFL. Margin Money Receivable includes ₹ 9,578 lakh from RSL.

Debentures (Borrowings)

2023-24

Debentures balance as at March 31 2024 includes ₹ 12,750 lakh to RGICL. Accrued Interest on debentures as at March 31, 2024 include ₹ 3,041 lakh to RGICL

2022-23

Debentures balance as at March 31 2023 includes ₹ 12,750 lakh to RGICL. Accrued Interest on debentures as at March 31, 2023 include ₹ 3,041 lakh to RGICL

Income

2023-24

Dividend Income includes ₹ 991 lakh from RFL, ₹ 147 lakh from RARCL and ₹ 25 lakh from RGIC. Reimbursement of Expenditure include ₹ 289 lakh from RNLICL, ₹ 75 lakh from RGIC, and ₹ 113 lakh from RSL. Other operating incomes includes ₹ 2 lakh from RARCL.

2022-23

Interest & Finance Income includes ₹ 138 lakh from RSL and ₹ 75 lakh from RARCL. Dividend Income includes ₹ 147 lakh from RARCL and ₹ 25 lakh from RGIC. Reimbursement of Expenditure include ₹ 289 lakh from RNLICL, ₹ 75 lakh from RGIC, and ₹ 113 lakh from RSL. Other operating incomes includes ₹ 2 lakh from RARCL.

Expenditure

2023-24

Insurance include ₹ 103 lakh to RGICL and ₹ 62 to RNLICL. Brokerage paid during the year ₹ 16 lakh to RSL. Employee benefit expenses include,₹ 189 lakh to Shri Atul Tandon and ₹82 lakh to Shri Aman Gudral.

2022-23

Insurance include ₹ 69 lakh to RGICL and ₹ 33 to RNLICL. Professional fee paid during the year ₹ 396 lakh to RSL. Brokerage paid during the year ₹ 7 lakh to RSL. ECL provision on loan and interest (net) ₹ 17,479 lakh to RCASL, ₹ (60,987) lakh to RCFL and ₹ (20) lakh to RARC. Employee benefit expenses include,₹ 225 lakh to Shri Atul Tandon and ₹ 87 lakh to Shri Aman Gudral.

Contingent Liability

2023-24

Guarantees to Banks and Financial Institutions on behalf of third parties includes ₹ 40,000 lakh for RHFL (ceased w.e.f. August 09, 2023).

2022-23

Guarantees to Banks and Financial Institutions on behalf of third parties includes ₹ 40,000 lakh for RHFL.

Notes to Standalone Financial Statements for the year ended March 31, 2024

Notes :

i) Expenses incurred towards public utilities services such as communication and electricity charges have not been considered for related party transaction.

ii) The above discloses transactions entered during the period of existence of related party relationship. The balances and transactions are not disclosed before existence of related party relationship and after cessation of related party relationship.

iii) Professional Fee ₹96 lakh (Previous year ₹ 96 lakh) paid to Mr. Nageswara Rao Y (Administrator).

36 Operating lease commitments

Company as lessor

The Company have given assets on operating lease, which expire upto FY 2023-24 (Previous Year: FY 2022-23).

(₹ in lakh)

Particulars	**As at March 31,2024**	As at March 31, 2023
Within one year of the balance sheet date	**-**	-
Due in a period between one year and five years	**-**	-
Due after five years	**-**	-

Company as lessee

The Company has no lease office premises which are of short term nature, which are of period of less than 12 months. Lease rentals expenses recognised in the books of account is amounting to ₹ Nil (₹ Nil).

37 Basic and the diluted earnings per share (EPS)

a) The basic earnings per share has been calculated based on the following:

Particulars	**2023-24**	2022-23
Net profit / (loss) after tax available for equity shareholders (₹ in lakh)	**(23 273)**	(1 70 770)
Weighted average number of equity shares	**25 11 08 902**	25 11 08 902

b) The reconciliation between the basic and the diluted earnings per share is as follows:

Particulars	**Year ended March 31, 2024**	Year ended March 31, 2023
Basic earnings per share	**(9.27)**	(68.01)
Effect of outstanding stock options	**-**	-
Diluted earnings per share	**(9.27)**	(68.01)

c) Weighted average number of equity shares is computed for the purpose of calculating diluted earning per share, after giving the dilutive impact of the outstanding stock options for the respective years.

Particulars	**Year ended March 31, 2024**	Year ended March 31, 2023
Weighted average number of shares for computation of Basic EPS	**25 11 08 902**	25 11 08 902
Dilutive effect of outstanding stock options	**-**	-
Weighted average number of shares for computation of Diluted EPS	**25 11 08 902**	25 11 08 902

38 Contingent liabilities

(₹ in lakh)

Particulars	**As at March 31,2024**	As at March 31, 2023
- Guarantees to Banks and Financial Institutions on behalf of third parties	**2 86 074**	2 86 074
- Claims against the Company not acknowledge as debt (Refer Note Below)	**20 055**	21 565
Total	**3 06 129**	3 07 639

a) Pursuant to the admission and commencement of CIRP of the Company under Insolvency and Bankruptcy Code, 2016 (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 have been determined in terms of Approved Resolution Plan and shall be accounted upon implementation of Approved Resolution Plan. Therefore, all financial liabilities will be dealt in accordance with the provisions of the Code.

Notes to Standalone Financial Statements for the year ended March 31, 2024

b) Claims against the Company not acknowledge as debt include income tax claims for the AY 2016-17 of ₹ 237 lakh. The company has filed for appeal and rectification request against the demand raised by income tax authorities. In past same demand has been cancelled by the higher authorities, hence the Company does not expect any liability against the same.

39 Capital commitments

(₹ in lakh)

Particulars	As at March 31,2024	As at March 31, 2023
Estimated amount of contracts remaining to be executed on capital account (net of advances)	**4 417**	5 893
Total	**4 417**	5 893

40 a) 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.

b) The Company had earlier pledged its entire equity holding (No of shares 25,15,49,920) 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 was 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. 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.

During the year, the Company has further invested ₹ 20,000 lakh towards fresh issue of 97,56,097 fully paid up equity shares of RGICL.

c) 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) ₹ 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 ₹ 55,706 lakh i.e. the value of Balance Subject Shares as on Effective Date.

d) One of previous auditor of the Company's, after resigning from the office in June 2019 submitted a report under Section 143(12) of the Companies Act, 2013 with the Ministry of Corporate Affairs for matters relating to Financial Year 2018-19. The Company has examined the matter and also appointed legal experts, who independently carried out an in-depth examination of the matters and issues raised therein and have concluded that there was no matter attracting the provisions of Section 143(12) of the Companies Act, 2013. The matter is under consideration with the Ministry of Corporate Affairs.

Notes to Standalone Financial Statements for the year ended March 31, 2024

e) 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 ₹ 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.

41 The Company has defaulted on principal and/or interest to certain lenders including lenders who have issued recall notices, the details of which are as under:

Nature of borrowings	Nature of default	Amount of default	Period of default	
Debentures and bonds			**From**	**to**
Debentures and bonds	Principal	16 25 956	365 Days	1644 Days
Debentures and bonds	Interest	4 17 631	365 Days	1644 Days
Loans from Banks / Financial Institutions				
Assets Care & Reconstruction Enterprise Limited-108-Trust	Principal	52 398	365 Days	1552 Days
Assets Care & Reconstruction Enterprise Limited-108-Trust	Interest	11 792	487 Days	1593 Days
Assets Care & Reconstruction Enterprise Limited-116-Trust	Principal	7 260	493 Days	1589 Days
Assets Care & Reconstruction Enterprise Limited-116-Trust	Interest	1 823	517 Days	1613 Days

a. Interest amount has been considered till December 06, 2021.

b. The company has also defaulted on repayment of Inter corporate deposits taken from various parties aggregating to ₹ 56 181 lakh and interest ₹ 17 351 lakh for which maximum days of default ranges from 876 days to 1663 days.

42 Disclosure of loans / advances and investments in its own shares pursuant to Regulation 53 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(₹ in lakh)

	Particulars	Outstanding Balance		Maximum Balance outstanding	
		March 31, 2024	March 31, 2023	**2023-24**	2022-23
i)	Loans and advances in the nature of loans to subsidiaries (Excluding provision of ECL)				
a)	Reliance Securities Limited	**-**	-	**-**	2 839
b)	Reliance ExchangeNext Limited	**483**	483	**483**	483
c)	Reliance Corporate Advisory Services Limited	**1 34 506**	1 37 306	**1 39 156**	1 39 156
d)	Reliance Commercial Finance Limited (ceased w.e.f. October 14, 2022)	**-**	-	**-**	52 671
ii)	Loans and advances in the nature of loans to associates (Excluding provision of ECL)				
a)	Reliance Asset Reconstruction Limited	**-**	-	**-**	600
iii)	Loans and advances in nature of loans to firms / companies in which directors are interested.	**-**	-	**-**	-
		No. of shares		**Amount in ₹**	
iv)	Investments by loanee in the shares of parent company and subsidiary company, when the company has made a loan or advance in the nature of loan.	-	-	-	-

Notes to Standalone Financial Statements for the year ended March 31, 2024

43 Additional Information as required by Reserve Bank of India, Master Direction - Core Investment Companies (Reserve Bank) Directions, RBI/DNBR/2016-17/39, Master Direction DNBR. PD. 003/03.10.119/2016- 17, August 25, 2016, DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated March 13, 2020 & DoR (NBFC) (PD) CC. No. 117/03.10.001/2020-21 dated August 13, 2020.

43.01 Disclosure required as by para 19 of Core Investment Companies

(i) Funding Concentration based on significant counterparty for borrowings

(₹ in lakh)

Sr No	Number of Significant Counterparties*	Amount (₹ lakh)	% of Total deposits	% of Total borrowings
1	2	5 90 000	NA	34%

*Significant counterparties are defined as parties having exposure in excess of 10% of the total borrowings.

(ii) The Company does not accept public deposits.

(iii) Top 10 borrowings: Constitute ₹ 10,20,044 lakh and 58% of total borrowings

(iv) Funding Concentration based on significant instrument/product: Secured Non-Convertible Debentures comprises ₹ 14 85 456 lakh with 85% of total borrowings.

(v) Stock Ratios:

(a) As of March 31, 2024, Commercial Paper outstanding: Nil

(b) As of March 31, 2024, outstanding Non-Convertible Debentures having original maturity of less than one year- Nil

(c) Other short-term liabilities, if any as a % of total public funds, total liabilities and total assets -Nil

(vi) Institutional set-up for liquidity risk management

In view of the on going CIRP liquidity risk management is being overseen by the Administrator

43.02 Maturity pattern of asset and liabilities (At Book Values)

The overall obligations and liabilities have been determined in terms of Approved Resolution Plan and shall be accounted upon implementation of Approved Resolution Plan. Therefore, all financial liabilities will be dealt in accordance with the provisions of the Code.

Further, all stakeholder have recalled all the liabilities and have submitted claim to the Administrator in terms of the Code and therefore the entire amount of liabilities and assets are considered as overdue/matured as on March 31, 2024, irrespective of the original maturity dates

(₹ in lakh)

Particulars	Financial Year	Total
Liabilities		
Borrowings from bank / Financial institutions	2023-24	**59 658**
	2022-23	62 458
Market Borrowings	2023-24	**16 82 137**
	2022-23	16 82 137
Other financial liabilities	2023-24	**4 49 987**
	2022-23	4 50 767
Assets		
Cash & Cash Equivalent	2023-24	**30 101**
	2022-23	21 004
Bank balance other than cash and cash equivalents above	2023-24	**1 004**
	2022-23	1 285
Trade receivables	2023-24	**27**
	2022-23	27
Loans	2023-24	**-**
	2022-23	-
Investments	2023-24	**11 08 816**
	2022-23	11 43 291
Other financial assets	2023-24	**2 617**
	2022-23	2 900

Notes to Standalone Financial Statements for the year ended March 31, 2024

43.03 Exposure to Real Estate

(₹ in lakh)

Category		2023-24	2022-23
a)	Direct Exposure		
i)	Residential Mortgage	**-**	-
ii)	Commercial Real Estate	**-**	-
iii)	Investments in Mortgage Backed Securities (MBS) and other securitised exposures -		
	Residential	**-**	-
	Commercial	**-**	-
iv)	Investment in Properties	**7 081**	**7 289**
b)	Indirect Exposure		
	Fund Based and Non Fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs)	**40 000**	**40 000**
	Total Exposure to real estate sector	**47 081**	47 289

Note :

i) For the exposure to real estate only loans secured by way of mortgage/hypothecation of housing properties, commercial properties and land are considered.

ii) In computing the above information, certain estimates, assumptions and adjustments have been made by the Management which have been relied upon by the auditors.

iii) The Company's Investment in Investment Property amounting to ₹ 7,081 lakh (Previous year ₹ 7,289 lakh) has been considered as an indirect exposure to real estate sector.

43.04 Exposure to capital market

(₹ in lakh)

Particulars				2023-24	2022-23
i)	Direct investment in equity shares, convertible bonds, convertible debentures and units of equity oriented mutual funds the corpus of which is not exclusively invested in corporate debt			**11 08 401**	11 41 628
ii)	Advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures, and units of equity oriented mutual funds			**-**	-
iii)	Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security			**-**	-
iv)	Advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds does not fully cover the advances			**-**	-
v)	Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers			**-**	-
vi)	Loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources			**-**	-
vi)	Bridge loans to companies against expected equity flows / issues			**-**	-
viii)	Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds			**-**	-
ix)	Financing to stockbrokers for margin trading			**-**	-
x)	All exposures to Alternative Investment Funds:	2023-24	2022-23		
	(i) Category I	-	-		
	(ii) Category II	-	-		
	(iii) Category III	-	-	**-**	-
	Total exposure to capital market			**11 08 401**	11 41 628

Notes to Standalone Financial Statements for the year ended March 31, 2024

43.05 Sectoral exposure

(₹ in lakh)

Sectors		2023-24			2022-23		
		Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector
1.	Agriculture and Allied Activities	-	-	-	-	-	-
2.	Industry						
2.1.	Micro and Small	-	-	-	-	-	-
2.2.	Medium	-	-	-	-	-	-
2.3.	Large	-	-	-	-	-	-
Total of Industry (2)		-	-		-	-	
3.	Services						
3.1.	Transport Operators	-	-	-	-	-	-
3.2.	Computer Software	-	-	-	-	-	-
3.3.	Tourism, Hotels and Restaurants	**1 000**	**1 000**	**100%**	1 000	1 000	100%
3.4.	Shipping	-	-	-	-	-	-
3.5.	Aviation	-	-	-	-	-	-
3.6.	Professional Services	-	-	-	-	-	-
3.7.	Trade						
3.7.1.	Wholesale Trade (other than food procurement)	-	-	-	-	-	-
3.7.2.	Retail Trade	-	-	-	-	-	-
3.8.	Commercial Real Estate	-	-	-	-	-	-
3.9.	Non-Banking Financial Companies(NBFCs) of which,	**85 000**	**12 907**	**15%**	85 000	12 907	15%
3.9.1.	Housing Finance Companies (HFCs)	**40 000**	**6 074**	**15%**	40 000	6 074	15%
3.9.2.	Public Financial Institutions (PFIs)	-	-	-	-	-	-
3.10.	Other Services	**10 63 103**	**8 87 180**	**83%**	10 31 409	8 55 485	83%
Total of Services (3)		**11 49 103**	**9 01 087**		11 17 409	8 69 392	
4.	Personal Loans						
4.1.	Consumer Durables	-	-	-	-	-	-
4.2.	Housing (Including Priority Sector Housing)	-	-	-	-	-	-
4.3.	Advances against Fixed Deposits(Including FCNR (B), NRNR Deposits etc.)	-	-	-	-	-	-
4.4.	Advances to Individuals against share,bonds, etc.	-	-	-	-	-	-
4.5.	Credit Card Outstanding	-	-	-	-	-	-
4.6.	Education	-	-	-	-	-	-
4.7.	Vehicle Loans	-	-	-	-	-	-
4.8.	Loans against gold jewellery	-	-	-	-	-	-
4.9.	Other Personal Loans	-	-	-	-	-	-
4.10.	Others	-	-	-	-	-	-
Total of Personal Loans (4)		-	-		-	-	
5.	Others, if any (please specify)	-	-		-	-	-

Notes to Standalone Financial Statements for the year ended March 31, 2024

43.06 Intra-group exposures

(₹ in lakh)

Particulars		2023-24	2022-23
i)	Total amount of intra-group exposures	**11 08 815**	11 43 250
ii)	Total amount of top 20 intra-group exposures	**11 08 815**	11 43 250
iii)	Percentage of intra-group exposures to total exposure of the NBFC on borrowers/customers	**100%**	100%

43.07 There were no unhedged foreign currency transactions during current year and previous year.

43.08 Related Party Disclosure

(₹ in lakh)

2023-24						
Nature of transaction	**Holding Company & Subsidiary of Ultimate Holding Company**	**Subsidiary**	**Associate**	**KMP**	**Relative of KMP**	**Total**
Borrowings	-	-	-	-	-	-
Deposits	-	-	-	-	-	-
Placement of deposits	-	-	-	-	-	-
Advances	-	**9 603**	-	-	-	**9 603**
Maximum advances during the year	-	**11 083**	**757**	-	-	**11 840**
Investments	-	**11 00 865**	**7 950**	-	-	**11 08 815**
Maximum investment during the year	-	**11 02 073**	**7 950**	-	-	**11 10 023**
Purchase of fixed/other assets	-	-	-	-	-	-
Sale of fixed/other assets	-	-	-	-	-	-
Interest Paid	-	-	-	-	-	-
Interest Received	-	-	-	-	-	-
Others	-	-	-	-	-	-
Equity shares held	-	**11 00 451**	**7 950**	-	-	**11 08 401**
Investment in Equity shares during period	-	**20 000**	-	-	-	**20 000**

2022-23						
Nature of transaction	Holding Company & Subsidiary of Ultimate Holding Company	Subsidiary	Associate	KMP	Relative of KMP	Total
Borrowings	-	-	-	-	-	-
Deposits	-	-	-	-	-	-
Placement of deposits	-	-	-	-	-	-
Advances	-	11 083	757	-	-	11 840
Maximum advances during the year	-	11 083	757	-	-	11 794
Investments	-	10 82 456	7 950	-	-	10 90 406
Maximum investment during the year	-	10 82 456	7 950	-	-	10 90 406
Purchase of fixed/other assets	-	-	-	-	-	-
Sale of fixed/other assets	-	-	-	-	-	-
Interest Paid	-	-	-	-	-	-
Interest Received	-	138	75	-	-	213
Others	-	-	-	-	-	-
Equity shares held	-	10 80 834	7 950	-	-	10 88 784
Investment in Equity shares during period	-	-	-	-	-	-

Notes to Standalone Financial Statements for the year ended March 31, 2024

43.09 Disclosure of complaints

i) Summary information on complaints received by the NBFCs from customers and from the Offices of Ombudsman

Sr. No	Particulars	2023-24	2022-23
	Complaints received by the NBFC from its customers		
1	Number of complaints pending at beginning of the year	-	-
2	Number of complaints received during the year	-	-
3	Number of complaints disposed during the year		
3.1	Of which, number of complaints rejected by the NBFC	-	-
4	Number of complaints pending at the end of the year	-	-
	Maintainable complaints received by the NBFC from Office of Ombudsman	-	-
5	Number of maintainable complaints received by the NBFC from Office of Ombudsman		
5.1	Of 5, number of complaints resolved in favour of the NBFC by Office of Ombudsman	-	-
5.2	Of 5, number of complaints resolved through conciliation/mediation/ advisories issued by Office of Ombudsman	-	-
5.3	Of 5, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC	-	-
6	Number of Awards unimplemented within the stipulated time (other than those appealed)	-	-

ii) Top five grounds of complaints received by the NBFCs from customers

Grounds of complaints, (i.e.complaints relating to)	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% increase/ decrease in the number of complaints received over the previous year	Number of complaints pending at the end of the year	Of 5, number of complaints pending beyond 30 days
1	2	3	4	5	6
2023-24					
Credit Cards	-	-	-	-	-
Difficulty in operation of accounts	-	-	-	-	-
Mis-selling	-	-	-	-	-
Recovery Agents/ Direct Sales Agents	-	-	-	-	-
Loans and advances	-	-	-	-	-
Others	-	-	-	-	-
Total	-	-	-	-	-
2022-23					
Credit Cards	-	-	-	-	-
Difficulty in operation of accounts	-	-	-	-	-
Mis-selling	-	-	-	-	-
Recovery Agents/ Direct Sales Agents	-	-	-	-	-
Loans and advances	-	-	-	-	-
Others	-	-	-	-	-
Total	-	-	-	-	-

43.10 There is a breach of covenant of loan availed or debt securities issued (Refer note no. 15 and 16)

43.11 Divergence in Asset Classification and Provisioning

The conditions outlined in the circular are not satisfied and hence the disclosure on Divergence in Asset Classification and Provisioning is not applicable.

Notes to Standalone Financial Statements for the year ended March 31, 2024

43.12 Loans and advances availed by CIC inclusive of interest accrued thereon but not paid

(₹ in lakh)

Particulars		Amount Outstanding		Amount Overdue	
		March 31, 2024	March 31, 2023	**March 31, 2024**	March 31, 2023
a)	Debentures				
	(Other than falling within the meaning of public deposits)				
i)	Secured [inclusive of ₹ 3 81 667 lakh (Previous year ₹ 3 81 667 lakh) interest accrued thereon]	**18 67 123**	18 67 123	**18 67 123**	18 67 123
ii)	Unsecured [inclusive of ₹ 35 964 lakh (Previous year ₹ 35 964 lakh) interest accrued thereon]	**1 76 464**	1 76 464	**1 76 464**	1 76 464
b)	Deferred Credits	**-**	-	**-**	-
c)	Term Loans [inclusive of ₹ 13 615 lakh (Previous year ₹ 13 615 lakh) interest accrued thereon]	**73 275**	76 075	**73 275**	76 075
d)	Inter-corporate Loans and Borrowing [inclusive of ₹ 17 351 lakh (Previous year ₹ 17 351 lakh) interest accrued thereon]	**73 532**	73 532	**73 532**	73 532
e)	Commercial Paper	**-**	-	**-**	-
f)	Other Loans	**-**	-	**-**	-
	Note: above loans are without netting off prepaid brokerage of ₹ Nil (Previous year ₹ Nil)				

43.13 Break up of loans and advances including bills receivable other than those included in (6) below (Gross Amount)(Refer Note (b) below)

(₹ in lakh)

Particulars		Amount Outstanding	
		March 31, 2024	March 31, 2023
i)	Secured	**6 50 398**	6 15 904
ii)	Unsecured	**2 22 519**	2 27 366
		8 72 917	8 43 270

Note:

a) Housing loans / loans against property and construction finance granted are secured by equitable registered mortgage of property and / or undertaking to create a security and other loans and advances are secured by way of hypothecation and/or pledging of the underlying asset.

b) In case of loans & advances given in para (43.13) above, impairment loss allowance of ₹ 8,64,015 lakh (Previous Year ₹ 8,31,335 lakh)

43.14 Break up of leased assets and stock on hire and Other assets counting towards AFC activities:

Lease assets including lease rentals under sundry debtors:

Particulars		Amount Outstanding	
		March 31, 2024	March 31, 2023
1)	Financial lease (net of depreciation and lease adjustment)	**-**	-
2)	Operating lease (net of depreciation)	**-**	-

Notes to Standalone Financial Statements for the year ended March 31, 2024

43.15 Break up of investments

(₹ in lakh)

Particulars	Amount Outstanding March 31, 2024	Amount Outstanding March 31, 2023
a) Current investments		
1) Quoted		
i) Shares		
a) Equity	**-**	52 844
b) Preference	**-**	-
ii) Units of Mutual fund	**1**	41
2) Unquoted		
i) Others		
- Preference shares	**-**	-
- Pass Through Certificates	**-**	-
b) Long term investments		
1) Quoted		
i) Shares		
a) Equity	**-**	-
b) Preference	**-**	-
ii) Debentures and bonds	**-**	-
ii) Government securities	**-**	-
2) Unquoted		
i) Shares		
a) Equity	**11 08 401**	10 88 784
b) Preference	**-**	1 208
ii) Debentures and bonds	**-**	-
iii) Units of Mutual fund	**-**	-
iv) GOI securities (₹ 45 000 (Previous year ₹ 45 000)	**-**	-
v) Others	**-**	-
a) Pass Through Certificates & Security Receipts	**414**	414
b) Units of Private Equity/Seed Fund	**-**	-
	11 08 816	11 43 291

43.16 Borrower group-wise classification of assets financed (Gross Amount) as in (2) and (3) above:

(₹ in lakh)

Particulars	Secured March 31, 2024	Secured March 31, 2023	Unsecured March 31, 2024	Unsecured March 31, 2023	Total March 31, 2024	Total March 31, 2023
a) Related parties						
1) Subsidiaries	**-**	-	**1 44 745**	1 48 872	**1 44 745**	1 48 872
2) Companies in the same group - Associates	**-**	-	**-**	757	**-**	757
3) Other related parties	**-**	-	**-**	-	**-**	-
b) Companies in the same group - as per CIC	**6 50 398**	6 15 904	**77 642**	77 642	**7 28 040**	6 93 546
c) Other than related parties	**-**	-	**132**	95	**132**	95
Total	**6 50 398**	6 15 904	**2 22 519**	2 27 366	**8 72 917**	8 43 270

Notes to Standalone Financial Statements for the year ended March 31, 2024

43.17 Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted excluding stock in trade)

(₹ in lakh)

	Particulars	Market value / Fair Value or NAV		Book Value (Net of provisions)	
		March 31, 2024	March 31, 2023	**March 31, 2024**	March 31, 2023
a)	**Related parties**				
1)	Subsidiaries	**11 00 865**	10 82 456	**11 00 865**	10 82 456
2)	Companies in the same group - Associates	**7 950**	7 950	**7 950**	7 950
3)	Other related parties	**505**	371	**-**	-
b)	Companies in the same group - as per CIC	**-**	52 844	**-**	52 844
c)	Other than related parties	**1**	41	**1**	41
	Total	**11 09 321**	11 43 662	**11 08 816**	11 43 291

43.18 Other information

(₹ in lakh)

	Particulars	March 31, 2024	March 31, 2023
a)	Gross Non Performing Assets		
1)	Related parties	**1 34 989**	1 37 789
2)	Other than related parties	**7 28 040**	6 93 546
b)	Net Non Performing Assets		
1)	Related parties	**-**	-
2)	Other than related parties	**34 494**	-
c)	Assets acquired in satisfaction of debt	**-**	-

Notes :

a) In case of unquoted investments, in the absence of market value, book value has been considered.

b) Gross Non Performing Assets and Net Non Performing Assets given above includes loans principal.

43.19 Detail of group entities that are not consolidated in the CFS

Name of Entity - RBEP Entertainment Private Limited (Formerly know as Reliance Big Entertainment Private Limited): Type of business - Internet, digital media, film production, communications, radio programming, gaming, movies, animation, music,broadcast, and other entertainment services, Size of its assets - ₹ 19,982 lakh, Debt Equity ratio – NA,Profitability FY 2020- 21 – ₹ (3,95,588) lakh, Profitability FY 2019-20 – ₹ (3,95,588) lakh, Exposure – ₹ 38,919 lakh Corporate Guarantee, and ₹ Nil Loan and interest.

Name of Entity - Reliance Media Works Financial Services Private Limited: Type of business - Lending and trading in commodities, Size of its assets - ₹ 2,811 lakh, Debt Equity ratio – NA, Profitability FY 2021-22 – ₹ 1,001 lakh, Profitability FY 2020-21 – ₹(61,914) lakh, Exposure – ₹ 18,885 lakh Corporate Guarantee.

Note:

(a) Exposure is provided net of provision or fair value change.

(b) Details of those entities have not been considered whose net exposures are Nil as on March 31, 2024.

(c) Debt Equity ratio is not applicable (NA) where net worth is negative or debt is zero.

(d) Financials details of Group Companies are provided as per latest available Audited Financial Statement as on March 31, 2023.

43.20 The Company does not have any exposure to non financial business other than reported in serial no 1 of note no 43.19.

43.21 There are no Loans and advances to firms/companies in which directors are interested.

43.22 Investments by the loanee of the CIC in the shares (Equity and Preference) of Parent Company and Group Companies

Nil,

Exposure is provided net of provision or fair value change. Details of those entities have not been considered whose net exposures are Nil as on March 31, 2024.

Notes to Standalone Financial Statements for the year ended March 31, 2024

43.23 Components of CIC, ANW and other related information

The Company is registered with the Reserve Bank of India as Non-Banking Financial Company, Middle Layer Core Investment Company – Non-Deposit Taking Systemically Important (NBFC-CIC-ND-SI) under Section 45-IA of Reserve Bank of India Act, 1934.

(₹ in lakh)

Sr no	Particulars	As at March 31,2024	As at March 31, 2023
a	Investments & loans to group companies as a proportion of Net Assets (%)*	**96%**	96%
b	Investments in equity shares and compulsory convertible instruments of group Companies as a proportion of Net Assets (%) *	**96%**	96%
c	Capital Adequacy Ratio (%) [Adjusted Net worth / Risk Weighted Assets]	**(73%)**	(69%)
d	unrealized appreciation in the book value of quoted investments	**306**	8,874
e	diminution in the aggregate book value of quoted investments	**-**	-
f	Leverage Ratio (Times) [Outside Liabilities / Adjusted Networth]	**(2.38)**	(2.46)

* Includes Nippon Life India Asset Management Limited (Formerly Reliance Nippon Life Asset Management Limited) shares.

Regulatory capital Tier I capital, which comprises share capital, share premium, special reserves, share option outstanding account, retained earnings including current year profit less accrued dividends. Certain adjustments are made to Ind AS–based results and reserves, as prescribed by the Reserve Bank of India.

43.24 The Company does not have any investment or capital contribution in any other CIC

43.25 Off Balance Sheet Exposure

(₹ in lakh)

Sr no	Particulars	As at March 31,2024	As at March 31, 2023
a	Off balance sheet exposure	**2 86 074**	2 86 074
b	Financial Guarantee as a % of total off-balance sheet exposure	**100%**	100%
c	Non-Financial Guarantee as a% of total off-balance sheet exposure	**0%**	0%
d	Off balance sheet exposure to overseas subsidiaries	**-**	-
e	Letter of Comfort issued to any subsidiary	**6 865**	6 865
f	Claims against the Company not acknowledge as debt	**20 055**	21 565

43.26 Investments

(₹ in lakh)

Sr no	Particulars	As at March 31,2024	As at March 31, 2023
1	**Value of Investments**		
(i)	Gross Value of Investments		
(a)	In India	**15 19 320**	15 92 415
(b)	Outside India,	**-**	-
(ii)	**Provisions for Depreciation**		
(a)	In India	**-**	-
(b)	Outside India,	**-**	-
(iii)	**Fair Value Changes**		
(a)	In India	**4 10 504**	4 49 124
(b)	Outside India,	**-**	-
(iv)	**Net Value of Investments**		
(a)	In India	**11 08 816**	11 43 291
(b)	Outside India.	**-**	-
2	**Movement of provisions held towards depreciation on investments.**		
(i)	Opening balance	**4 49 124**	6 67 691
(ii)	Add : Provisions / Fair value changes made during the year	**-**	-
(iii)	Less : Write-off / write-back of excess provisions / Fair value changes during the year	**(38 620)**	(2 18 567)
(iv)	Closing balance	**4 10 504**	4 49 124

Notes to Standalone Financial Statements for the year ended March 31, 2024

43.27 Business Ratios

(₹ in lakh)

Sr no	Particulars	**As at March 31,2024**	As at March 31, 2023
a	Return on Equity (RoE)	*	*
b	Return on Assets (RoA)	*	*
c	Net profit per employee	*	*

*Since there is loss in current and previous year hence the above ratio cannot be presented.

43.28 Provisions and Contingencies shall be presented as under:

(₹ in lakh)

Sr no	Break up of 'Provisions and Contingencies' (net) shown under the Statement of Profit and Loss	**2023-24**	2022-23
a	Provisions for depreciation on Investment / Fair value change in the value of investment	**(38 620)**	(2 18 567)
b	Provision towards NPA	**31 694**	41 485
c	Provision made towards Income tax	**-**	-
d	Provision for Financial Guarantee Obligation	**-**	25
d	Provision for Assets and advances	**-**	20 000
e	Provision for Standard Assets	**-**	-

43.29 Concentration of NPAs

Particulars	(Amount in ₹ lakh)	Exposure as a % of total assets
Total Exposure to top five NPA accounts (100% ECL Provided)	**7 32 610**	**62%**

43.30 The Company does not have any Joint Ventures and Subsidiaries abroad

43.31 Miscellaneous disclosures

a) Registration/ licence/ authorisation, by whatever name called, obtained from other financial sector regulators

Regulator	Registration
Reserve Bank of India	Systemically Important Non-Deposit Taking Core Investment Company. Regn. No. B-13.01859
Pension Fund Regulatory & Development Authority	Point of Presence Regn No – 77102018 (under process of surrender)
Securities and Exchange Board of India	Depository Participant Regn. No. IN-DP- 48-2015 (under process of surrender)

b) Penalties imposed by RBI and other regulators including strictures or directions on the basis of inspection reports or other adverse findings:

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 your Company on November 29, 2021 and the RBI appointed Shri Nageswara Rao Y, Ex-Executive Director of Bank of Maharashtra as the Administrator of your Company under Section 45-IE (2) of the RBI Act.

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.

Notes to Standalone Financial Statements for the year ended March 31, 2024

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 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.

Accordingly, your Company is under implementation of Approved Resolution Plan as per the provisions of the Code along with the Regulations and Rules thereunder.

c) If the auditor has expressed any modified opinion(s) or other reservation(s) in his audit report or limited review report in respect of the financial results of any previous financial year or quarter which has an impact on the profit or loss of the reportable period, with notes on :

The Auditor has not expressed any modified opinion(s) or other reservation(s) in his audit report or limited review report in respect of the financial results of any previous financial year or quarter thereof, which has an impact on the profit or loss for the financial year ended March 31, 2024.

44 A comparison between provisions required under IRACP and impairment allowances made under Ind AS 109

(₹ in lakh)

Asset Classification as per RBI Norms	Asset classifica tion as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7) = (4)-(6)
Performing Assets -Loans						
Standard	Stage 1	-	-	-	-	-
Subtotal		**-**	**-**	**-**	**-**	**-**
Non-Performing Assets (NPA)						
Doubtful - up to 3 year	Stage 3	**8 63 029**	**8 63 029**	**-**	**8 63 029**	**-**
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA		**8 63 029**	**8 63 029**	**-**	**8 63 029**	**-**
Financial Guarantee Obligation	Stage 1	2 84 647	36 631	2 48 016	-	36 631
	Stage 2	-	-	-	-	-
	Stage 3	1 427	1 427	-	-	1 427
Subtotal		**2 86 074**	**38 058**	**2 48 016**	**-**	**38 058**
Total	**Stage 1**	**2 84 647**	**36 631**	**2 48 016**	**-**	**36 631**
	Stage 2	**-**	**-**	**-**	**-**	**-**
	Stage 3	**8 64 456**	**8 64 456**	**-**	**8 63 029**	**1 427**
	Total	**11 49 103**	**9 01 086**	**2 48 017**	**8 63 029**	**38 058**

45 Expenditure in foreign currency

(₹ in lakh)

Particulars	**2023-24**	2022-23
Software Maintenance and Others	**93**	99
TOTAL	**93**	99

Notes to Standalone Financial Statements for the year ended March 31, 2024

46 Disclosure pursuant to para 44 A to 44 E of Ind AS 7 - Statement of cash flows

Particulars	2023-24	2022-23
Debt Securities		
Opening Balance	**16 25 956**	16 25 956
Availed during the year	**-**	-
Impact of non-cash items		
- Impact of Effective Rate of Interest	**-**	-
Repaid During the year	**-**	-
Closing Balance	**16 25 956**	16 25 956
Borrowings (other than debt securities)		
Opening Balance	**1 18 639**	1 18 639
Availed during the year	**-**	-
Impact of non-cash items		
- Impact of Effective Rate of Interest	**-**	-
Repaid During the year	**(2 800)**	-
Closing Balance	**1 15 839**	1 18 639

47 Derivative financial instruments

The company enters into derivatives for risk management purposes. Derivatives held for risk management purposes include hedges that either meet the hedge accounting requirements or hedges that are economic hedges, but the company has elected not to apply hedge accounting requirements.

The table below shows the fair values of derivative financial instruments recorded as liabilities together with their notional amounts. The notional amounts indicate the value of transactions outstanding at the year end and are not indicative of either the market risk or credit risk.

(₹ in lakh)

Particulars	Notional amounts
As at March 31, 2024	
Equity derivatives	-
As at March 31, 2023	
Equity derivatives	-
	-

The company is exposed to certain risks relating to its ongoing business operations. The primary risks managed using derivative instruments are Market linked debentures.

The Company has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under any law / Indian Accounting Standards there are no foreseeable losses on such long term contracts (including derivative contracts) has been made in the books of account.

48 Fair value measurement

a) Fair value hierarchy

The Company determines fair value of its financial instruments according to following hierarchy:

Level 1: Category includes financials assets and liabilities that are measured in whole or significant part by reference to published quotes in an active market

Level 2: Category includes financials assets and liabilities that are measured using a valuation technique based on assumptions that are supported by prices from observable current market transactions. The Company's investment in units of AIF funds fall under this category.

Level 3: Category includes financials assets and liabilities that are measured using valuation techniques based on non-market observable inputs and subsidiaries and associates carried at deemed cost. This means that fair value are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. The main asset classes in this category are unlisted equity investments as well as unlisted funds.

Notes to Standalone Financial Statements for the year ended March 31, 2024

An explanation of each level follows underneath the table

(₹ in lakh)

	As at March 31, 2024				
Financial assets and liabilities at fair value	**Level 1**	**Level 2**	**Level 3**	**Amortised cost**	**Total**
Financial assets					
Financial assets at FVTPL					
- Investment	1	-	-	-	1
- Trade receivables	-	-	-	27	27
Financial assets at FVOCI					
- Investment	-	-	-	-	-
Financial assets at Deemed cost					
- Investment	-	-	11 08 815	-	11 08 815
Financial assets at Amortised cost					
- Investment	-	-	-	-	-
- cash and cash equivalents	-	-	-	30 101	30 101
- bank balance other than cash and cash equivalents	-	-	-	1 004	1 004
- Loans	-	-	-	-	-
- Other financial assets	-	-	-	2 617	2 617
Total financial assets	1	-	11 08 815	33 749	11 42 565
Financial liabilities					
Financial liabilities at FVTPL					
- Debt Securities	-	-	49 556	-	49 556
- Derivative Financial Instrument	-	-	-	-	-
Financial liabilities at Amortised cost					
- Debt Securities	-	-	-	15 76 400	15 76 400
- Borrowings	-	-	-	1 15 839	1 15 839
- other financial liabilities	-	-	13 895	4 36 092	4 49 987
Total financial liabilities	-	-	63 451	21 28 331	21 91 782

(₹ in lakh)

	As at March 31, 2023				
Financial assets and liabilities at fair value	**Level 1**	**Level 2**	**Level 3**	**Amortised cost**	**Total**
Financial assets					
Financial assets at FVTPL					
- Investment	52 885	-	-	-	52 885
- Trade receivables	-	-	-	27	27
Financial assets at FVOCI					
- Investment	-	-	-	-	-
Financial assets at Deemed cost					
- Investment	-	-	10 89 198	-	10 89 198
Financial assets at Amortised cost					
- Investment	-	-	-	1 208	1 208
- cash and cash equivalents	-	-	-	21 004	21 004
- bank balance other than cash and cash equivalents	-	-	-	1 285	1 285
- Loans	-	-	-	-	-
- Other financial assets	-	-	-	2 900	2 900
Total financial assets	**52 885**	**-**	**10 89 198**	**26 424**	**11 68 507**
Financial liabilities					
Financial liabilities at FVTPL					
- Debt Securities	-	-	49 556	-	49 556
- Derivative Financial Instrument	-	-	-	-	-
Financial liabilities at Amortised cost					
- Debt Securities	-	-	-	15 76 400	15 76 400
- Borrowings	-	-	-	1 18 639	1 18 639
- other financial liabilities	-	-	13 895	4 36 872	4 50 767
Total financial liabilities	**-**	**-**	**63 451**	**21 31 911**	**21 95 362**

49 Financial risk management

The Company is a Core Investment Company (CIC) and obtained the Certificate of Registration as a CIC under Core Investment Companies (Reserve Bank) Directions, 2016. In compliance with the same Directions, the Company holds not less than 90% of its net assets in the form of investments in equity shares, preference shares, debentures, debt or loans to group companies.

The Company is exposed to market risk, credit risk, liquidity & interest rate risk and capital management risk. In view of the ongoing CIRP, Risk Management is being overseen by the Administrator. The major risks are summarised below:

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company has quoted investments which are exposed to fluctuations in stock prices. Similarly, the Company has also raised funds through issue of Market Linked Debentures, whose returns are linked to relevant underlying market instruments or indices. The Company continuously monitors market exposure for both equity and debt and, in appropriate cases, also uses various derivative instruments as a hedging mechanism to limit volatility. The unquoted Compulsorily Convertible Preference Shares and Compulsory Convertible debentures of group companies are measured at fair value through profit or loss. The fair values of these investments are regularly monitored.

Credit risk management

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Credit risk arises mainly from loans and advances, and loan commitments arising from such lending activities, but can also arise from credit enhancement provided, such as financial guarantees, letters of credit, endorsements and acceptances. The Company is a Middle Layer Core Investment Company (CIC) with its lending restricted to and within the Group companies.

The Company has assesses on a forward-looking basis the Expected Credit Losses (ECL) associated with its debt instruments carried at amortized cost and FVOCI and with the exposure arising from loan commitments and financial guarantee contracts. The Company recognizes a loss allowance for such losses at each reporting date.

Liquidity and Interest Rate Risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. While interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company is exposed to liquidity risk and interest rate risk principally, as a result of lending and investment for periods and interest rates which may differ from those of its funding sources. Asset liability positions are managed in compliance with the ALM policy of the company laid down in accordance overall guidelines issued by RBI in the Asset Liability Management (ALM) framework.

Capital Management Risk

The Reserve Bank of India (RBI) sets and monitors capital adequacy requirements for the Company from time to time. The Core Investment Companies (Reserve Bank) Directions, 2016, stipulate that the Adjusted Net Worth of a CIC shall at no point in time be less than 30% its risk weighted assets on balance sheet and risk adjusted value of off-balance sheet items as on date of the last audited balance as at the end of the financial year. The Core Investment Companies (Reserve Bank) Directions, 2016, further stipulate that the outside liabilities of a CIC shall at no point of time exceed 2.5 times its Adjusted Net Worth as on date of the last audited balance as at the end of the financial year.

Expected credit loss measurement

Ind AS 109 “Financial Instruments” outlines a ‘three-stage’ model for impairment based on changes in credit quality since initial recognition as summarised below,

The objective of the impairment requirements is to recognise lifetime expected credit losses for all financial instruments for which there have been significant increases in credit risk since initial recognition - whether assessed on an individual or collective basis - considering all reasonable and supportable information, including that which is forward-looking.

A financial instrument that is not credit-impaired on initial recognition is classified in ‘Stage 1’ and has its credit risk continuously monitored by the Company.

If significant increases in credit risk (‘SICR’) since initial recognition is identified, the financial instrument is moved to ‘Stage 2’ but is not yet deemed to be credit-impaired.

If the financial instrument is credit-impaired, the financial instrument is then moved to ‘Stage 3’. Financial instruments in Stage 1 have their ECL measured at an amount equal to 12 month ECLs. Instruments in Stages 2 or 3 have their ECL measured based on expected credit losses on a lifetime basis. Purchased or originated credit-impaired financial assets are those financial assets that are credit impaired on initial recognition. Their ECL is always measured on a lifetime basis (Stage 3).

Notes to Standalone Financial Statements for the year ended March 31, 2024

The measurement of ECL is calculated using three main components: (i) Probability of Default (PD) (ii) Loss Given Default (LGD) and (iii) the Exposure At Default (EAD).

The 12 month ECL is calculated by multiplying the 12 month PD, LGD and the EAD. The 12 month and lifetime PDs represent the PD occurring over the next 12 months and the remaining maturity of the instrument respectively. The EAD represents the expected balance at default, taking into account the repayment of principal and interest from the balance sheet date to the default event together with any expected drawdowns of committed facilities. The LGD represents expected losses on the EAD given the event of default, taking into account, among other attributes, the mitigating effect of collateral value at the time it is expected to be realised and the time value of money.

- **Probability of default (PD)** represents the likelihood of a borrower defaulting on its financial obligation, either over the next 12 months (12M PD), or over the remaining lifetime (Lifetime PD) of the obligation.
- **Exposure At default (EAD)** is the total amount of an asset the entity is exposed to at the time of default. EAD is defined based on the characteristics of the asset. EAD is dependent on the outstanding exposure of an asset, sanctioned amount of a loan and credit conversion factor for non-funded exposures.
- **Loss given default (LGD)** It is the part of an asset that is lost provided the asset default. The recovery rate is derived as a ratio of discounted value of recovery cash flows (incorporating the recovery time) to total exposure amount at the time of default. Recovery rate is calculated for each segment separately. Loss given default is computed as (1 - recovery rate) in percentage terms.

The Company assesses when a significant increase in credit risk has occurred based on quantitative and qualitative assessments. Exposures are considered to have resulted in a significant increase in credit risk and are moved to Stage 2 when:

i. Quantitative test: Accounts that are 30 calendar days or more past due move to Stage 2 automatically. Accounts that are 90 calendar days or more past due move to Stage 3 automatically.

ii. Qualitative test: Accounts that meet the portfolio's 'high risk' criteria and are subject to closer credit monitoring. High risk customers may not be in arrears but either through an event or an observed behavior exhibit credit distress.

iii. Reversal in Stages: Exposures will move back to Stage 2 or Stage 1 respectively, once they no longer meet the quantitative criteria set out above. For exposures classified using the qualitative test, when they no longer meet the criteria for a significant increase in credit risk

The measurement of ECL reflects:

- An unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- The time value of money; and
- Reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions. The measurement of the ECL allowance is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behaviour (e.g. the likelihood of customers defaulting and the resulting losses).

As per the provisions of the Code, the fair value and liquidation value of the assets of the Company as on the insolvency commencement date is required to be determined in accordance with Regulation 27 read with Regulation 35 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 ("CIRP Regulations"). The Administrator of RCAP duly appointed by the Hon'ble National Company Law Tribunal, Mumbai ("NCLT Mumbai Bench"), 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.

Subject to the above, impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The Company has adopted the Ind AS while identifying and providing for the Expected Credit Losses (ECL The Company measures credit risk using Probability of Default (PD), Exposure at Default (EAD) and Loss Given Default (LGD). This is similar to the approach used for the purposes of measuring Expected Credit Loss (ECL) under Ind AS 109 "Financial Instruments". Company has put in place monitoring mechanisms commensurate with nature and volume of activities.

Collateral and other credit enhancements

The Company employs a range of policies and practices to mitigate credit risk. The most common of these is accepting collateral for funds advanced. The principal collateral types for loans and advances are:

- Charges over business assets such as premises, inventory and accounts receivable; and
- Charges over financial instruments such as debt securities and equities.

Longer-term finance and lending to corporate entities are generally secured.

The Company's policies regarding obtaining collateral have not significantly changed during the reporting period and there has been no significant change in the overall quality of the collateral held by the Company since the prior period.

The Company closely monitors collateral held for financial assets considered to be credit-impaired, as it becomes more likely that the Company will take possession of collateral to mitigate potential credit losses. Financial assets that are credit-impaired and related collateral held in order to mitigate potential losses.

Write-off policy

The Company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has

concluded there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include (i) ceasing enforcement activity and (ii) where the Company's recovery method is foreclosing on collateral and the value of the collateral is such that there is no reasonable expectation of recovering in full.

The Company may write-off financial assets that are still subject to enforcement activity. The outstanding contractual amounts of such assets written off during the year ended March 31, 2024 was ₹ 21,212 lakh (Previous Year ₹ 60,986 lakh). The Company still seeks to recover amounts it is legally owed in full, but which have been partially written off due to no reasonable expectation of full recovery.

50 Analysis of financial assets and liabilities by remaining contractual maturities

Refer note no 43.2 for the maturity profile of the undiscounted cash flows of the Company's financial assets and liabilities as at March 31. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

51 Analytical Ratios as per Ministry of Corporate Affairs ("MCA") notification dated 24th March 2021 :

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for variance (if above 25%)
Capital to risk -weighted assets ratio (CRAR)	Adjusted Net worth	Risk Weighted Assets	(73%)	(69%)	(4%)	NA
Tier I CRAR			Not Applicable			
Tier II CRAR						
Liquidity Coverage Ratio.						

NA= Not Applicable

52 The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or other kind of funds) to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

The Company has not received any funds (which are material either individually or in the aggregate) from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

Notes to Standalone Financial Statements for the year ended March 31, 2024

53. The disclosure on the following matters required under Schedule III as amended not being relevant or applicable in case of the Company, same are not covered:

a) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

b) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

c) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

d) No registration and/or satisfaction of charges are pending to be filed with ROC.

e) There are no transactions which are not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

f) The Company does not have any relationship with struck off companies.

54 Disclosure under Micro, Small and Medium Enterprises Development Act, 2006

There are no Micro and Small Scale Business Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at March 31, 2024. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

55 Figures for the previous year has been regrouped / rearranged wherever necessary to make them comparable to those with the current year

As per our report of even date attached
For Gokhale & Sathe
Chartered Accountants
Firm Registration No.: 103264W

Rahul Joglekar
Partner
Membership Number : 129389

Mumbai,
Dated: May 30, 2024

for Reliance Capital Limited
(a Company under Corporate Insolvency Resolution Process by an order dated December 06, 2021 passed by Hon' NCLT Mumbai)

Administrator	**Nageswara Rao Y**
Chief Financial Officer	**Aman Gudral**
Company Secretary & Compliance Officer	**Atul Tandon**

Mumbai,
Dated: 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 (₹ in lakh) (as reported before adjusting for qualifications)	Adjusted Figures (₹ 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. **Audit Qualification (each audit qualification separately):**

a. 1. We draw attention to Note no. 1 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.

2. We draw attention to Note no. 1 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 year ended March 31, 2024 amounting to ₹1,60,085 lakh has not been recognised. Had such interest been recognised, the loss before tax for the year ended March 31, 2024 would have been higher by ₹1,60,085 lakh. Further, the aggregate interest expense not recognized by the Company post December 6, 2021 is ₹3,70,007 lakh and had such interest been recognized, the net worth of the Company as at March 31, 2024 would have been lower by ₹3,70,007 lakh.

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 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. 1 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 Standalone Financial Statement for 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. 15 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 ₹ 1,60,085 lakh.

Not quantified by Auditors for point 1, 3 and 4 hence not applicable.

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

e. **For Audit Qualification(s) where the impact is not quantified by the auditor:**

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 ₹ 26,08,897 Lakh against the liabilities of ₹ 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 ₹ 4,17,115 Lakh.

However, the overall obligations and liabilities shall be accounted upon implementation of Approved Resolution Plan.

For point 3 and 4: Not Estimated.

If management is unable to estimate the impact, reasons for the same

For point 3 and 4: RCL is under CIRP. The resolution plan submitted by IIHL, 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.

Auditors' Comments on (i) or (ii) above:

Refer section II (a) of the above.

iii Signatories:

Nageswara Rao Y	**Aman Gudral**
Administrator	**Chief Financial Officer**

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

Statutory Auditor

For **Gokhale & Sathe**
Chartered Accountants
Firm Regn. No.10326W

Rahul Joglekar
Partner
Membership No.:129389
UDIN: 24129389BKASRL1829

Place: Mumbai
Date: May 30, 2024

Independent Auditors' Report on the Consolidated Financial Statements

To the Members of Reliance Capital Limited.

Report on the audit of the consolidated financial statements

Introduction

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 Reliance Capital Limited ("the Parent Company") and appointed an Administrator to run the Parent 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 Parent Company under the Insolvency and Bankruptcy Code, 2016 ("IBC") was admitted. The Administrator of the Parent Company 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

We have audited the consolidated financial statements of Reliance Capital Limited, and its subsidiaries (the Parent Company and its subsidiaries together referred to as "the Group"), and its associates, which comprise the Consolidated Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss (including other comprehensive loss), the Consolidated Statement of Changes in Equity and Consolidated Cash Flow Statement for the year then ended, and notes to the Consolidated Financial Statements, including summary of material accounting policy information and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements")

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements of such subsidiaries and associates as were audited by other auditors, except for the effect of the matter discussed in the "Basis for qualified opinion" paragraph of our report, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2024, of consolidated profit, total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for qualified opinion

a. We draw attention to Note no. 47(b) 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 Parent Company. Pending implementation of the 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 Parent Company, which have not been quantified.

b. We draw attention to Note no. 47(c) of the Consolidated Financial Statements which explains that in view of the pending implementation of the approved resolution plan, the Parent 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 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 year ended March 31, 2024 would have been lower by Rs.1,60,085 lakhs. Further, the aggregate interest expense not recognized by the Parent Company post December 6, 2021 is Rs.3,70,007 lakhs. 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.

c. We have been informed that certain information including the minutes of meetings of the Committee of Creditors ("COC") and Monitoring Committee ("MC") 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 consolidated financial statements.

d. 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 have not been provided for as required under Ind AS 23 "Borrowing Costs". Had such interest been provided, the reported loss of RCASL 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.

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

Independent Auditors' Report on the Consolidated Financial Statements

consolidated financial statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

a. We draw attention to Note no. 46(a) of the Statement which explains that the Parent 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 Parent 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 ("the Approved Resolution Plan"). Accordingly, the financial results for the year ended March 31, 2024 have been prepared on going concern basis. However, the Parent 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 the asset cover for listed secured non-convertible debentures of the Parent 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 and other matters as described in Note No. 19(a) to the Statement, which indicates that material uncertainty exists, that may cast significant doubt on the Parent Company's ability to continue as a going concern.

b. We draw attention to Note no. 46(b) to 46(d) of the consolidated financial statements which states there are material uncertainties that may cast significant doubt on the Group's ability to continue as a going concern.

Our opinion is not modified in respect of above matters.

Emphasis of matter

a. We draw attention to Note no. 3 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.

b. We draw attention to Note no. 48(a) of the consolidated financial statements which refers to the filing under Section 143(12) of the Act of Ministry of Corporate Affairs by one of the previous Auditors of the Parent Company for the financial year 2018-2019. Based on the facts as described in the aforesaid, the Parent Company has concluded that there were no matters attracting the said section and the matter is under consideration by the Ministry of Corporate affairs.

c. We draw attention to Note no. 48(c) of the Statement pertaining to award passed by the arbitrator on August 19, 2023 in respect invocation of pledge of equity shareholding of the Parent Company in Nippon Life India Asset Management Limited by IndusInd Bank Limited on November 18, 2019.

d. We draw attention to Note No. 49 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 the above matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement and based on the consideration of reports of other auditors on separate financial statements of subsidiaries audited by them, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

Independent Auditors' Report on the Consolidated Financial Statements

A. Key Audit Matters for the Parent Company

Key Audit Matter	How the matter was addressed in our audit
Loans and Investments – Recognition, Measurement and Impairment	
Refer to the accounting policy and other information in Note No. 2.5 Financial Instruments, Note No.2.8 Financial Guarantee Contracts, Note No.3 Critical estimates and judgements, Note No. 7 Loans and Advances, Note No. 8 Investments and Note No. 61 Financial Risk Management of the consolidated financial statements.	
The Company has total loans outstanding of Rs.8,63,029 lakhs on which 100% ECL provision is made as per books of accounts and investment of Rs. 11,08,816 lakhs as on March 31, 2024. The Company's investment in subsidiaries and associates are measured at cost less provision for impairment. if any. During the CIRP, the Administrator had appointed 2 registered valuers who have submitted their report. Vide the Approved Resolution Plan and on the basis of these reports, as and when values are assigned to individual assets, the Company will consider the impact of impairment, if any, on implementation of the approved resolution plan. However, the management has made prudential provisions in respect of its loans or investments in entities where the net worth has been eroded as at March 31, 2024. Considering the significance of the matter to the overall standalone financial statements, the level of management's judgement and considering the implementation of the Approved Resolution Plan, this item is considered as a key audit matter.	• We read and assessed the Company's accounting policies for recognition, measurement and impairment of investments and their compliance with relevant Ind AS. • Evaluating the audited financial statements provided by subsidiaries and associates to assess whether their net worth as at March 31, 2024 has eroded and wherever indication of impairment exists whether management has recognized appropriate provisions. • Assessing appropriateness of the disclosure made by the management in the standalone financial statements. • We have also obtained management representations wherever considered necessary.

B. Key Audit Matters for Subsidiary/Associate Companies

Key Audit Matters in the Independent Auditors Report of Reliance Nippon Life Insurance Company Limited ("RNLICL") is mentioned here under:

Key Audit Matter	How the matter was addressed in audit
Investments classification and valuation	
The Company's investment portfolio consists of Policyholders' investments (traditional and unit linked policy holders) and Shareholders investments. Investments are made and valued in accordance with the Insurance Act, 1938, IRDAI (Investment) Regulations, 2016 ("Investment Regulations"), IRDAI (Preparation of Financial Statement Regulations) 2002 ("Financial Statement Regulations"), Investment Policy of the Company and relevant Indian GAAPs. These valuation methods uses multiple observable market inputs, including observable interest rates, index levels, credit spreads, equity prices, counterparty credit quality, and corresponding market volatility levels etc. Further, the valued investments should be as prescribed in the Regulations which states the valuation methodology to be used for each class of investment. The valuation of unlisted or thinly traded investment involves management judgement. Also, on the basis of certain events within the investee company or its rating, there is a need to reclassify investment and assess its valuation/impairment as per the requirement of regulations and/or Company's internal policies. Considering above, there is an additional focus on classification of Investment and its valuation.	Our procedures included the following: • Testing of key controls over investment classification and its valuation. • Tested on sample basis investments to ensure correct recording of investments, classification and compliance with Investment Regulations and policies approved by Board of Directors. Tested sample basis valuations of securities which have been valued in accordance with the Regulations and Company's accounting policies. • For unlisted and thinly traded investments, we have evaluated management's valuation model and assumptions by corroborating it with the requirement of regulations/its internal policies and market conditions. • For an event specific reclassification and consequent valuation, we have corroborated management's assessment with the requirement of regulations and its internal policies; Based on our audit procedures, we noted no reportable matters regarding investment classification and its valuation.

Independent Auditors' Report on the Consolidated Financial Statements

Key Audit Matter	How the matter was addressed in audit
Provisions and contingent liabilities in relation to tax positions	
The Company has received various demands and show cause notices from the service tax department in respect of matters related to service tax applicability/CENVAT credit utilisation. The management have made judgments relating to the likelihood of an obligation arising and whether there is a need to recognize a provision or disclose a contingent liability. We therefore focused on this area as a result of uncertainty and potential material impact.	For legal, regulatory and tax matters our procedures included the following: • Testing key controls surrounding litigation, regulatory and tax procedures; • Performing substantive procedures on the underlying calculations supporting the provisions recorded; • Where relevant, reading external legal opinions obtained by management; • Discussing open matters with the litigation, regulatory, general counsel and tax teams; • Assessing management's conclusions through understanding precedents set in similar cases; Based on the evidence obtained, while noting the inherent uncertainty with such legal, regulatory and tax matters, we determined the level of provisioning and disclosure of contingent liabilities as at March 31, 2024 to be appropriate.

Key Audit Matters in the Independent Auditors Report of Reliance Securities Limited ("RSL") is mentioned hereunder:

Key Audit Matter	How the matter was addressed in audit
Market Linked Debentures (MLD)	
The company has non-convertible debentures (market linked debentures) of Rs.251 lakh as at March 31, 2024. The Rate of Interest on which is linked to performance of specified indices over the period of debentures. Further, Market Linked Debentures is a key number in the balance sheet and will remain an important funding mechanism for continued growth. Therefore, in our view, Market Linked Debentures is important to the readers understanding of the financial statements. As a result of these items, we consider accounting for Market Linked Debentures to be a key audit matter at March 31, 2024.	We carried out following procedures in respect to Market Linked Debentures: • Held discussion with management and obtained understanding of valuation process including management's determination and approval of assumptions and data inputs. • Evaluate the design and tested operating effectiveness of controls related to the data considered in the valuation, related calculations and valuation reports provided by management's external expert. Based on our audit procedures, we noted no reportable matters regarding MLD classification and its valuation.

Key Audit Matter	How the matter was addressed in audit
Provisions and contingent liabilities in relation to tax positions	
The company has received various demands and show cause notices from the service tax department in respect of various matters. The management have made judgments relating to the likelihood of an obligation arising and whether there is a need to recognize a provision or disclose a contingent liability. We therefore focused on this area as a result of uncertainty and potential material impact.	We have involved our tax experts to gain an understanding of the current status of the tax cases and monitored changes in the disputes by reading external opinions received by the Company if any, where relevant, to establish that the tax provisions had been appropriately adjusted to reflect the latest external developments. For legal, regulatory and tax matters our procedures included the following: • Testing key controls surrounding litigation, regulatory and tax procedures; • Performing substantive procedures on the underlying calculations supporting the provisions recorded; • Where relevant, reading external legal opinions obtained by management; • Discussing open matters with the litigation, regulatory, general counsel and tax teams; • Assessing management's conclusions through understanding precedents set in similar cases; Based on the evidence obtained, while noting the inherent uncertainty with such legal, regulatory and tax matters, we determined the level of provisioning and disclosure of contingent liabilities as at March 31, 2024 to be appropriate.

Independent Auditors' Report on the Consolidated Financial Statements

Key Audit Matters in the Independent Auditors Report of Reliance Financial Limited ("RFL") is mentioned hereunder:

Key Audit Matter	How the matter was addressed in audit
Market Linked Debentures (MLD)	
The company has non-convertible debentures (market linked debentures) of Rs.656 Lakh as at March 31, 2024. The Rate of Interest on which is linked to performance of specified indices over the period of debentures. Further, Market Linked Debentures is a key number in the balance sheet and will remain an important funding mechanism for continued growth. Therefore, in our view, Market Linked Debentures is important to the readers understanding of the financial statements. As a result of these items we consider accounting for Market Linked Debentures to be a key audit matter at March 31, 2024.	We carried out following procedures in respect to Market Linked Debentures: • Held discussion with management and obtained understanding of valuation process including management's determination and approval of assumptions and data inputs. • Evaluate the design and tasted operating effectiveness of controls related to the data considered in the valuation, related calculations and valuation reports provided by management's external expert. Based on our audit procedures, we noted no reportable matters regarding MLD classification and its valuation.

Key Audit Matters in the Independent Auditors Report of Reliance Corporate Advisory Services Limited ("RCASL") is mentioned hereunder:

Key Audit Matter	How the matter was addressed in audit
Impairment of financial assets issued (expected credit loss)	
The company has loans and advances of Rs 71,350 Lakh. In light of INDAS 109, financial instruments requires the company to recognise impairment loss allowance towards its financial assets using the expected credit loss approach. Such ECL allowance is required to be measured considering the guiding principles of INDAS 109 including: 1) Unbiased, probability weighted outcome under various scenarios; 2) Time value of money 3) Impact arising from forward looking macro-economic factors and; 4) Availability of reasonable and supportable information without undue costs. Applying these principles involves significant estimation in various aspects, such as: 1) Grouping of borrowers based on homogeneity by using appropriate statistical techniques; 2) Staging of loans and estimation of behavioural life; 3) Determing macro- economic factors impacting credit quality of receivables; 4) Estimation of losses for loan products with no/ minimal historical defaults. Considering the significance of such allowance to the overall standalone financial statements and the degree of estimation involved in computation of expected credit loss, this area is considered as a key audit matter.	• We read and assessed the company's accounting policies for impairment of financial assets and their compliance with INDAS 109. • We tested criteria for staging of loans based on the past- due status to check compliance with requirements of INDAS 109. Tested a sample of performing (Stage 1) Loans to assess whether any loss indicators were present requiring them to be classified under stage 2 or 3 and vice versa. • We evaluated the reasonableness of the management estimates by understanding the process of ECL estimation and tested controls around data extraction and validation. • Tested the ECL model, including assumptions and underlying computation.

Independent Auditors' Report on the Consolidated Financial Statements

Key Audit Matter	How the matter was addressed in audit
Impairment assessment for investments:-	
The company has investments in equity and preference shares and debenture amounting to Rs 54,431 Lakh. Such investment are carried at Fair Value through profit and loss and are individually assessed for impairment as per Ind AS 36 "Impairment of assets". Such impairment assessment commences with managements evaluation in whether there is an indication of impairment loss. As part of such evaluation, managements considers financial information, liquidity and solvency position of investments. Management also considers other factors such as assessment of company's operations, business performance and modifications, if any. Based on such evaluation the company has not made any impairment provisions against the above investments. We focused on the area due to magnitude of the carrying value of investments as at March 31, 2024 and are subject to annual impairment assessment.	• Obtained understanding of the process, evaluated the design and tested operating effectiveness of controls in respect of impairment assessment of investments. • Held discussions with management regarding appropriate implementation of policy on impairment. • Reconciled financial information mentioned in impairment assessment to underlying source details. Also, assessed of managements estimates considered in such assessment. • Obtained and read latest audited standalone financial statements. • We evaluated the impairment assessment performed by management

Key Audit Matters in the Independent Auditors Report of Reliance General Insurance Company Limited ("RGICL") is mentioned hereunder:

Key Audit Matter	How the matter was addressed in audit
Appropriateness of Revenue Recognition in relation to Crop Insurance Premium	
The Company has earned net premium of Rs. 1,45,923 lakh relating to crop insurance for the year ended March 31, 2024, which is a significant component of Company's premium income. As an empanelled insurance company for implementing the Government Scheme for crop insurance, the Company recognizes revenue which includes the share of the Central Government and State Government respectively, based on the acceptance of the farmers proposals received from the Nodal Banks of the respective areas. Appropriateness of revenue recognition relating to crop insurance premium has been determined to be a key audit matter as this is dependent on whether the criteria for acceptance of the proposals received by the Company (type of crop covered, area etc.), are as per the bid awarded to the Company by the State during the empanelment process.	Our procedures included the following: • Understanding, evaluating and testing the design and operating effectiveness of the process and key controls around revenue recognition for crop insurance premium. • Verifying the books and records to check the completeness of revenue recognised. • Testing sample of manual accounting journals relating to revenue to identify unusual or irregular items; if any. • Agreeing the above journals tested to corroborative evidence such as declaration from the farmers. • Evaluating adequacy of disclosures in the financial statements

Key Audit Matter	How the matter was addressed in audit
Assessment of contingencies relating to certain matters pertaining to direct and Indirect taxes	
The Company has received various demands and show cause notices, mostly industry specific, from the tax authorities viz. GST, service tax and income tax in respect of matters such as GST tax applicability on co-insurance, reinsurance commission and wrong availment of CENVAT/Input Credit, disallowance of expenses etc. The management, with the help of its tax expert as needed, have made judgments relating to the likelihood of an obligation arising and whether there is a need to recognize a provision or disclose a contingent liability. We therefore focused on this area as a result of uncertainty and potential material impact.	Our Procedures included the following: • Understood management's process and control for determining tax litigations and its appropriate accounting and disclosure. • Testing key controls surrounding litigation, regulatory and tax procedures; • Obtained an understanding of the nature of litigations pending against the company and discussed the key developments during the year for significant litigations with the management; • Reviewed the demand notices, assessment orders and appeal orders for all such cases where there was any update since previous year audit and obtained grounds of appeal submitted by the management at various authorities; • Where relevant, read the external legal opinions obtained by management; • Assessed management's conclusions through understanding precedents set in similar cases; • Assessed the adequacy of presentation and disclosure in the financial statements.

Independent Auditors' Report on the Consolidated financial statements

Information other than the consolidated financial statements and auditor's report thereon

The Parent Company's management and the Administrator are responsible for the preparation of the other information. The other information comprises the information included in the Annual Report but does not include the consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

Responsibilities of management and the administrator for the consolidated financial statements

The consolidated financial statements for the year ended March 31, 2024 have been taken on record by the Administrator while discharging the powers of the Board of Directors of the Parent Company which were conferred by the RBI Order and in accordance with the NCLT Order. For the said purpose, as explained in Note No. 47(a) of the consolidated financial statements, 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 the Act and other applicable laws and regulations with respect to the preparation of the consolidated financial statements.

The consolidated financial statements is the responsibility of the Parent Company's management and the Administrator under the provisions of Section 45-IE(4) of the Reserve Bank of India Act, 1934, and has been approved by them for issuance.

The Parent Company's management and Administrator are responsible for the matters stated in sub-section (5) of Section 134 of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the state of affairs, consolidated profit, consolidated other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its Associates in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ("Ind AS") specified under section 133 of the Act. 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 for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the management of the Parent Company and the Administrator are responsible for assessing the ability of the Group and 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 management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Parent Company's management, the Administrator and 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.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

a. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

b. Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under the section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and the Administrator.

d. Conclude on the appropriateness of 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 its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required

Independent Auditors' Report on the Consolidated Financial Statements

to draw attention in our report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.

e. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

f. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in section titled Other Matters paragraph below, is sufficient and appropriate to provide a basis for our qualified audit opinion on the consolidated financial statements.

We communicate with those charged with governance of the Parent 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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

a. The statutory 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 the insurance act 1938, as amended by Insurance Laws (Amendment) Act, 2015 read with the IRDA act, the regulations, order/directions issued by the IRDAI India, including the accounting standards specified under section 133 of the act, read with the Companies (Accounts) Rules, 2014 as amended to the extend 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."

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

"The actuarial valuation of liabilities for Incurred but Not Reported (IBNR), 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 Ltd has prepared a separate set of financial statements for the year ended March 31, 2024 in accordance with the requirements of the insurance act 1938, as amended by Insurance Laws (Amendment) Act, 2015 read with the IRDA act, the Regulations, Order/ directions issued by the IRDAI in this regard and in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the act, read with the Companies (Accounts) Rules, 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 General Insurance Company Limited dated May 4, 2024."

c. We did not audit the financial statements of 12 subsidiary companies included in the consolidated audited financial statements, whose financial statements reflects total assets of Rs. 69,43,669 lakh (before consolidation adjustments) as at March 31, 2024, total revenues of Rs. 24,14,710 lakh, net profit after tax of Rs. 68,440 lakh and total comprehensive income of Rs. 1,16,554 lakh for the year ended March 31, 2024, as considered in the consolidated audited financial statements whose financial statements 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.

d. The consolidated financial statement includes financial statements of 3 subsidiaries which have not been audited by their auditors, whose financial statements reflects total assets of Rs. 2,644 lakh (before consolidation adjustments) as at March 31, 2024, total revenues of Rs. Nil, net loss after tax of Rs. 188 lakh, total comprehensive loss of Rs. 188 lakh for the year ended March 31, 2024 as considered in the consolidated audited financial statements. The consolidated audited financial statements also include the Group's share of net profit after tax of Rs. 955 lakhs, total comprehensive income of Rs. 955 lakhs for the year ended March 31, 2024 respectively, as considered in the consolidated audited financial statements, in respect of 2 associate, the financial statement of which has not been audited by their auditors. These unaudited financial statements 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 statement. 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 on the consolidated financial statements is not modified in respect of the above matters.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;

   b. In our opinion proper books of account as required by law have been kept by the Group so far as appears from our examination of those books and the reports of the other auditors;

   c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;

   d. Except for the effects of the matters described in the "Basis for qualified opinion" section the consolidated financial statements comply with the Ind AS specified under Section 133 of the Act;

e. The matter described in the paragraph "a" and "d" under "Basis for Qualified Opinion" section and "Material Uncertainty related to Going Concern" section, in our opinion, may have an adverse effect on the functioning of the Group;

f. As explained in the "Introduction" section of our report, the RBI vide its letter and press release dated November 29, 2021 issued under Section 45-IE(1) of the Reserve Bank of India Act, 1934, superseded the Board of Directors of the Parent Company and appointed an Administrator to run the Parent Company. Hence, we do not comment on whether any Director is disqualified from being appointed as a Director under Section 164(2). Further, on the basis of the reports of the statutory auditors of subsidiary companies and associate companies of the Parent Company, none of the directors of the subsidiary companies is disqualified as on March 31, 2024, from being appointed as a director in terms of Section 164(2) of the Act;

g. With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A";

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associates – Refer Note No. 44 to the consolidated financial statements.

ii. The Group has made provisions, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts. Refer Note No. 59 to the financial statements.

iii. Other than for dividend declared by the Parent Company amounting to Rs.35 lakh pertaining to financial year 2010-11 to financial year 2015-16 which could not be transferred on account of pendency of various investor legal cases and Rs. 329 lakh which were due for transfer as on October 26, 2023 but were not transferred (which were subsequently transferred on April 23, 2024), there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund. Further, on the basis of the reports of the statutory auditors of subsidiary companies and associate companies of the Parent Company, there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the subsidiary companies and associate companies.

iv. In respect of Rule 11(e) of the Companies (Audit and Auditors) Rules, 2014,

   a. The Administrator of the Parent Company, respective managements of the Parent Company and its subsidiaries and associates which are companies incorporated in India whose financial statements have been audited under the Act, to the extent audited financial statements of the subsidiaries and associates have been made available to us, have represented to us and the other auditors of such subsidiaries and associates, as disclosed in the Note no. 62(a) of the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries and associates to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any of such subsidiaries or associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b. The respective managements of the Company and its subsidiaries and associates which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries and associates respectively that, to the best of their knowledge and belief, as disclosed in the Note No. 62(b) of the consolidated financial statements, no funds have been received by the Company or any of such subsidiaries and associates from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries or associates shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under (a) and (b) above, contain any material misstatement.

v. Based on our examination which included test checks, performed by us on the Company and its subsidiary incorporated in India, except for the instances mentioned below, have used accounting softwares for maintaining their respective books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares. Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with.

a. In respect of standalone financial statements of 1 subsidiary (Reliance Corporate Advisory Services Limited), the auditor has reported that no audit trail feature was enabled at the database level in accounting software SAP for the year ended March 31, 2024.

b. In respect of 5 subsidiary companies which are not material to the consolidated financial statements of the Group (Reliance Money Precious Metals Private limited, Reliance Commodities Limited, Reliance Wealth Management Limited, Reliance Money Services Private limited and Quant Capital Private Limited) audited by the respective auditors, does not include a comment on audit trail under Rule 11(e) of the Companies (Audit and Auditors) Rules, 2014 in their respective audit reports. Therefore, we are unable to comment on the reporting requirement under Rule 11(g) of the Companies (Audit and Auditors) Rule, 2014 in respect of these 5 subsidiaries.

The financial statements of 3 subsidiaries and 2 associates, have not been audited under the provisions of the Act as of the date of this report. Therefore, we are unable to comment on the reporting requirement under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 in respect of these 3 subsidiaries and 2 Associates.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

vi. In our opinion and according to the information and explanations given to us, the Parent Company has not declared or paid dividend during the year.

2. The RBI vide its letter and press release dated November 29, 2021 issued under Section 45-IE(1) of the Reserve Bank of India Act, 1934, superseded the Board of Directors of the Parent Company and appointed an Administrator to run the Parent Company. Hence, section 197 of the Act is not applicable. Further based on the reports of the statutory auditors of such subsidiary companies and associate companies incorporated in India which were not audited by us, the remuneration paid during the current year by subsidiary companies and associate companies to its directors is in accordance with the provisions of Section 197 read with Schedule V of the Act. The remuneration paid is not in excess of the limit laid down under Section 197 of the Act.

3. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report ("the CARO Report") according to the information and explanations given to us, and based on the CARO Report issued by us for the Parent Company and CARO Reports of statutory auditors of subsidiaries and associates included in the consolidated financial statements, to which reporting under the Order is applicable, we report the paragraph numbers of the CARO report containing the qualifications or adverse remarks in CARO reports of subsidiaries and associates.

Independent Auditors' Report on the Consolidated Financial Statements

Sr. No.	Name	CIN	Nature of Company	Clause number of the CARO report which is qualified or adverse
1	Reliance Capital Limited	L65910MH1986PLC165645	Parent Company	3(iii)(c), 3(iii)(d), 3(vii)(b), 3(ix)(a), 3(xvii), 3(xix)
2	Reliance Money Precious Metal Private Limited	U74999MH2006PTC165070	Subsidiary Company	3(xvii), 3(xix)
3	Reliance Money Services Private Limited	U72900MH2000PTC128384	Subsidiary Company	3(xvii), 3(xix)
4	Reliance Securities Limited	U65990MH2005PLC154052	Subsidiary Company	3(iii)(c), 3(iii)(d),
5	Quant Capital Private Limited	U67120MH2007PTC176440	Subsidiary Company	3(iii)(b), 3 (xvii), 3(xix)
6	Quant Investment Private Limited	U74999MH2011PTC289416	Subsidiary of Subsidiary	3(xvii), 3(xix)
7	Quant Broking Private Limited	U67110MH2007PTC291657	Subsidiary of Subsidiary	3(iii)(b), 3(xvii), 3(xix)
8	Quant Securities Private Limited	U65993MH2007PTC290204	Subsidiary of Subsidiary	3(iii)(b), 3(xvii), 3(xix)
9	Reliance Wealth Management Limited	U65999MH2009PLC189285	Subsidiary Company	3(xix)
10	Reliance Exchangenext Limited	U72900MH2000PLC127630	Subsidiary Company	3(ix)(a), 3(xvii), 3(xix)
11	Reliance Financial Limited	U65990MH2005PLC155675	Subsidiary Company	3(iii)(c), 3(xvii)
12	Reliance Corporate Advisory Limited	U74990MH2009PLC189525	Subsidiary Company	3(iii)(c), 3(iii)(d), 3(iii)(f), 3(ix)(a), 3(xix)

The financial statements of following 3 subsidiaries and 2 associates, have not been audited under the provisions of the Act as of the date of this Report. Hence, we are unable to indicate the paragraph numbers of the CARO Report containing the qualifications or adverse remarks of such subsidiaries and associates.

Name of Subsidiaries

1. Reliance Underwater System Private Limited (RUSPL)
2. Reliance Health Insurance Limited (RHIL)
3. Reliance ARC - SBI Maan Sarovar Trust

Name of Associate Companies

1. Ammolite Holdings Limited (AHL)
2. Reliance Asset Reconstruction Company Limited (RARC)

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

Rahul Joglekar
Partner
Membership No.: 129389
UDIN: 24129389BKASRH8015

Place: Mumbai
Date: May 30, 2024

Independent Auditors' Report on the Consolidated Financial Statements

Annexure A to Independent Auditor's Report

(Referred to in paragraph 1(g) under "Report on Other Legal and Regulatory Requirements" section of our report to the Members of Reliance Capital Limited of even date)

Report on the Internal Financial Controls with reference to the aforesaid Consolidated Financial Statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

Introduction

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 Reliance Capital Ltd. ("the Parent 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 of the Parent Company 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").

We have audited the internal financial controls over financial reporting of Reliance Capital Limited ("the Parent Company") and its subsidiaries, its associates, which are incorporated in India as of and for the year ended March 31, 2024 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting with reference to consolidated financial statement of the Parent Company and its subsidiary companies which are incorporated in India based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system with reference to these consolidated financial statements.

Meaning of internal financial controls with reference to consolidated financial statements

A Company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

A Company's internal financial control with reference to consolidated financial statements includes those policies and procedures that –

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and

3. provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent limitations of internal financial controls with reference to consolidated financial statements

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

Qualified opinion

In our opinion and to the best of information and according to explanations given to us, except for the matters described in the Basis for Qualified Opinion section of our report, the Group and its associates have maintained adequate internal financial controls with reference to consolidated financial statements as at March 31, 2024 based on the internal control with reference to consolidated financial statements criteria established by the Group and its associates considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI and except for possible effects of the material weakness described in the Basis of Qualified Opinion paragraph above on the achievement of the objectives of the Control criteria, the company's internal financial control with reference to consolidated financial statements were operating effectively as at March 31, 2024.

We have considered the material weakness identified and reported above in determining the nature and extent of audit procedures applied in our audit of the consolidated financial statements for the year ended March 31, 2024 and material weakness described in section Basis for Qualified Opinion, affects our opinion on the consolidated financial statements of the Group.

Basis for qualified opinion

Based on the auditors' report of subsidiary and associate companies, information and explanation provided by the management, following material weakness have been observed with regard to internal financial control.

a. The basis of qualified opinion given in the Auditors Report of Subsidiary Company "Reliance Corporate Advisory Services Limited" is mentioned here under:

   Based on our audit, information and explanation provided by the management weaknesses have been observed with regard to internal financial control. The company needs to strengthen loan / investments documentation including justification for sanctioning the loans/ investments, risk assessment of exposures and its mitigation monitoring of end use of funds and the policy of sanctioning loans/ investments to the entities with weaker credit worthiness of internal control stated in guidance note on audit of financial controls over financial reporting issued by ICAI.

b. The basis of qualified opinion given in the Auditors Report of Subsidiary Company "Reliance Exchangenext Limited" is mentioned here under:

   Based on our audit, information and explanation provided by the management weaknesses have been observed with regard to internal financial control. The company needs to strengthen investments documentation including justification for the exposures, risk assessment of the exposures and the policy of sanctioning the investments to the entities with weaker credit worthiness.

Other Matter

a. Other Matter given in the Auditors Report of Subsidiary Company "Reliance General Insurance Company Limited" is mentioned here under:

   The actuarial valuation of liabilities in respect of Claims Incurred but Not Reported (IBNR), Claims Incurred but Not Enough Reported (IBNER) and Premium Deficiency Reserve (PDR) is the responsibility of the Company's Appointed Actuary. The actuarial valuation of these liabilities as at 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 Actuaries of India in concurrence with the Authority. We have relied upon the Company's Appointed Actuary's certificate in this regard for forming our opinion on the financial statements of the Company (Refer Other Matter Paragraph of our main Audit Report). Accordingly, our opinion on the internal financial controls with reference to financial statements does not include reporting on the operating effectiveness of the management's internal controls over the valuation and accuracy of the aforesaid actuarial valuation.

b. Other Matter given in the Auditors Report of the Subsidiary Company "Reliance Nippon Life Insurance Company Limited" is mentioned here under:

The actuarial valuation of liabilities for life policies in—force and policies where premium is discontinued is the responsibility of the Reliance Nippon Life Insurance Company Limited's Appointed Actuary. As per the regulations and has been relied upon by us (Refer Other Matter Paragraph of our main Audit Report). Accordingly, while giving our opinion with regards to adequacy and operating effectiveness of the Internal Financial Control system with reference to financial statements, in so far as it relates to the actuarial valuation of liabilities. We have placed reliance on the Appointed Actuary's and the Risk Officer's certificate.

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements in so far as it relates to subsidiary companies, and associate companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiaries, associates incorporated in India. Further, in respect of the 3 subsidiaries and 2 associate, reports of the auditors on the adequacy and operating effectiveness of the internal financial controls were not provided to us by the Parent Company till the date of this Report.

Our opinion is not modified in respect of above matter.

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

Rahul Joglekar
Partner
Membership No.: 129389
UDIN: 24129389BKASRH8015

Place: Mumbai
Date: May 30, 2024

Consolidated Balance Sheet as at March 31, 2024

(₹ in lakh)

Particulars	Note	As at March 31, 2024 Audited	As at March 31, 2023 Audited
ASSETS			
Financial assets			
Cash and cash equivalents	4	**78 827**	69 479
Bank balance other than cash and cash equivalents	5	**13 606**	10 687
Derivative financial instruments		**26 591**	1 771
Receivables			
(I) Trade receivables	6A	**1 35 865**	2 51 946
(II) Other receivables	6B	**1 087**	1 056
Loans	7	**67 395**	61 287
Investments	8	**56 68 755**	48 52 415
Other financial assets	9	**8 94 204**	7 81 459
Total financial assets		**68 86 330**	60 30 100
Non-financial assets			
Inventories	10	**2 857**	3 038
Current tax assets (Net)	11	**3 107**	3 062
Deferred tax assets (Net)	12	**17 635**	17 512
Investment property	13	**7 359**	7 562
Property, plant and equipment	14	**18 508**	14 160
Capital work-in-progress	14A	**491**	347
Intangible assets under development	15	**1 937**	1 264
Goodwill	15	**4 95 146**	4 95 146
Other intangible assets	15	**10 344**	9 473
Other non-financial assets	16	**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	17		
(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	18		
(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	19	**16 36 059**	16 37 818
Borrowings (Other than debt securities)	20	**1 15 843**	1 18 643
Deposits	21	**385**	884
Subordinated liabilities	22	**7 683**	7 705
Other financial liabilities	23	**62 32 196**	55 42 711
Total financial liabilities		**82 30 624**	74 97 161
Non-financial liabilities			
Provisions	24	**68 194**	97 091
Other non-financial liabilities	25	**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	26	**25 324**	25 324
Other equity	27	**(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
Material Accounting Policies (Refer note no.2)	2		

The accompanying notes (1 - 65) are integral part of these Consolidated Financial Statements.

As per our report of even date attached

For Gokhale & Sathe
Chartered Accountants
Firm Registration No.: 103264W

Rahul Joglekar
Partner
Membership Number : 129389

Mumbai,
Dated: May 30, 2024

for Reliance Capital Limited
(a Company under Corporate Insolvency Resolution Process by an order dated December 06, 2021 passed by Hon' NCLT Mumbai)

Administrator **Nageswara Rao Y**

Chief Financial Officer **Aman Gudral**

Company Secretary & Compliance Officer **Atul Tandon**

Mumbai,
Dated: May 30, 2024

Consolidated Statement of Profit and Loss for the year ended March 31, 2024

(₹ in lakh)

Particulars	Note	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from operations			
Interest income	28	**3 28 718**	2 85 431
Dividend income	29	**11 659**	9 989
Premium income		**17 29 358**	15 53 488
Fees and commission income	30	**1 02 738**	85 966
Net gain on fair value changes	31	**2 52 056**	(36 193)
Other operating income	32	**212**	5 010
Total revenue from operations		**24 24 741**	19 03 691
Other income	33	**19 626**	27 604
Total income		**24 44 367**	19 31 295
Expenses			
Finance costs	34	**3 879**	29 942
Fees and commission expense	35	**2 01 821**	76 622
Net loss on fair value changes	36	**-**	-
Net loss on derecognition of financial instruments under amortised cost category			
- Impairment on financial instruments	36	**54 137**	1 51 532
Employee benefits expense	37	**1 68 478**	1 56 755
Depreciation, amortisation and impairment		**11 434**	11 593
Claims incurred and benefit paid (net)		**8 61 548**	7 03 377
Premium paid on reinsurance ceded		**5 05 890**	4 21 101
Change in valuation of liability in respect of life policies		**4 48 720**	2 96 892
Others expenses	38	**1 40 714**	2 49 474
Total expenses		**23 96 621**	20 97 288
Profit / (Loss) before exceptional items, [share of net profits / (losses) of investments accounted for using equity method] and tax		**47 746**	(1 65 993)
Share of net Profit / (Loss) of associates		**955**	566
Profit on sale of associate		**-**	-
Profit / (Loss) before exceptional items and tax		**48 701**	(1 65 427)
Exceptional items		**-**	-
Net Profit / (Loss) for the year		**48 701**	(1 65 427)
Income tax expense:			
- Current tax		**12 196**	10 512
- Deferred tax		**(7 660)**	2
Total tax expense		**4 536**	10 514
Profit / (Loss) for the year after tax		**44 165**	(1 75 941)
Other comprehensive income			
Items that will not be reclassified to profit or loss			
- Change in fair value of FVOCI instrument		**(18)**	3 769
- Remeasurements of post-employment benefit obligations		**(109)**	(453)
- Income tax relating to these items		**(54)**	61
		(181)	3 377
Items that will be reclassified to profit or loss			
- Change in fair value of FVOCI instrument		**28 074**	(39 054)
- Income tax relating to these items		**20 203**	9 829
		48 277	(29 225)
Other comprehensive income for the year		**48 096**	(25 848)
Total comprehensive income for the year		**92 261**	(2 01 789)
Net Profit attributable to :			
Owners of the Company		**23 258**	(1 77 856)
Non controlling interest		**20 907**	1 915
Other Comprehensive income attributable to :			
Owners of the Company		**34 634**	(27 919)
Non controlling interest		**13 462**	2 071
Total Comprehensive income attributable to :			
Owners of the Company		**57 892**	(2 05 775)
Non controlling interest		**34 369**	3 986
Earnings per equity share			
Nominal value ₹ 10 each fully paid-up			
- Basic (₹)		17.59	(70.07)
- Diluted (₹)		**17.59**	(70.07)
Material Accounting Policies (Refer note no. 2)	2		

The accompanying notes (1 - 65) are integral part of these Consolidated Financial Statements.

As per our report of even date attached

For Gokhale & Sathe
Chartered Accountants
Firm Registration No.: 103264W

Rahul Joglekar
Partner
Membership Number : 129389

Mumbai,
Dated: May 30, 2024

for Reliance Capital Limited
(a Company under Corporate Insolvency Resolution Process by an order dated December 06, 2021 passed by Hon' NCLT Mumbai)

Administrator **Nageswara Rao Y**

Chief Financial Officer **Aman Gudral**

Company Secretary & Compliance Officer **Atul Tandon**

Mumbai,
Dated: May 30, 2024

Consolidated statement of changes in equity for the year ended March 31, 2024

Consolidated statement of changes in equity for the year ended March 31, 2024

A. Equity share capital

(₹ in lakh)

Particulars	Note	As at March 31, 2024		As at March 31, 2023	
		Number	Amount	Number	Amount
Balance at the beginning of the year	26	25 27 08 902	25 324	25 27 08 902	25 324
Changes in Equity Share Capital due to prior period errors		-	-	-	-
Restated balance at the beginning of the year		25 27 08 902	25 324	25 27 08 902	25 324
Changes in equity share capital during the year		-	-	-	-
Balance at the end of the year		**25 27 08 902**	**25 324**	**25 27 08 902**	**25 324**

B. Other equity

Particulars	Note	Reserves and surplus										Other comprehensive income	Attributable to Owners of the Company	ttributable to Non controlling Interests
		Retained Earnings	Capital reserve	Capital Redemption reserve	Securities premium	Debenture redemption reserve	General reserve	Statutory reserve fund	Special reserve	Treasury Shares	RCap ESOP Trust Reserve			
As at April 1, 2022	27	(30 84 387)	9 879	883	3 42 104	2 076	5 49 721	1 98 648	-	160	722	(27 115)	(20 07 309)	79 577
Profit for the year		(1 77 856)	-	-	-	-	-	-	-	-	-	-	(1 77 856)	1 915
Other comprehensive income		-	-	-	-	-	-	-	-	-	-	(27 919)	(27 919)	2 071
		(1 77 856)	-	-	-	-	-	-	-	-	-	(27 919)	(2 05 775)	3 986
Transactions with owners in their capacity as owners:														
- Issue of equity share, net of transaction cost		-	-	-	-	-	-	-	-	-	-	-	-	-
- Stock option expense for the year		-	-	-	-	-	-	-	-	-	-	-	-	-
- Dividends paid		-	-	-	-	-	-	-	-	-	-	-	-	-
- Dividend distribution tax		-	-	-	-	-	-	-	-	-	-	-	-	-
- Transfers to:													-	
Statutory reserve fund		-	-	-	-	-	-	-	-	-	-	-	-	-
Special fund		-	-	-	-	-	-	-	-	-	-	-	-	-
Debenture redemption reserve		-	-	-	-	-	-	-	-	-	-	-	-	-
- Derecognition of subsidiary		9 81 231	-	-	-	-	-	-	-	-	-	-	9 81 231	-
- Non controlling adjustments		-	-	-	-	-	-	-	-	-	-	-	-	79
Balance at the beginning of the year		**(22 81 012)**	**9 879**	**883**	**3 42 104**	**2 076**	**5 49 721**	**1 98 648**	**-**	**160**	**722**	**(55 034)**	**(12 31 853)**	**83 642**
Profit for the year		**23 258**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**23 258**	**20 907**
Other comprehensive income		**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**34 634**	**34 634**	**13 462**
Total comprehensive income for the year		**23 258**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**34 634**	**57 892**	**34 369**

Consolidated statement of changes in equity for the year ended March 31, 2024

Particulars	Note	Reserves and surplus										Other comprehensive income	Attributable to Owners of the Company	ttributable to Non controlling Interests
		Retained Earnings	Capital reserve	Capital Redemption reserve	Securities premium	Debenture redemption reserve	General reserve	Statutory reserve fund	Special reserve	Treasury Shares	RCap ESOP Trust Reserve			
Transactions with owners in their capacity as owners:														
- Issue of debenture, net of transaction cost		-	-	-	-	-	-	-	-	-	-	-	-	-
- Stock option expense for the year		-	-	-	-	-	-	-	-	-	(722)	-	(722)	-
- Dividends paid		-	-	-	-	-	-	-	-	-	-	-	-	-
- Dividend distribution tax		-	-	-	-	-	-	-	-	-	-	-	-	-
- Transfers to:													-	-
Statutory reserve fund		-	-	-	-	-	-	-	-	-	-	-	-	-
Special fund		-	-	-	-	-	-	-	-	-	-	-	-	-
Debenture redemption reserve		-	-	-	-	-	-	-	-	-	-	-	-	-
- Derecognition of subsidiary		-	-	-	-	-	-	-	-	-	-	-	-	-
- Non controlling adjustments		36 620	-	-	-	-	-	-	-	-	-	-	36 620	1 596
Balance at the end of the year		**(22 21 134)**	**9 879**	**883**	**3 42 104**	**2 076**	**5 49 721**	**1 98 648**	**-**	**160**	**-**	**(20 399)**	**(11 38 062)**	**1 19 606**

Material Accounting Policies (Refer note no.2)

The accompanying notes (1 - 65) are integral part of these Consolidated Financial Statements.

As per our report of even date attached
For Gokhale & Sathe
Chartered Accountants
Firm Registration No.: 103264W

Rahul Joglekar
Partner
Membership Number : 129389

Mumbai,
Dated: May 30, 2024

for Reliance Capital Limited
(a Company under Corporate Insolvency Resolution Process by an order dated December 06, 2021 passed by Hon' NCLT Mumbai)

Administrator **Nageswara Rao Y**

Chief Financial Officer **Aman Gudral**

Company Secretary & Compliance Officer **Atul Tandon**

Mumbai,
Dated: May 30, 2024

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

(₹ in lakh)

Sr. No.	Particulars	March 31, 2024 Audited	March 31, 2023 Audited
A	**Operating activities:**		
	Profit/(Loss) before tax:	**48 702**	(1 65 427)
	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
	Provision for gratuity / leave encashment	**-**	-
	(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
		5 91 273	5 31 701
	Less : Income taxes paid (net of refunds)	**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

- The above statement of cash flows has been prepared under the indirect method as set out in Ind AS 7 'Statement of Cash Flows'.
- Components of cash and cash equivalents are disclosed in note no. 4.

The accompanying notes (1 - 65) are integral part of these Consolidated Financial Statements.

As per our report of even date attached
For Gokhale & Sathe
Chartered Accountants
Firm Registration No.: 103264W

Rahul Joglekar
Partner
Membership Number : 129389

Mumbai,
Dated: May 30, 2024

for Reliance Capital Limited
(a Company under Corporate Insolvency Resolution Process by an order dated December 06, 2021 passed by Hon' NCLT Mumbai)

Administrator **Nageswara Rao Y**

Chief Financial Officer **Aman Gudral**

Company Secretary & Compliance Officer **Atul Tandon**

Mumbai,
Dated: May 30, 2024

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

1. Background

Reliance Capital Limited ("RCL" or "the Parent Company") is registered as Non-Banking Financial Company, Middle Layer - Core Investment Company ("CIC") – Non-Deposit Taking Systemically Important (NBFC-CIC-ND-SI) under Section 45-IA of Reserve Bank of India Act, 1934As a CIC, the Parent Company is primarily a holding company, holding investments in its subsidiaries, associates and other group companies. The Parent Company together with its subsidiaries and its associates (hereinafter collectively referred as the "Group") are engaged in a wide array of businesses in the financial service sector.

The Parent Company is a Public Limited Company, and its equity shares are listed on recognised stock exchanges in India. The registered office of the Parent Company is located at Kamala Mills Compound, Trade World, B-Wing, 7th Floor, S. B. Marg, Lower Parel, Mumbai 400 013.

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 Parent Company and appointed Shri Nageswara Rao Y as the Administrator ("Administrator") of the Parent Company under Section 45-IE (2) of the RBI Act. Further, in terms of Section 45-IE(4)(b) all the powers, functions and duties, which may, by or under the provisions of the RBI Act or any other law for the time being in force, be exercised and discharged by or on behalf of the Board of Directors of the Parent Company or by a resolution passed in general meeting of the Parent Company, shall, until the Board of Directors of the Parent Company is reconstituted, be exercised and discharged by the Administrator.

Thereafter RBI vide press release dated November 30, 2021 in exercise of its powers conferred under Section 45-IE (5) of RBI Act constituted a three-member Advisory Committee to assist the Administrator in the discharge of his duties. The Advisory Committee was dissolved by RBI with effect from February 27, 2024.

In terms of Section 25(2)(d) of the Insolvency and Bankruptcy Code, 2016, read with the rules and regulations framed there under and amended from time to time (the "Code") the Administrator appointed Deloitte India Insolvency Professionals LLP and AZB & Partners as Process and Legal advisors, respectively to assist him in completion of the Corporate Insolvency Resolution Process ("CIRP") of the Parent Company.

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 CIRP against RCL read with Section 227 of the Code. Further, CIRP was initiated against the 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 the Parent 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 Parent Company, with the NCLT, via e-filing on July 12, 2023.

The resolution plan submitted by IIHL, for acquisition of the 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 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. The MC comprises of (a) three representatives nominated by IIHL; (b) three representatives nominated by the Financial Creditors and (c) the Administrator. The Administrator is the Chairperson of the MC.

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 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.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

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

As disclosed previously, the 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 the Parent Company has obtained orders clarifying that the above-mentioned orders will not come in the way of the Parent Company's CIRP.

Pursuant to the admission and commencement of CIRP of the Parent Company under the Code 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 Parent Company.

In view of ongoing CIRP, the Parent Company has provided for the interest expense which may be applicable on the financial debts upto the Insolvency Commencement Date i.e. December 06, 2021 and accordingly, interest expense pertaining to the year ended March 31, 2024 amounting to ₹ 1,60,085 lakh and the aggregate interest expense of ₹ 3,70,007 lakh for the CIRP period from December 07, 2021 to March 31, 2024 have not been provided.

As per the provisions of the Code, the fair value and liquidation value of the assets of the Parent Company as on the insolvency commencement date is required to be determined in accordance with Regulation 27 read with Regulation 35 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 ("CIRP Regulations"). The Administrator of RCL duly appointed by the Hon'ble National Company Law Tribunal, Mumbai ("NCLT Mumbai Bench"), 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 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.

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 Parent Company as required under the provisions of the Code. It is also incumbent upon the Administrator, (exercising same powers as Resolution Professional under the Code), under Section 20 of the Code, to manage the operations of the Parent Company as a going concern. Accordingly, the Statement for the year ended March 31, 2024, have been prepared on going concern assumptions.

The financial statements of the Parent Company have been taken on record by the Administrator while discharging the powers of the Board of Directors of the Parent Company which were conferred by the RBI and in accordance with the NCLT Order solely for the purpose of ensuring regulatory compliance.

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 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 the 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:

(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 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 the Parent Company in review of the financial results as well as the certifications, representations and statements made by the KMPs of the Parent Company, in relation to these financial results The statement of financial results of the 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 the Parent Company as of the dates and period indicated therein."

These Consolidated Financial Statement of the Company for the year ended March 31, 2024 were authorised for issue by the Administrator on May 30, 2024. The Consolidated Financial Statements as adopted by the members of the Parent Company can be amended or re-opened in terms of provisions of Section 131 of the Act.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

2. Summary of Material accounting policies

The principal accounting policies applied in the preparation of these Consolidated Financial Statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

(i) The Consolidated Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act, Master Direction – Core Investment Companies (Reserve Bank) Directions, 2016 issued by RBI to the extent applicable and the guidelines issued by National Housing Bank (NHB) and the Insurance Regulatory Development Authority of India (IRDAI) to the extent applicable.

The Consolidated Financial Statements have been prepared on a going concern basis.

The Group uses accrual basis of accounting except in case of significant uncertainties.

(ii) Historical cost convention

The Consolidated Financial Statements have been prepared on a historical cost basis, except for the following:

- Certain financial assets and liabilities (including derivatives instruments) are measured at fair value;
- Assets held for sale – measured at fair value less cost to sell;
- Defined benefit plans – plan assets measured at fair value; and
- Share based payments.

2.2 Principles of consolidation and equity accounting

(i) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls the entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group. The Group combines the financial statements of the Parent Company and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions within the Group are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss, consolidated statement of changes in equity and balance sheet respectively.

(ii) Associates

Associates are all entities over which the Group has significant influence but not control or joint control.

This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting (see (iii) below), after initially being recognised at cost.

(iii) Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

(iv) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is re-measured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

If the ownership interest in a joint venture or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

2.3 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The power to assess the financial performance and position of the Group and make strategic decisions is vested in the Administrator or executive director as applicable who has been identified as the chief operating decisions maker.

2.4 Foreign currency translation

(i) Functional and presentation currency

Items included in financial statements of each of the Group’s entities are measured using the currency of the primary economic environment in which the entity operates (‘the functional currency’). The Consolidated Financial Statements are presented in Indian Rupees ₹ in lakh, which is Parent Company’s functional and presentation currency.

(ii) Translation and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on nonmonetary assets and liabilities such as equity instruments held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as FVOCI are recognised in other comprehensive income.

2.5 Financial instruments

Initial recognition and measurement

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset.

At initial recognition, the Group measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability, such as fees and commissions. Transaction costs of financial assets and financial liabilities carried at fair value through profit or loss are expensed in profit or loss. Immediately after initial recognition, an expected credit loss allowance (ECL) is recognised for financial assets measured at amortised cost and investments in debt instruments measured at FVOCI, FVTPL and amortised cost.

When the fair value of financial assets and liabilities differs from the transaction price on initial recognition, the entity recognizes the difference as follows:

a) When the fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets, the difference is recognised as a gain or loss.

b) In all other cases, the difference is deferred, and the timing of recognition of deferred day one profit or loss is determined individually. It is either amortised over the life of the instrument, deferred until the instrument's fair value can be determined using market observable inputs, or realised through settlement.

When the Group revises the estimates of future cash flows, the carrying amount of the respective financial assets or financial liability is adjusted to reflect the new estimate discounted using the original effective interest rate. Any changes are recognised in profit and loss.

2.6 Financial assets

(i) Classification and subsequent measurement

The Group has applied Ind AS 109 and classifies its financial assets in the following measurement categories:

- Fair value through profit or loss (FVPL);
- Fair value through other comprehensive income (FVOCI); or
- Amortised cost.

Debt instruments

Debt instruments are those instruments that meet the definition of a financial liability from the issuer's perspective, such as loans, government and corporate bonds and trade receivables.

Based on the factors, the Group classifies its debt instruments into one of the following three measurement categories:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest ('SPPI'), and that are not designated at FVPL, are measured at amortised cost. The carrying amount of these assets is adjusted by any expected credit loss allowance recognised and measured. Interest income from these financial assets is recognised using the effective interest rate method.

Fair value through other comprehensive income: Financial assets that are held for collection of contractual cash flows and for selling the assets, where the assets' cash flows represent solely payments of principal and interest, and that are not designated at FVPL, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses on the instrument's amortised cost which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss.

Interest income from these financial assets is included in 'Interest income' using the effective interest rate method. Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss in the period in which it arises, unless it arises from debt instruments that were designated at fair value or which are not held for trading. Interest income from these financial assets is included in 'Interest income' using the effective interest rate method.

Fair value option for financial assets: The Group may also irrevocably designate financial assets at fair value through profit or loss if doing so significantly reduces or eliminates an accounting mismatch created by assets and liabilities being measured on different bases.

Interest income

Interest income is calculated by applying the effective interest rate to the gross carrying amount of financial assets, except for:

a) Purchased or originated credit impaired (POCI) financial assets, for which the original credit adjusted effective interest rate is applied to the amortised cost of the financial asset.

b) Financial assets that are not 'POCI' but have subsequently become credit-impaired (or 'stage 3'), for which interest revenue is calculated by applying the effective interest rate to their amortised cost (i.e. net of the expected credit loss provision).

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial asset or financial liability to the gross carrying amount of a financial asset (i.e. its amortised cost before any impairment allowance) or to the amortised cost of a financial liability. The calculation does not consider expected credit losses and includes transaction costs, premiums or discounts and fees and points paid or received that are integral to the effective interest rate, such as origination fees. For POCI financial assets – assets that are credit-impaired at initial recognition – the Group calculates the credit-adjusted effective interest rate, which is calculated based on the amortised cost of the financial asset instead of its gross carrying amount and incorporates the impact of expected credit losses in estimated future cash flows.

Equity instruments

Equity instruments are instruments that meet the definition of equity from the issuer's perspective; that is, instruments that do not contain a contractual obligation to pay and that evidence a residual interest in the issuer's net assets.

The Group subsequently measures all equity investments at fair value. Where the group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Changes in the fair value of financial assets at fair value through profit or loss are recognised in net gain/loss on fair value changes in the statement of profit or loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

Gains and losses on equity investments at FVPL are included in the statement of profit or loss.

(ii) Impairment

The Group assesses on a forward-looking basis the expected credit losses (ECL) associated with its debt instruments carried at amortised cost and FVOCI and with the exposure arising from loan commitments and financial guarantee contracts. The Group recognizes a loss allowance for such losses at each reporting date. The measurement of ECL reflects:

- An unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- The time value of money; and
- Reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

The measurement of the ECL allowance is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behavior (e.g. the likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation techniques used in measuring ECL, which also sets out key sensitivities of the ECL to changes in these elements.

A number of significant judgements are also required in applying the accounting requirements for measuring ECL detailed information about the judgements and estimates made by the Group in the above areas.

(iii) Write-off policy

The Group writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include (i) ceasing enforcement activity and (ii) where the Company's recovery method is foreclosing on collateral and the value of the collateral is such that there is no reasonable expectation of recovering in full.

(iv) Modification of loans

The group sometimes renegotiates or otherwise modifies the contractual cash flows of loans to customers. When this happens, the group assesses whether or not the new terms are substantially different to the original terms. The group does this by considering, among others, the following factors:

a) If the borrower is in financial difficulty, whether the modification merely reduces the contractual cash flows to amounts the borrower is expected to be able to pay.

b) Whether any substantial new terms are introduced, such as a profit share/equity-based return that substantially affects the risk profile of the loan.

c) Significant extension of the loan term when the borrower is not in financial difficulty. d) Significant change in the interest rate.

e) Change in the currency the loan is denominated in.

f) Insertion of collateral, other security or credit enhancements that significantly affect the credit risk associated with the loan.

If the terms are substantially different, the Group de-recognizes the original financial asset and recognizes a 'new' asset at fair value and recalculates a new effective interest rate for the asset. The date of renegotiation is consequently considered to be the date of initial recognition for impairment calculation purposes, including for the purpose of determining whether a significant increase in credit risk has occurred. However, the Group also assesses whether the new financial asset recognised is deemed to be credit-impaired at initial recognition, especially in circumstances where the renegotiation was driven by the debtor being unable to make the originally agreed payments. Differences in the carrying amount are also recognised in profit or loss as a gain or loss on derecognition.

If the terms are not substantially different, the renegotiation or modification does not result in derecognition, and the Group recalculates the gross carrying amount based on the revised cash flows of the financial asset and recognizes a modification gain or loss in the statement of profit or loss. The new gross carrying amount is recalculated by discounting the modified cash flows at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit- impaired financial assets).

(v) Derecognition other than on a modification

Financial assets, or a portion thereof, are derecognised when the contractual rights to receive the cash flows from the assets have expired, or when they have been transferred and either (i) the Group transfers substantially all the risks and rewards of ownership, or (ii) the Group neither transfers nor retains substantially all the risks and rewards of ownership and the Group has not retained control. The Group directly reduces the gross carrying amount of a financial asset when there is no reasonable expectation of recovering a financial asset in its entirety or a portion thereof.

The Group enters into transactions where it retains the contractual rights to receive cash flows from assets but assumes a contractual obligation to pay those cash flows to other entities and transfers substantially all of the risks and rewards.

These transactions are accounted for as 'pass through' transfers that result in derecognition if the Group:

(i) Has no obligation to make payments unless it collects equivalent amounts from the assets;

(ii) Is prohibited from selling or pledging the assets; and

(iii) Has an obligation to remit any cash it collects from the assets without material delay.

Collateral (shares and bonds) furnished by the Group under standard repurchase agreements and securities lending and borrowing transactions are not de-recognised because the Group retains substantially all the risks and rewards on the basis of the predetermined repurchase price, and the criteria for derecognition are therefore not met. This also applies to certain securitisation transactions in which the Group retains a subordinated residual interest.

2.7 **Financial liabilities :** The overall obligations and liabilities of the Parent Company have been determined in terms of Approved Resolution Plan and shall be accounted upon implementation of Approved Resolution Plan. Therefore, all financial liabilities will be dealt in accordance with the provisions of the Code.

(i) Classification and subsequent measurement

In both the current and prior period, financial liabilities are classified as subsequently measured at amortised cost, except for:

- Financial liabilities at fair value through profit or loss: this classification is applied to derivatives, financial liabilities held for trading and other financial liabilities designated as such at initial recognition. Gains or losses on financial liabilities designated at fair value through profit or loss are presented partially in other comprehensive income (the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability, which is determined as the amount that is not attributable to changes in market conditions that give rise to market risk) and partially profit or loss (the remaining amount of change in the fair value of the liability). This is unless such a presentation would create, or enlarge, an accounting mismatch, in which case the gains and losses attributable to changes in the credit risk of the liability are also presented in profit or loss;
- Financial liabilities arising from the transfer of financial assets which did not qualify for derecognition, whereby a financial liability is recognised for the consideration received for the transfer. In subsequent periods, the Group recognizes any expense incurred on the financial liability; and
- Financial guarantee contracts and loan commitments.

Market linked debentures (MLDs)

The Group has issued certain non-convertible debentures, the rate of interest on which is linked to performance of specified indices over the period of the debentures. The Group has opted to designate the entire hybrid contract at FVTPL as the embedded derivative significantly modifies the cash flows that otherwise would be required by the contract. Further, the embedded derivative is not closely related to the financial liability host contract. The Group hedges its interest rate risk on MLD by taking positions in future & options based on specified indices. Any gain / loss on these hedge positions is recognised in Statement of Profit and Loss

(ii) Derecognition

Financial liabilities are derecognised when they are extinguished i.e. when the obligation specified in the contract is discharged, cancelled or expires). The exchange between the Group and its original lenders of debt instruments with substantially different terms, as well as substantial modifications of the terms of existing financial liabilities, are accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective interest rate, is at least 10% different from the discounted present value of the remaining cash flows of the original financial liability. In addition, other qualitative factors, such as the currency that the instrument is denominated in, changes in the type of interest rate, new conversion features attached to the instrument and change in covenants are also taken into consideration. If an exchange of debt instruments or modification of terms is accounted for as an extinguishment, any costs or fees incurred are recognised as part of the gain or loss on the extinguishment. If the exchange or modification is not accounted for as an extinguishment, any costs or fees incurred adjust the carrying amount of the liability and are amortised over the remaining term of the modified liability.

2.8 Financial guarantee contracts and loan commitments

Financial guarantee contracts are contracts that require the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due, in accordance with the terms of a debt instrument.

Such financial guarantees are given to banks, financial institutions and others on behalf of customers to secure loans, overdrafts and other banking facilities.

Financial guarantee contracts are initially measured at fair value and subsequently measured at the higher of:

- The amount of the loss allowance; and
- The premium received on initial recognition less income recognised in accordance with the principles of Ind AS 115. Loan commitments provided by the Group are measured as the amount of the loss allowance.

For loan commitments and financial guarantee contracts, the loss allowance is recognised as a provision. However, for contracts that include both a loan and an undrawn commitment and the Group cannot separately identify the expected credit losses on the undrawn commitment component from those on the loan component, the expected credit losses on the undrawn commitment are recognised together with the loss allowance for the loan. To the extent that the combined expected credit losses exceed the gross carrying amount of the loan, the expected credit losses are recognised as a provision.

2.9 Repossessed collateral

Repossessed collateral represents financial and non-financial assets acquired by the Group in settlement of overdue loans. The assets are initially recognised at fair value when acquired and included in premises and equipment, other financial assets, investment properties or inventories within other assets depending on their nature and the Group's intention in respect of recovery of these assets, and are subsequently remeasured and accounted for in accordance with the accounting policies for these categories of assets.

2.10 Derivatives and hedging activities

Derivatives are initially recognised at fair value on the date on which the derivative contract is entered into and are subsequently remeasured at fair value. All derivatives are carried as assets when fair value is positive and as liabilities when fair value is negative.

The method of recognising the resulting fair value gain or loss depends on whether the derivative is designated and qualifies as a hedging instrument, and if so, the nature of the item being hedged.

Derivatives that are not designated as hedges The Group enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other gains/(losses).

2.11 Revenue Recognition

Revenue is measured at fair value of the consideration received or receivable. Revenue is recognised when (or as) the Group satisfies a performance obligation by transferring a promised good or service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

When (or as) a performance obligation is satisfied, the Group recognizes as revenue the amount of the transaction price (excluding estimates of variable consideration) that is allocated to that performance obligation.

(i) Brokerage fee income

Revenue recognition for brokerage fees can be divided into the following two categories:

a) Brokerage fees – over time

Fees earned for the provision of services are recognised over time as the customer simultaneously receives and consumes the benefits, as the services are rendered. These include brokerage fees, which is fixed at inception irrespective of number of transactions executed. The revenue for such contracts is recognised over the term of the contract.

b) Brokerage fees – point in time

Revenue from contract with customer is recognised point in time as performance obligation is satisfied. These include brokerage fees, which is charged per transaction executed.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(ii) Loan processing fees and other operating income

Fees and commission incomes and expenses that are integral to the effective interest rate on a financial asset or liability are included in the effective interest rate. Fees and commission that are not integral to the effective interest rate are recognised on accrual basis over the life of the loan. Other operating income i.e. Foreclosure & Bounce Charges, Loan Renegotiation/modification Charges are accounted on cash basis.

(iii) Income from direct assignment

In case of direct assignment of loans, the assets are derecognized when all the rights, title, future receivables and interest thereof along with all the risks and rewards of ownership are transferred to the purchasers of assigned loans. The profit if any, as reduced by the estimated provision for loss/expenses and incidental expenses related to the transaction, is recognised as gain or loss arising on assignment. Servicing fees received is accounted for based on the underlying deal structure of the transaction as per the agreement and excess interest spread (EIS) on the deal is accounted for upfront as and when it becomes due.

(iv) Income from securitisation

In case of securitization of loans, Securitisation transactions after March 31, 2017 the assets are not derecognised and continued in the books as loans. Servicing fees received is accounted for based on the underlying deal structure of the transaction as per the agreement.

(v) Premium income

Premium income on insurance contracts and investment contracts with Discretionary Participative Feature (DPF) is recognised as income when due from policyholders. For unit-linked business, premium income is recognised when the associated units are created. Premium on lapsed policies is recognised as income when such policies are revived or reinstated. In case of linked business, top - up premium paid by policyholders are considered as single premium and are unitized as prescribed by the regulations. The premium income in case of linked business is recognised when the associated units are created/allotted.

Premium in respect of reinsurance contracts shall be recognised as income over the contract period or the period of risk, whichever is appropriate. Reinsurance premium ceded is accounted for at the time of recognition of the premium income in accordance with the terms and conditions of the relevant treaties with the re-insurers. Impact on account of subsequent revisions to or cancellations of premium is recognised in the year in which they occur.

Unearned premiums are those proportions of the premium written in a year that relate to years of risks after the Balance sheet date. Unearned premium is calculated on either a daily or monthly or pro rata basis.

Premium received in advance represents premium received in respect of policies issued during the year, where the risk commences subsequent to the Balance Sheet date.

Deposits collected under the investment's contracts without a discretionary participation feature are not accounted for through the income statement, except for the fee income, but are accounted for directly through the statement of financial position as an adjustment to the investment contract liability. Commission income on reinsurance ceded is recognised as income in the period in which reinsurance premium is ceded.Net Investment Income. Investment income consists of dividends, interest and rents receivable for the year, realised gains and losses on debt securities classified as fair value through other comprehensive income, and realised and unrealised gains and losses on investments designated at fair value through profit or loss. Dividend on equity securities are recorded on ex-dividend date. Interest income is recognised as it accrues, taking into account the effective yield on the investment.

A gain or loss on investment is only realised on disposal or transfer, and is difference between the proceeds received, net of transaction costs, and its original cost or amortised cost, as appropriate.

Unrealised gains and losses, arising on investments which have not been derecognised as a result of disposal or transfer, represent the difference between the carrying value at the year end and carrying value at the previous year end or purchase value during the year, less previously recognised unrealised gains and losses in respect of disposals made during the year.

Reinsurance assets

The Group cedes reinsurance in the normal course of business, with retention limits varying by line of business. Premiums ceded and claims reimbursed are presented on a gross basis in the statement of profit or loss and statement of financial position as appropriate.

Reinsurance assets, being net contractual rights receivable under re-insurance contract, have been recognised based on actuarial valuations.

Reinsurance assets primarily include balances due from reinsurance companies for ceded insurance and investment contract liabilities. This includes balances in respect of investment contracts which are legally reinsurance contracts but do not meet the definition of a reinsurance contract under Ind AS. Amounts recoverable from reinsurers are estimated in a manner consistent with the underlying contract liabilities, outstanding claims provisions or settled claims associated with the reinsured policies and in accordance with the relevant reinsurance contract.

Reinsurance of non-participating investment contracts are accounted for directly through the statement of financial position. A deposit asset or liability is recognised, based on the consideration paid or received less any explicitly identified premiums or fees to be retained by the reinsured. These deposit assets or liabilities are shown within reinsurance assets in the consolidated statement of financial position.

If a reinsurance asset is impaired, the Group reduces the carrying amount accordingly and recognises that impairment loss in the income statement. A reinsurance asset is impaired if there is objective evidence, as a result of an event that occurred after initial recognition of the reinsurance asset, that the Group may not receive all amounts due to it under the terms of the contract, and the event has a reliably measurable impact on the amounts that the Group will receive from the reinsurer.

A liability for unearned premium shall be created as the amount representing that part of the premium written which is attributable to, and to be allocated to the succeeding accounting periods, as may be prescribed by the Authority.

Profit commission under reinsurance treaties, wherever applicable, is recognised on accrual basis. Any subsequent revisions of profit commission are recognised in the year in which final determination of the profits are intimated by reinsurers.

(vi) Interest income

Interest income is recognised using the effective interest rate

(vii) Dividend income

Dividend income is recognised in the statement of profit or loss on the date that the Group's right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be reliably measured. This is generally when the shareholders approve the dividend.

(viii) Fees and commission income

Fees and commission incomes and expenses that are integral to the effective interest rate on a financial asset or liability are included in the effective interest rate. Fees and commission that are not integral to the effective interest rate are recognised on accrual basis over the life of the instrument.

(ix) Portfolio management fee income

Portfolio management fees are recognised on an accrual basis in accordance with the Portfolio Management Agreement entered with respective clients except in case of Reliance Securities Limited, which is as follows:

a) Processing fees is recognised on upfront basis in the year of receipt;

b) Management fees is recognised as a percentage of the unaudited net asset value at the end of each month;

c) Return based fees is recognised as a percentage of annual profit, in accordance with the terms of the agreement with clients on the completion of the period.

(x) Online access fees

Online access fees are recognised on straight-line basis, based on the agreement with the clients.

(xi) Infrastructure and resource management fees

Infrastructure and resource management service fees are recognised on accrual basis as per agreements with the clients.

(xii) Trusteeship fee

Trusteeship fee income are recognised on the basis of the agreements entered into between the Settlor and the Trustee.

(xiii) Income from trading in derivatives

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently re-measured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the statement of profit and loss immediately.

Brokerage and other payments made in connection with the acquisition of derivatives are added to the cost of acquisition. The amount shown under sale of currency derivatives is net of brokerage.

(xiv) Rental income

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

(xv) Other investment contract fee revenue

Investments contract policyholders are charged fees for policy administration, investment management, surrenders or other contract services. The fees may be fixed amounts or vary with the amounts being managed and will generally be charged as an adjustment to the policyholder's balance.

The fees are recognised as revenue in the year in which they are collected unless they relate to services to be provided in future years, in which case they are deferred and recognised as and when the services are provided.

(xvi) Delay payment interest

Delay payment interest is recognised on a receipt basis.

2.12 Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Current Taxes

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Parent Company and its subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred Taxes

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Consolidated Financial Statements. However, deferred tax liabilities if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries and associates and interest in joint arrangements where the Group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

2.13 Leases

As a lessee

The group's lease asset classes primarily consist of leases for buildings taken on lease for operating its branch offices. The group assesses whether a contract contains a lease, at inception of a contract. At the date of commencement of the lease, the Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the lease term.

The lease liability is initially measured at amortized cost at the present value of the future lease payments

As a lessor

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

2.14 Business combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the

- fair values of the assets transferred;
- liabilities incurred to the former owners of the acquired business;
- interests issued by the Group; and
- fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The Group recognizes any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

Acquisition-related costs are expensed as incurred. The excess of the

- consideration transferred;
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

2.15 Impairment of assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or Groups of assets (cash-generating units). Non- financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.16 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in liabilities in the balance sheet.

2.17 Non-current assets (or disposal groups) held for sale

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of derecognition.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

2.18 Property, plant and equipment

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced.

All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives & residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives or, in the case of certain leased furniture, fittings and equipment, the shorter lease term as follows:

The estimated useful lives for the different types of assets are:

(i) Furniture and Fixtures - ten years

(ii) Office equipment - two to five years

(iii) Computers - three years

(iv) Vehicles - eight years

(v) Plant & Machinery given on lease – eight years

(vi) Data processing machineries given on lease – three years

(vii) Vehicles given on lease - eight years

(viii) Buildings - sixty years

(ix) Lease asset – Over the lease term

The property, plant and equipment acquired under finance leases is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the Group will obtain ownership at the end of the lease term. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognised in the statement of profit or loss.

2.19 Intangible assets

(a) Goodwill

Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised, but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or Groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or Groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, which in our case are the operating segments.

(b) Other intangibles

Intangible assets are recognised where it is probable that the future economic benefit attributable to the assets will flow to the Group and its cost can be reliably measured. Intangible assets are stated at cost of acquisition less accumulated amortization and impairment, if any.

Expenditure incurred on acquisition/development of intangible assets which are not put/ready to use at the reporting date is disclosed under intangible assets under development. The Group amortises intangible assets on a straight-line basis over the useful lives of the assets commencing from the month in which the asset is first put to use. The Group provides pro-rata depreciation from the day the asset is put to use.

2.20 Investment properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property s replaced, the carrying amount of the replaced part is de-recognised.

Investment properties are depreciated using the straight-line method as per the rates and useful life prescribed as per the Schedule II of the Companies Act.

2.21 Product Classification

Insurance contracts are those contracts when the Group (the insurer) has accepted significant insurance risk from another party (the policyholders) by agreeing to compensate the policyholders, if a specified uncertain future event (the insured event) adversely affects the policyholders. As a general guideline, the Group determines whether it has significant insurance risk, if the benefit payable on death is higher by at least 5% of the fund value at any time during the term of the contract for unit linked products, or the benefit payable on death is higher by at least 5% of the premium at any time during the term of the contract for other than unit - linked products. Investment contracts are those contracts which are not Insurance Contracts.

Any contracts not considered insurance contract are classified as investments contracts. Investment contracts are those contracts that transfer significant financial risk and no significant insurance risk. Investment contracts can, however, be reclassified as insurance contracts after inception if insurance risk becomes significant. Some insurance and investment contracts contain a discretionary participation feature (DPF), which is a contractual right to receive additional benefits as a supplement to guaranteed benefits. Insurance and investment contracts are further classified as with DPF, Linked Business and Others. Insurance contracts and investment contracts with DPF are measured and accounted under existing accounting practices at the date of transition to Ind AS, which is in accordance with Ind AS 104 ‘Insurance Contract’.

Financial risk is the risk of a possible future change in one or more of a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of price or rates, credit rating or credit index or other variable, provided in the case of a non-financial variable that the variable is not specific to a party to the contract.

Once a contract has been classified as an insurance contract, it remains an insurance contract for the remainder of its lifetime, even if the insurance risk reduces significantly during this period, unless all rights and obligations are extinguished or expired. Investment contracts can, however, be reclassified as insurance contracts after inception if insurance risk becomes significant.

2.22 Policy benefits Claims and benefits paid

Gross benefits and claims for life insurance contracts and for investment contracts with DPF include the cost of all claims arising during the year including internal and external claims handling costs that are directly related to the processing and settlement of claims and policyholder bonuses declared on DPF contracts as well as changes in the gross valuation of insurance and investment contract liabilities with DPF.

Death and other claims are accounted for, when notified. Survival and maturity benefits are accounted when due. Surrenders/ Withdrawals under linked - policies are accounted in the respective schemes when the associated units are cancelled. Repudiated claims disputed before judicial authorities are provided for based on management prudence considering the facts and evidences available, in respect of such claims.

Reinsurance Claims

Reinsurance claims are recognised when the related gross insurance claim is recognised according to the terms of the relevant contract in the same year as that of the related claims.

Annuity benefits are accounted when due. Claims cost consist of the policy benefit amounts and claims settlement costs, where applicable.

Withdrawals under unit-linked policies are accounted in respective schemes when the associated units are cancelled.

2.23 Acquisition Costs

Acquisition costs are costs that vary with and are primarily related to acquisition of insurance contracts.

Acquisition costs mainly consists of commission, medical costs, policy printing expenses, stamp duty and other related expenses. These costs are expensed in the year in which they are incurred. Claw-back of the first-year commission paid, if any, in future is accounted in the year in which it is recovered.

Acquisition costs of insurance contract and investment contract with DPF are expensed in the period in which they are incurred.

For investment contracts without DPF, acquisition costs that are directly attributable to securing an investment contract are deferred and amortised over the year in which the service is provided.

2.24 Policy liabilities

The policy liabilities in respect of insurance contracts and investments contracts with DPF are calculated in accordance with the accepted actuarial practice, requirements of Insurance Act, 1938, Regulations notified by the Insurance Regulatory and Development Authority of India, and Practice Standards prescribed by the Institute of Actuaries of India.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

2.25 Investment contract liabilities without DPF

Deposits collected under investment contracts without DPF are not accounted for through the statement of profit or loss, except for the investment income attributable to those contracts, but are accounted for directly through the statement of financial position as an adjustment to the investment contract liability.

The majority of the Group's contracts classified as investment contracts with DPF are unit-linked contracts and are measured at fair value.

The liability's fair value is determined in accordance with Ind AS 109 'Financial Instruments' and Ind AS 113 'Fair Value Measurement', which is the amount for which the liability could be transferred in an orderly transaction between market participants at the measurement date. For unit-linked contracts, the fair value liability is equal to the current unit fund value, including any unfunded units.

2.26 Off-setting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

2.27 Fiduciary assets

Assets held by the Group in its own name, but on the account of third parties, are not reported in the consolidated balance sheet. Commissions received from fiduciary activities are shown in fee and commission income.

2.28 Inventories

- Stock of gold is valued at weighted average cost or realizable value, whichever is lower.
- Financial instruments held as inventory are measured at fair value through profit or loss.

2.29 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

2.30 Provisions

Provisions for restructuring are recognised by the Group when it has developed a detailed formal plan for restructuring and has raised a valid expectation in those affected that the Group will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

The measurement of provision for restructuring includes only direct expenditures arising from the restructuring, which are both necessarily entailed by the restructuring and not associated with the ongoing activities of the Group.

2.31 Claims incurred

Claims incurred comprises of claims paid (net of salvage and other recoveries), change in estimated liability for outstanding claims made following a loss occurrence reported and change in estimated liability for claims Incurred But Not Reported ('IBNR') and claims Incurred But Not Enough Reported ('IBNER'). Further, claims incurred also include specific claim settlement costs such as survey / legal fees and other directly attributable costs.

Salvaged assets are recognised on realisation basis.

Claims (net of amounts receivable from reinsurers / co-insurers) are recognised on the date of intimation on management estimates of ultimate amounts likely to be paid on each claim based on the past experience. These estimates are progressively revalidated on availability of further information.

IBNR represents that amount of claims that may have been incurred during the accounting period but have not been reported or claimed. The IBNR provision also includes provision, if any, required for claims IBNER. Estimated liability for claims IBNR and IBNER is certified jointly by the Appointed Actuary and the Mentor to the Appointed Actuary of RGICL for the year ended March 31, 2021.

2.32 Reserve for unexpired risk

Reserve for unexpired risk is made on the amount representing that part of the net premium written which is attributable to and to be allocated to the succeeding accounting period using 1/365 method for all lines of business other than Marine Hull, In case of Marine Hull business 100% of the Net Written Premium during the preceding twelve month is recognised as reserve for unexpired risk.

2.33 Premium deficiency

Premium deficiency is recognised if the cost of expected net claim cost, related expenses and maintenance cost exceeds the sum of related premium carried forward to subsequent accounting period as the reserve for unexpired risk. Premium deficiency is recognised at RGICL level. The RGICL considers maintenance cost as relevant cost incurred for ensuring claim handling operations. The expected claim cost is required to be calculated and duly certified jointly by the Appointed Actuary and the Mentor to the Appointed Actuary of RGICL.

2.34 Insurance contract liabilities

Insurance contract liabilities for general insurance include the outstanding claims provision, the provision for claims incurred but not reported (IBNR), the provision for unearned premium and the provision for premium deficiency. The outstanding claims provision is based on the estimated ultimate cost likely to be paid on each claim based on the past experience. These estimates are progressively revalidated on availability of further information.

IBNR represents that amount of claims that may have been insured during the accounting period but have not been reported or claimed. The IBNR provision also includes provision, if any, required for claims IBNER. Estimated liability for claims Incurred but not reported and claims incurred but not enough reported is required to be certified by the Appointed Actuary of the Group.

The provision for unearned premiums represents that portion of premiums received or receivable that relates to risks that have not yet expired at the reporting date. The provision is recognized on amount representing that part of the net premium written attributable to and to be allocated to the succeeding accounting period using 1/365 method.

The provision for Premium Deficiency Reserve is recognized if the cost of expected net claim cost, related expenses and maintenance cost exceeds the sum of related premium carried forward to subsequent accounting period as the reserve for unexpired risk. The expected claim cost is required to be calculated and duly certificate by the Appointed Actuary.

The liability is not discounted for the time value of money. No provision for equalization or catastrophe reserves is recognized. The liabilities are derecognized when the obligation to pay a claim expires, is discharged or is cancelled.

As permitted by Ind AS 104 Insurance Contracts, the Group continues to apply the existing accounting policies that were applied prior to the adoption of Ind AS, with certain modifications allowed by the standard effective subsequent to adoption for its insurance contracts.

2.35 Employee benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

(ii) Post-employment obligations

The Group operates the following post-employment schemes:

a) Gratuity;

b) Superannuation fund; and

c) Provident fund. Defined benefit plans Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The estimated future payments which are denominated in a currency other than INR, are discounted using market yields determined by reference to high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit or loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income.

They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are Defined contribution plans Superannuation fund Contribution to Superannuation Fund, a defined contribution scheme, is made at pre-determined rates to the Superannuation Fund, Life Insurance Corporation and is charged to the Statement of Profit or loss. There are no other obligations other than the contribution payable to the Superannuation Fund.

Provident fund

The Group pays provident fund contributions to publicly administered provident funds as per local regulations. The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

Other long-term employee benefit obligations Leave encashment

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the appropriate market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the statement of profit or loss.

Phantom Shares

As a long-term incentive plan to employees, the Group has initiated Phantom Stock Option Plan which are cash settlement rights where the employees are entitled to get cash compensation based on agreed formulae. The employees are entitled to receive cash payment equivalent to appreciation in the value over the defined base price of the shares. The present value of the obligation under such plan is determined based on actuarial valuation.

2.36 Share-based payments

Employee Stock Option Scheme (ESOS)

The employees of the Parent Company and its subsidiaries are entitled for grant of stock options (equity shares), based on the eligibility criteria set in the ESOS plan of the Parent Company. The fair value of options granted under ESOS is recognized as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined reference to the fair value of the options granted excluding the impact of any service conditions. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

ESOS Trust

The Group’s ESOS is administered through the RCAP ESOS Trust. The Group treats the trust as its extension and is consolidated in Group’s financial statements. The shares held by the trust are treated as treasury shares.

2.37 Contributed Equity

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Treasury shares are presented as a deduction from equity and no gain or loss is recognised on the purchase, sale, issue or cancellation of such shares.

2.38 Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

2.39 Earnings per share

a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Group by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus element in equity shares issued during the year and excluding treasury shares.

b) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.40 Rounding of amounts

All amounts disclosed in the Consolidated Financial Statements and notes have been rounded off to the nearest lakh as per the requirements of Schedule III, unless otherwise stated.

3. Critical estimates and judgements

As per the provisions of the Code, the fair value and liquidation value of the assets of the Parent Company as on the insolvency commencement date is required to be determined. In compliance with the same, the Administrator has appointed two registered valuers and the said exercise is currently underway. 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 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. Subject to the above, the Group makes estimates and assumptions that affect the amounts recognised in the Consolidated

Financial Statements, and the carrying amounts of assets and liabilities within the next financial year. Estimates and judgements are continually evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Management also makes certain judgements, apart from those involving estimations, in the process of applying the accounting policies. Judgements that have the most significant effect on the amounts recognised in the Consolidated Financial Statements and estimates that can cause a significant adjustment to the carrying amount of assets and liabilities within the next financial year include the following:

3.1 Estimation of fair value of financial instruments

The fair value of financial instruments is ascertained in accordance with IND AS 107 as per the fair value hierarchy described in note no. 60.

3.2 Effective interest rate method

The Group recognises interest income/expense using the effective interest rate, i.e., a rate that represents the best estimate of a constant rate of return over the expected life of the loans. The effective interest method also accounts for the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behavior and life cycle of the instruments, as well expected changes to India's base rate and other fee income/expense that are integral parts of the instrument.

3.3 Impairment of financial assets using the expected credit loss method

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's history, existing market conditions as well as forward looking estimates at the end of each reporting period.

3.4 Business model assessment

Classification and measurement of financial assets depends on the results of the SPPI test and the business model test. The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement considered by the Group in determining the business model including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated.

The Group monitors financial assets that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held.

3.5 Consolidation of structured entities

A structured entity is an entity that has been designed so that voting or similar rights are not the dominant factor in deciding who controls the entity, such as when any voting rights relate to administrative tasks only and the relevant activities are directed by means of contractual arrangements.

The Group consolidates the structured entities that it controls. When making this judgement, the Group also considers voting and similar rights available to itself and other parties, which may limit the Group's ability to control, including rights to appoint, reassign or remove members of the structured entity's key management personnel who have the ability to direct the relevant activities.

3.6 Current tax

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Minimum Alternative Tax (MAT) credit entitlement is recognised where there is convincing evidence that the same can be realised in future.

3.7 Deferred tax

The recognition of deferred tax assets is based upon whether it is more likely than not that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. To determine the future taxable profits, reference is made to the latest available profit forecasts. Where the temporary differences are related to losses, relevant tax law is considered to determine the availability of the losses to offset against the future taxable profits.

Recognition therefore involves judgement regarding the future financial performance of the particular legal entity or tax group in which the deferred tax asset has been recognised.

3.8 Provisions and contingent liabilities

The Group exercises judgement in measuring and recognizing provisions and the exposures to contingent liabilities related to pending litigation or other outstanding claims subject to negotiated settlement, mediation, arbitration or government regulation, as well as other contingent liabilities. Judgement is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement. Because of the inherent uncertainty in this evaluation process, actual losses may be different from the originally estimated provision.

3.9 Share-based payments

The Group measures the cost of equity settled transactions with employees using the Black-Scholes model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

3.10 Insurance and investment contract liabilities

Assessment of the significance of insurance risk transferred to the Group in determining whether a contract should be accounted as insurance or investment contracts.

3.11 Measurement of insurance and investment contract liabilities with DPF

Principal assumptions will include those in respect of mortality, morbidity, persistency, expense inflation, valuation interest rates, future bonus rate and tax rate.

3.12 Estimation of fair value of investments property

The Group carries out the valuation activity to assess fair value of its Investment in land and property. Accordingly, fair value estimates for investment in land and property is classified as level 3.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

4 Cash and cash equivalents

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Cash on hand	**1 854**	1 602
Cheques on hand	**9 478**	8 308
Balances with banks:		
In current accounts	**38 022**	40 039
In fixed deposits	**29 473**	19 530
Total	**78 827**	69 479

5 Bank balance other than cash and cash equivalents above

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with banks:		
In earmarked accounts		
- unclaimed dividend	**1 004**	1 285
- other bank balances#	**1 266**	1 266
In fixed deposits	**13 367**	1 543
Others		
- Held as lien (refer note below)	**176**	8 800
Less: Impairment loss allowance	**(2 207)**	(2 207)
Total	**13 606**	10 687

Notes:

In respect of balances with Banks in Fixed Deposit accounts above includes:

(a) ₹ 8,239 lakh (Previous year: ₹ 4,700 lakh) have been kept as margin requirement for equity trade settlement and market linked debentures.

(b) ₹ NIL lakh (Previous year: ₹ 500 lakh) are liened against bank overdraft facility.

(c) ₹ 38 lakh (Previous year: ₹ 37 lakh) kept as deposit with bank for issuing of Bank Guarantee.

(d) Balances with banks include in ₹ 121 lakh (Previous year: ₹ 121 lakh) is kept as deposit with regulatory authorities.

#Out of above ₹ 1,266 lakh (Previous year: ₹ 1,266 lakh) are earmarked for specified purpose in a separate bank account.

(e) ₹ 113 lakh (Previous Year: ₹ 113 lakh) kept as lien in favor of Directorate of Enforcement.

6 Receivables (Considered good unless otherwise stated)

6A Trade receivables

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Receivables considered good - Secured	**1 371**	1 684
Receivables considered good - Unsecured	**1 34 494**	2 50 262
Receivables - credit impaired	**2 449**	2 093
Less: Allowance for impairment loss	**(2 449)**	(2 093)
Total	**1 35 865**	2 51 946

6B Other receivables

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Receivables considered good - Unsecured	**1 087**	1 056
Total	**1 087**	1 056

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivables are due from firms or private companies respectively in which any director is a partner a director or a member.

Ageing for Trade receivables as on March 31, 2024 is as follows:

Particulars	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	82 352	4 571	48 636	202	104	1 35 865
Undisputed Trade receivables – credit impaired	232	215	533	287	1 182	2 449
Disputed Trade receivables – considered good	-	-	0	0	-	0
Total Receivable (Gross)	**82 584**	**4 786**	**49 169**	**489**	**1 286**	**1 38 314**
Less: Provision for impairment loss	**(232)**	**(215)**	**(533)**	**(287)**	**(1 182)**	**(2 449)**
Trade Receivable	**82 352**	**4 571**	**48 636**	**202**	**104**	**1 35 865**

Ageing for Trade receivables as on March 31, 2023 is as follows:

Particulars	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	2 51 540	219	145	-	42	2 51 946
Undisputed Trade receivables – credit impaired	187	211	436	208	1 017	2 059
Disputed Trade receivables – considered good	-	1	2	-	32	34
Total Receivable (Gross)	2 51 727	431	583	208	1 091	2 54 039
Less: Provision for impairment loss	(187)	(212)	(438)	(208)	(1 049)	(2 093)
Trade Receivable	2 51 540	219	145	-	42	2 51 946

7 Loans

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
At amortised cost		
Term loans	**807**	2 15 531
Loans repayable on demand	**25 173**	20 546
Loans to related parties	**4**	4 93 942
Others	**7 99 488**	57 860
Total (A) - Gross	**8 25 472**	7 87 879
(Less): Impairment loss allowance	**(7 58 077)**	(7 26 592)
Total (A) - Net	**67 395**	61 287
Secured by property plant and equipment's and other receivables	**6 51 105**	6 16 611
Secured by intangible assets	**18 079**	12 532
Unsecured	**1 56 288**	1 58 736
Total (B) - Gross	**8 25 472**	7 87 879
(Less): Impairment loss allowance	**(7 58 077)**	(7 26 592)
Total (B) - Net	**67 395**	61 287
Loans in India		
- Public sector	**-**	-
- Others	**8 25 472**	7 87 879
Total (C) - Gross	**8 25 472**	7 87 879
(Less): Impairment loss allowance	**(7 58 077)**	(7 26 592)
Total (C) - Net	**67 395**	61 287

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Summary of loans by stage distribution

(₹ in lakh)

Particulars	As at March 31, 2024				As at March 31, 2023			
	Stage 1	**Stage 2**	**Stage 3**	**Total**	Stage 1	Stage 2	Stage 3	Total
Gross Carrying Amount	**27 620**	**269**	**7 97 583**	**8 25 472**	22 493	269	7 65 117	7 87 879
Less: Impairment loss allowance	**(11 631)**	**(209)**	**(7 46 237)**	**(7 58 077)**	(11 674)	(209)	(7 14 709)	(7 26 592)
Total	**15 989**	**60**	**51 346**	**67 395**	10 819	60	50 408	61 287

Analysis of changes in the gross carrying amount by stages in relation to loans and its corresponding impairment loss allowance (ECL) is as follows

(₹ in lakh)

Particulars	As at March 31, 2024							
	Stage 1		**Stage 2**		**Stage 3**		**Total**	
	Loans Gross	**Impairment loss allowance**	**Loans Gross**	**Impairment loss allowance**	**Loans Gross**	**Impairment loss allowance**	**Loans Gross**	**Impairment loss allowance**
As at April 1, 2023	**22 493**	**11 674**	**269**	**209**	**7 65 117**	**7 14 709**	**7 87 879**	**7 26 592**
Transfers during the year	**4 802**	**-**	**-**	**-**	**-**	**-**	**4 802**	**-**
Transfer to stage 1	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Transfer to stage 2	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Transfer to stage 3	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Impact due to cessation of subsidiary	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Amounts written off during the year	**325**	**(43)**	**-**	**-**	**32 466**	**31 528**	**32 791**	**31 485**
As at March 31, 2024	**27 620**	**11 631**	**269**	**209**	**7 97 583**	**7 46 237**	**8 25 472**	**7 58 077**

(₹ in lakh)

Particulars	As at March 31, 2023							
	Stage 1		Stage 2		Stage 3		Total	
	Loans Gross	Impairment loss allowance	Loans Gross	Impairment loss allowance	Loans Gross	Impairment loss allowance	Loans Gross	Impairment loss allowance
As at April 1, 2022	59 774	11 952	8 200	209	16 53 567	14 95 911	17 21 541	15 08 072
Transfers during the year	2 838	886	-	-	-	-	2 838	886
Transfer to stage 1	-	-	-	-	-	-	-	-
Transfer to stage 2	-	-	-	-	-	-	-	-
Transfer to stage 3	(1 206)	(120)	-	-	1 206	120	-	-
Impact of changes in credit risk on account of stage movements	-	-	-	-	-	-	-	-
Amounts written off during the year	(38 913)	(1 044)	(7 931)	-	(8 89 656)	(7 81 322)	(9 36 500)	(7 82 366)
As at March 31, 2023	**22 493**	**11 674**	**269**	**209**	**7 65 117**	**7 14 709**	**7 87 879**	**7 26 592**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

8 Investments

(₹ in lakh)

Particulars	As at March 31, 2024				As at March 31, 2023			
	AC	**FVTPL**	**FVOCI**	**Total**	AC	FVTPL	FVOCI	Total
Investments in equity shares others								
- Quoted	**-**	**8 09 868**	**-**	**8 09 868**	-	6 73 808	-	6,73,808
- Unquoted	**-**	**4 094**	**-**	**4 094**	-	6 163	-	6,163
	-	**8 13 962**	**-**	**8 13 962**	-	6 79 971	-	6,79,971
Less : Provision for impairment	**-**	**(19)**	**-**	**(19)**	-	-	-	-
	-	**8 13 943**	**-**	**8 13 943**	-	6 79 971	-	6,79,971
Investments in equity shares of Associates								
- Quoted	**-**	**-**	**-**	**-**	-	-	-	-
- Unquoted	**12 566**	**-**	**-**	**12 566**	-	11 611	-	11,611
	12 566	**-**	**-**	**12 566**	-	11 611	-	11,611
Less : Provision for impairment	**-**	**-**	**-**	**-**		-	-	-
	12 566	**-**	**-**	**12 566**	-	11 611	-	11,611
Investments in preference shares								
- Unquoted	**172**	**9 063**	**-**	**9 235**	172	11 633	-	11,805
	172	**9 063**	**-**	**9 235**	172	11 633	-	11,805
Less : Provision for impairment	**-**	**(5 930)**	**-**	**(5 930)**	-	(8 500)	-	(8 500)
	172	**3 133**	**-**	**3 305**	172	3 133	-	3,305
Investment in government or trust securities								
- Quoted	**19 24 948**	**1 91 609**	**9 72 833**	**30 89 390**	13 70 051	6 12 063	7 22 652	27,04,766
Investment in Pass through certificates and security receipts								
- Unquoted	**414**	**26 947**	**-**	**27 361**	414	36 751	-	37,165
Investment in debentures and bonds								
- Quoted	**4 89 102**	**27 385**	**9 58 870**	**14 75 357**	3 47 532	2 02 631	6 21 287	11,71,450
- Unquoted	**27 241**	**14 850**	**-**	**42 091**	31 126	6 495	-	37,621
	5 16 343	**42 235**	**9 58 870**	**15 17 448**	3 78 658	2 09 126	6 21 287	12,09,071
Less : Provision for impairment	**(3 779)**	**(3 500)**	**(566)**	**(7 845)**	(3 676)	-	-	(3 676)
	5 12 564	**38 735**	**9 58 304**	**15 09 603**	3 74 982	2 09 126	6 21 287	12,05,395
Investment in mutual fund								
- Quoted	**772**	**52 907**	**-**	**53 679**	-	22 193	17 516	39,709
- Unquoted	**-**	**-**	**-**	**-**	-	41	-	41
Others								
- Quoted	**-**	**-**	**-**	**-**	-	36 358	-	36,358
- Unquoted	**47 483**	**1 10 727**	**700**	**1 58 908**	73 662	60 039	393	1,34,094
Total	**24 98 919**	**12 38 001**	**19 31 837**	**56 68 755**	18 19 281	16 71 286	13 61 848	48,52,415

AC- Amortised cost FVTPL- Fair Value Through Profit and Loss FVOCI- Fair Value through other comprehensive Income DC - Deemed Cost

Note

(i) The equity securities which are not held for trading, and for which the Group has made an irrevocable election at initial recognition to recognize changes in fair value through OCI rather than Statement of profit and loss as these are strategic investments and the Group considers this to be more relevant.

(ii) The Group has sold FVOCI debt portfolio, instruments with a principal of ₹ 100 lakh (face value) (Previous year: ₹ 6,304 lakh) sold during the year. In relation to these, the Group transferred the loss of ₹ 1 lakh (Previous year: Profit ₹ 2 lakh) and unrealised gains / (loss) from OCI to the Statement of profit and loss.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

9 Other financial assets

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Interest accrued - loans (net of Provision)	**5 037**	(3 107)
Interest accrued - investments	**96 152**	86 840
Advances to others	**(585)**	(2 771)
EIS receivables	**-**	-
Deposits		
- Considered good	**29 080**	11 641
- Considered doubtful	**401**	368
Less: provision for doubtful deposits	**(399)**	(273)
Unclaimed amount of policyholders	**18 868**	27 849
Reinsurance assets	**7 39 806**	6 34 578
Investment sale to be received	**5 582**	1 491
Others	**262**	24 843
Total	**8 94 204**	7 81 459

10 Inventories (Considered good unless otherwise stated)

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Government securities	**1 846**	-
Debt securities	**1 004**	3 038
Equity instruments	**7**	-
Total	**2 857**	3 038

11 Current tax assets (net)

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Income tax paid in advance	**3 107**	3 062
Total	**3 107**	3 062

12 Deferred tax assets (net)

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax assets		
Property, plant and equipment	**81**	135
Defined benefit obligations	**418**	501
Expenses allowable for tax purpose when paid	**-**	4 113
Impairment allowance for financial assets	**294**	2 312
Tax losses and unabsorbed depreciation	**12 625**	-
Others, specify	**4 724**	10 515
	18 142	17 576
Deferred tax liabilities		
Property, plant and equipment	**-**	-
Unamortised expenditure	**-**	-
Fair value adjustments	**-**	-
Others, specify	**507**	64
	507	64
Net deferred tax assets / (liabilities)	**17 635**	17 512

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

13 Investment property

(₹ in lakh)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Land	**Buildings**	Land	Buildings
Gross carrying amount				
Deemed cost	**2 906**	**12 601**	2 906	12 601
Additions	**-**	**10**	-	-
Disposals and transfers	**-**	**-**	-	-
Closing gross carrying amount	**2 906**	**12 611**	2 906	12 601
Accumulated depreciation	**2 600**	**5 344**	2 600	5 132
Depreciation during the year	**-**	**213**	-	316
Impairment during the year	**-**	**-**	-	-
Disposals and transfers	**-**	**-**	-	(104)
Closing accumulated depreciation	**2 600**	**5 557**	2 600	5 344
Net carrying amount	**306**	**7 053**	306	7 256

Notes:

i) Of the above, Buildings of Subsidiary Reliance Securities Limited with carrying value ₹ 14 lakh (Previous year: ₹ 13 lakh) is kept as collateral security against the market linked debentures (MLDs).

ii) The Group has carried out the valuation activity to assess fair value of its Investment in land and property, for current year refer note 1. Accordingly, fair value estimates for investment in land and property is classified as level 3.

Information regarding Income & Expenditure of Investment property

(₹ in lakh)

Particulars	**Year Ended March 31, 2024**	Year Ended March 31, 2023
Rental income derived from investment property	**-**	-
Direct operating expenses (including repairs and maintenance) associated with rental income	**-**	-
Profit (loss) arising from sale of investment property	**-**	-
Impairment during the period	**-**	-
Depreciation for the period	**(213)**	(316)
(Loss)/Profit arising from investment property before indirect expenses	**(213)**	**(316)**

14 Property, plant and equipment

(₹ in lakh)

Particulars	Own assets								Leased assets			Total
	Freehold land	Buildings	Data processing machineries	Furniture and fixtures	Vehicles	Office Equipment	Leasehold improvement	Plant and equipment	Data processing machineries	Vehicles	Right of use asset	
Year ended March 31, 2023												
Gross carrying amount												
Deemed cost as at April 1, 2022	8 442	11 394	14 796	1 878	875	4 420	6 779	4 162	2 402	-	9 542	64 690
Additions	-	-	915	227	102	875	969	-	-	-	1 824	4 912
Disposals and transfers	(8 442)	(6 411)	(2 511)	(205)	(241)	99	23	(1 734)	(86)	-	-	(19 508)
Closing gross carrying amount	-	4 983	13 200	1 900	736	5 394	7 771	2 428	2 316	-	11 366	50 094
Accumulated depreciation	-	2 702	12 713	1 432	672	3 135	4 937	3 999	2 402	-	4 068	36 059
Depreciation charge during the year	-	84	1 088	280	69	646	1 261	72	0.5	-	2 433	5 932
Disposals and transfers	-	(1 657)	(2 503)	(113)	(181)	104	21	(1 643)	(86.0)	-	-	(6 058)
Closing accumulated depreciation	-	1 129	11 298	1 598	560	3 885	6 219	2 428	2 315	-	6 501	35 933
Net carrying amount as at March 31, 2023	-	3 854	1 903	302	175	1 509	1 552	-	-	-	4 865	14 160
Year ended March 31, 2024												
Gross carrying amount												
Deemed cost as at April 1, 2023	**-**	**4 983**	**13 200**	**1 900**	**736**	**5 394**	**7 771**	**2 428**	**2 316**	**-**	**11 366**	**50 093**
Additions	**-**	**-**	**1 074**	**1 069**	**2**	**2 207**	**1 065**	**-**	**-**	**-**	**7 811**	**13 227**
Disposals and transfers	**-**	**(814)**	**(1 063)**	**(822)**	**(2)**	**(1 639)**	**(10)**	**-**	**-**	**-**	**-**	**(4 349)**
Closing gross carrying amount	**-**	**4 169**	**13 211**	**2 147**	**736**	**5 961**	**8 826**	**2 428**	**2 316**	**-**	**19 177**	**58 999**
Accumulated depreciation	**-**	**1 129**	**11 298**	**1 598**	**560**	**3 885**	**6 219**	**2 428**	**2 315**	**-**	**6 501**	**35 932**
Depreciation charge during the year	**-**	**75**	**1 199**	**304**	**68**	**755**	**1 226**	**-**	**0.5**	**-**	**2 631**	**6 258**
Disposals and transfers	**-**	**(426)**	**(1 055)**	**18**	**-**	**(264)**	**-**	**-**	**0.5**	**-**	**(0.1)**	**(1 727)**
Closing accumulated depreciation	**-**	**777**	**11 441**	**1 919**	**628**	**4 376**	**7 445**	**2 428**	**2 316**	**-**	**9 132**	**40 492**
Net carrying amount as at March 31, 2024	**-**	**3 392**	**1 770**	**228**	**108**	**1 585**	**1 381**	**-**	**-**	**-**	**10 045**	**18 508**

Note : Buildings include ₹ 1 lakh (Previous year ₹ 1 lakh) which is provided as security for Non-convertible debentures.

14A Capital Work In Progress (CWIP)

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Opening gross carrying amount	**347**	420
Movement during the year	**144**	(73)
Closing gross carrying amount	**491**	347

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Capital Work in Progress aging as on 31st March, 2024

(₹ in lakh)

Particulars	Amount in Capital Work in Progress for the period of				TOTAL
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	491	-	-	-	491
Projects temporarily suspended	-	-	-	-	-

Capital Work in Progress aging as on 31st March, 2023

Particulars	Amount in Capital Work in Progress for the period of				TOTAL
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	347	-	-	-	347
Projects temporarily suspended	-	-	-	-	-

15 Intangible assets

A Goodwill

(₹ in lakh)

Particulars	Goodwill on business acquisition	Goodwill on consolidation	Total
Year ended March 31, 2023			
Gross carrying amount			
Opening gross carrying amount	16 014	4 95 044	5 11 058
Additions	-	-	-
Disposals/Adjustment	(15 912)	-	(15 912)
Year ended March 31, 2023	102	4 95 044	4 95 146
Year ended March 31, 2024			
Gross carrying amount			
Opening gross carrying amount	**102**	**4 95 044**	**4 95 146**
Additions	**-**	**-**	**-**
Disposals/Adjustment	**-**	**-**	**0**
Year ended March 31, 2024	**102**	**4 95 044**	**4 95 146**

B Other intangible assets

(₹ in lakh)

Particulars	Computer software/ Licensing cost	Membership rights / Asset management rights	Total	Intangible assets under development	Total
Year ended March 31, 2023					
Gross carrying amount					
Deemed cost as at April 1, 2022	42 623	75	42 698	1 601	44 299
Additions	4 306	-	4 306	865	5 171
Disposals and transfers	(7 139)	-	(7 139)	(1 202)	(8 341)
Closing gross carrying amount	**39 790**	**75**	**39 865**	**1 264**	**41 129**
Accumulated amortisation					
Opening accumulated amortisation	31 853	75	31 928	492	32 420
Amortisation during the year	4 996	-	4 996	-	4 996
Disposals and transfers	(6 532)	-	(6 532)	(492)	(7 024)
Closing accumulated depreciation	**30 317**	**75**	**30 392**	**0**	**30 392**
Net carrying amount as at March 31, 2023	9 473	-	9 473	1 264	10 737

(₹ in lakh)

Particulars	Computer software/ Licensing cost	Membership rights / Asset management rights	Total	Intangible assets under development	Total
Year ended March 31, 2024					
Gross carrying amount					
Deemed cost as at April 1, 2023	**39 790**	**75**	**39 865**	**1 264**	**41 129**
Additions	**6 050**	**-**	**6 050**	**1 363**	**7 413**
Disposals and transfers	**(545)**	**-**	**(545)**	**(690)**	**(1 236)**
Closing gross carrying amount	**45 295**	**75**	**45 370**	**1 937**	**47 307**
Accumulated amortisation	**30 317**	**75**	**30 392**	**-**	**30 392**
Amortisation during the year	**4 964**	**-**	**4 964**	**-**	**4 964**
Disposals and transfers	**(330)**	**-**	**(330)**	**-**	**(330)**
Closing accumulated depreciation	**34 951**	**75**	**35 026**	**-**	**35 026**
Net carrying amount as at March 31, 2024	**10 344**	**-**	**10 344**	**1 937**	**12 281**

16 Other non-financial asset (Considered good unless otherwise stated)

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Capital advances	**23 034**	23 107
Advance to vendors		
- Considered good	**6 714**	7 421
- Considered doubtful	**874**	971
Less: provision for doubtful advances	**(874)**	3 236
Prepaid expenses	**6 639**	1 175
Balance with VAT, Service tax and GST authorities	**18 694**	16 043
Repossessed assets held for sale	**500**	501
Less : Provision for impairment	**(632)**	-
Total	**54 949**	52 454

17 Trade Payable

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
- Total outstanding dues of micro enterprises and small enterprises (Refer table below)	**-**	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	**2 36 829**	1 87 583
Total	**2 36 829**	1 87 583

The information as required under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) has been determined to the extent such parties have been identified on the basis of information received from suppliers regarding their status under the said act as available with the Group and relied upon by the auditors, is as follows:

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Outstanding principal amount and interest due to suppliers registered under MSMED Act and remaining unpaid at the year end:		
- Principal amount	**-**	-
- Interest due thereon	-	-
Interest paid other than under section 16 of MSMED Act, to suppliers registered under MSMED Act, beyond the appointed day during the period.	-	-
Interest paid under section 16 of MSMED Act, to suppliers registered under MSMED Act, beyond the appointed day during the period.	-	-

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Amount of interest due and payable (where the principal has already been paid but interest has not been paid).	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act.	-	-

Ageing for Trade payable as on March 31, 2024 is as follows:

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	**-**	**-**	**-**	**-**	**-**
Others	**1 38 032**	**73 487**	**-31 664**	**56 974**	**2 36 829**
Disputed dues - MSME	**-**	**-**	**-**	**-**	**-**
Disputed dues - Others	**-**	**-**	**-**	**-**	**-**
Total Trade payable	**1 38 032**	**73 487**	**-31 664**	**56 974**	**2 36 829**

Ageing for Trade payable as on March 31, 2023 is as follows:

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	-	-	-	-	**-**
Others	1 84 059	396	865	2 263	**1 87 583**
Disputed dues - MSME	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	**-**
Total Trade payable	**1 84 059**	**396**	**865**	**2 263**	**1 87 583**

18 Other payable

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
- Total outstanding dues of micro enterprises and small enterprises	**-**	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	**1 629**	1 612
Total	**1 629**	1 612

19 Debt securities

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Debentures and bonds		
- Secured	**14 22 192**	14 22 100
- Unsecured	**1 63 404**	1 63 370
At fair value through profit and loss		
- Debentures (secured)	**50 463**	52 348
Total	**16 36 059**	16 37 818
Debt securities in India	**16 36 059**	16 37 818
Debt securities outside India	**-**	-
Total	**16 36 059**	16 37 818

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Security clause in respect to debentures

a) The Secured Non-Convertible Debentures of the Parent company aggregating to 14,85,456 lakh (Previous year: 14,85,456 lakh) are secured by way of first pari-passu mortgage/charge on the Parent Company's immovable property and on present and future book debts/business receivables of the Parent Company as specifically mentioned in the respective Trust Deeds and the asset cover has fallen below 100% of the principal amount of the said Debentures. Since the CIRP has commenced all steps are taken as provided under the Code.

b) The Secured Non-Convertible Debentures (Market Linked Debenture) of the Reliance Securities Limited (RSL) aggregating to ₹ 251 lakh (Previous year: ₹ 702 lakh) are 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 and a first charge on present and future non-current assets and current assets of RSL as specifically mentioned in the Trust deed and the asset cover thereof exceeds hundred percent of the principal amount of the said debentures.

c) The Secured Non-Convertible Market Linked Debentures (MLD) of the subsidiary viz. Reliance Financial Limited (RFL) ₹ 656 lakh (Previous year: ₹ 2,091 lakh) are secured by way of first ranking mortgage and charge over subsidiary Reliance Financial Limited's (RFL) Immovable property situated at 4th Floor, Tower C, Siddhi Vinayak Towers, Makarba, Ahmedabad, Gujarat 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.

d) Unsecured NCDs amounting to ₹ 1,63,404 lakh (Previous year: ₹ 1,63,370 lakh) are in respect to Tier II subordinate debts.

In view of the ongoing CIRP, Parent Company's liabilities towards the NCD holders are crystallised as at as on December 06, 2021 and will be dealt in accordance with the Code and the Approved Resolution Plan upon implementation.

Further, the trustee of parent Company have recalled all the NCDs and have submitted claim to the Administrator in terms of the Code and therefore the entire amount of NCDs of parent Company are considered as overdue as on March 31, 2024, irrespective of the original maturity dates.

Maturity profile and Rate of interest of Non-Convertible Debentures on the basis of original scheduled maturity payment dates are set out below

(₹ in lakh)

Rate of Interest	Overdue	2023-24	2024-25	2025-26	2026-27	2027-28	2028-29	2029-30	2030-31	Total
#	45 000	-	-	-	-	-	-	-	-	45 000
8.20%	7 500	-	-	-	-	-	-	-	-	7 500
8.25%	37 000	-	-	-	-	-	-	-	-	37 000
8.28%	21 500	-	-	-	-	-	-	-	-	21 500
8.32%	40 000	-	-	-	-	-	-	-	-	40 000
8.42%	1 400	-	-	-	-	-	-	-	-	1 400
8.47%	2 500	-	-	-	-	-	-	-	-	2 500
8.50%	48 000	-	-	-	-	-	-	-	-	48 000
8.65%	2 000	-	-	-	-	-	-	-	-	2 000
8.75%	62 100	-	-	-	-	-	-	-	-	62 100
8.80%	29 600	-	-	-	-	-	-	-	-	29 600
8.83%	1 00 000	-	-	-	-	-	-	-	-	1 00 000
8.85%	1 70 000	-	-	-	-	-	-	-	-	1 70 000
8.90%	50 000	-	-	-	-	-	-	-	-	50 000
8.93%	90 000	-	-	-	-	-	-	-	-	90 000
9.00%	1 50 000	-	-	-	-	-	-	-	-	1 50 000
9.05%	1 50 000	-	-	-	-	-	-	-	-	1 50 000
9.10%	-	-	-	-	22 904	-	-	-	-	22 904
9.12%	1 500	-	-	-	-	-	-	-	-	1 500
9.25%	15 600	-	-	-	-	-	-	-	-	15 600
9.32%	2 000	-	-	-	-	-	-	-	-	2 000
9.40%	1 50 000	-	-	-	-	-	-	-	-	1 50 000
9.42%	4 000	-	-	-	-	-	-	-	-	4 000
9.50%	500	-	-	-	-	-	-	-	-	500
9.65%	22 500	-	-	-	-	-	-	-	-	22 500
9.70%	1 500	-	-	-	-	-	-	-	-	1 500
9.80%	50 000	-	-	-	-	-	-	-	-	50 000

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(₹ in lakh)

Rate of Interest	Overdue	2023-24	2024-25	2025-26	2026-27	2027-28	2028-29	2029-30	2030-31	Total
9.85%	4 500	-	-	-	-	-	-	-	-	4 500
9.90%	57 500	-	-	-	-	-	-	-	-	57 500
9.95%	8 500	-	-	-	-	-	-	-	-	8 500
10.00%	1 000	-	-	-	-	-	-	-	-	1 000
10.05%	700	-	-	-	-	-	-	-	-	700
10.10%	1 05 500	-	-	-	-	-	-	-	-	1 05 500
10.15%	800	-	-	-	-	-	-	-	-	800
10.19%	15 500	-	-	-	-	-	-	-	-	15 500
10.20%	5 700	-	-	-	-	-	-	-	-	5 700
10.25%	4 000	-	-	-	-	-	-	-	-	4 000
10.28%	1 500	-	-	-	-	-	-	-	-	1 500
10.35%	16 000	-	-	-	-	-	-	-	-	16 000
10.40%	35 000	-	-	-	-	-	-	-	-	35 000
10.50%	6 000	-	-	-	-	-	-	-	-	6 000
10.60%	13 400	-	-	-	-	-	-	-	-	13 400
10.75%	34 200	-	-	-	-	-	-	-	-	34 200
MLD	48 248	-	-	-	907	-	-	-	-	49 155
Total	**16 12 248**	**-**	**-**	**-**	**23 811**	**-**	**-**	**-**	**-**	**16 36 059**

Zero coupon deep discount non convertible debentures.

20 Borrowings (other than debt securities)

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
At amortised cost		
Loan from banks / financial institution (secured)	**59 658**	62 458
Cash credit (secured)	**-**	-
Overdrafts from banks (secured)	**-**	-
Inter corporate deposits (secured)	**7 295**	7 295
Inter corporate deposits (unsecured)	**48 890**	48 890
Commercial Paper (unsecured)	**-**	-
Other loan (pass through certificates)	**-**	-
Total (A)	**1 15 843**	1 18 643
Borrowings in India	**1 15 843**	1 18 643
Borrowings outside India	**-**	-
Total (B)	**1 15 843**	1 18 643

Maturity profile basis of original scheduled maturity payment dates are set out below (Refer Note 60)

In view of the ongoing CIRP, Parent Company's liabilities towards the banks/ financial institutions are crystallised as on December 06, 2021 and its liabilities will be dealt in accordance with the Code and the Approved Resolution Plan upon implementation.

As the banks/ financial institutions had earlier recalled all the term loan and had submitted claim to the Administrator in terms of the Code. Therefore, the entire amount of banks/ financial institutions are considered as overdue as on March 31, 2024, irrespective of the original maturity dates.

Maturity profile of the group other than the Parent Company basis of original scheduled maturity payment dates are set out below:

Nature	Over Due	2023-24	2024-25	2025-26	2026-27	2027-28	Total
Loan from banks / financial institution	59 658	-	-	-	-	-	**59 658**
Cash Credit	-	-	-	-	-	-	**-**
Total	**59 658**	**-**	**-**	**-**	**-**	**-**	**59 658**

Securities for borrowings from banks:

a) The term loans from bank and financial institution aggregating to ₹ 59,658 lakh (Previous year: ₹ 62,458 lakh) are secured by pari passu first charge on all present and future book debts, receivables, bills, claims and loan assets of the Parent Company and its subsidiary.

b) Inter Corporate Deposit aggregating to ₹ 7,295 lakh (Previous year: ₹ 7,295 lakh) are secured by pari passu first charge on all present and future book debts, investment, and business receivables of the Parent Company.

21 Deposits

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
At amortised cost		
Security deposits lease	**385**	884
Total	**385**	884

The Group has not accepted any deposit from directors / key management personnel's. The deposits have not been guaranteed by directors or others. Also, the Group has not defaulted in repayment of deposits and interest thereon.

22 Subordinated liabilities

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Preference shares other than those qualified as Equity	**7 683**	7 705
Total	**7 683**	7 705
In India	**7 683**	7 705
Outside India	**-**	-

23 Other financial liabilities

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Interest accrued but not due on borrowings	**12 137**	12 108
Interest accrued but due on borrowings	**4 34 778**	4 34 778
Other payables	**1 42 658**	1 05 181
Unclaimed dividend*	**1 004**	1 285
Book overdraft	**21 986**	41 132
Security deposit Lease	**11 144**	3 426
Unclaimed amount of policy holders (including interest on unclaimed amount)	**13 009**	22 252
Insurance contract liabilities	**55 26 226**	48 65 677
Provision for linked liabilities	**-**	2 561
Funds for future appropriation	**50 412**	46 318
Claim outstanding	**18 842**	7 993
Total	**62 32 196**	55 42 711

*Does not include any amounts due and outstanding, which are liable to be transferred to the Investor Education and Protection Fund created pursuant to Section 125 of the Companies Act, 2013, except ₹ 35 lakh which have not been transferred to Investor Education and Protection Fund (IEPF) on account of various investor legal cases, and ₹ 329 lakh due for transfer on October 26, 2023, not transferred to IEPF due technical issues, was subsequently transferred on April 23, 2024.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

24 Provisions

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Employee benefits	**8 375**	15 786
Provision for financial guarantee obligation	**52 639**	74 158
Other reserves and provisions	**7 180**	7 147
Total	**68 194**	97 091

a) **Summary of ECL on Financial Guarantee Obligation by stage distribution**

(₹ in lakh)

Particulars	Stage 1	Stage 2	Stage 3	Total
March 31, 2024	**51 212**	**-**	**1 427**	**52 639**
March 31, 2023	**72 731**	-	**1 427**	74 158

25 Other non-financial liabilities

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Income and other amounts received in advance	**96 434**	93 473
Provision for expenses	**2 302**	2 074
Advance receipts from customers	**735**	1 563
Payable for employee benefits	**297**	251
Unallocated Premium	**72 657**	48 881
Statutory dues	**17 889**	13 393
Others	**2 663**	3 118
Total	**1 92 977**	1 62 753

26 Equity share capital

(₹ in lakh)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number	**₹**	Number	₹
Authorised shares				
Equity shares of ₹10 each	**30 00 00 000**	**30 000**	30 00 00 000	30 000
Preference shares of ₹10 each	**10 00 00 000**	**10 000**	10 00 00 000	10 000
Issued and subscribed				
Equity shares of ₹10 each	**25 40 53 108**	**25 405**	25 40 53 108	25 405
Paid-up				
Equity shares of ₹10 each	**25 27 08 902**	**25 271**	25 27 08 902	25 271
Add: Forfeited shares (amount originally paid up on 13,44,206 (previous year 13,44,206) equity shares of ₹10 each	**13 44 206**	**53**	13 44 206	53
Total		**25 324**		25 324

a) **Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year.**

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number	**₹**	Number	₹
Outstanding at the beginning of the year	**25 27 08 902**	**25 324**	25 27 08 902	25 324
Stock options exercised under the ESOS	**-**	**-**	-	-
Outstanding at the end of the year	**25 27 08 902**	**25 324**	25 27 08 902	25 324

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

b) Terms and rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

The dividend proposed if any, by the Board of Directors is subject to the approval of shareholders at the ensuing Annual General Meeting, except in case of interim dividend.

c) Shares reserved for issue under options

Information relating to the Reliance Capital Limited Employee Stock Option Scheme (ESOS), including details regarding options issued, exercised and lapsed during the year and options outstanding at the end of the reporting period is set out in note 40.

d) Details of shareholders holding more than 5% of the shares in the Company

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number	% holding	Number	% holding
Nil	-	0.00%	-	0.00%

e) As on March 31, 2024, NIL equity shares (Previous year 10 96 763 equity shares) are held by custodian against which depository receipts have been issued. Depository receipts were delisted on March 17, 2023 and settled on April 25, 2023.

f) Shareholding of promoter is as under:

Shares held by promoters at the end of the year

Sr. no.	Promoter name	No. of shares	% of total shares	% change during the year
1	Reliance Inceptum Private Limited	1 53 964	0.06	-
2	Reliance Infrastructure Consulting & Engineers Private Limited	17 75 991	0.70	-
3	Reliance Innoventures Private Limited	4 450	0.00	-
4	Ms. Tina A. Ambani	2 63 474	0.10	-
5	Mr. Jai Anmol A. Ambani	28 487	0.01	-

27 Other equity

(₹ in lakh)

Particulars		As at March 31, 2024	As at March 31, 2023
a)	**Capital reserve**	**9 879**	9 879
b)	**Capital redemption reserve**	**883**	883
c)	**Debenture redemption reserve**	**2 076**	2 076
d)	**Securities premium account**	**3 42 104**	3 42 104
e)	**General reserve**	**5 49 721**	5 49 721
f)	**Special reserve**		
g)	**Statutory reserve fund**	**1 98 648**	1 98 648
	Opening balance	**1 98 648**	1 98 648
	Add: Amount transferred from Statement of Profit and loss	**-**	-
	Closing balance	**1 98 648**	1 98 648
h)	**Surplus/(deficit) in the statement of profit and loss**		
	Opening balance	**(22 81 012)**	(30 84 387)
	Add: Additions transferred from statement of Profit and loss	**23 258**	(1 77 856)
	Less: Transfer to statutory reserve fund	**-**	-
	Less: Transfer to debenture reserve fund	**-**	-
	Add/(Less) : Changes during the year	**36 617**	9 81 231
	Closing balance	**(22 21 137)**	(22 81 012)
i)	**Treasury shares**	**160**	160

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(₹ in lakh)

Particulars		As at March 31, 2024	As at March 31, 2023
j)	**Rcap ESOP trust reserve**		
	Opening balance	**722**	722
	Add: Additions/(transfers) during the year	**(722)**	-
	Closing balance	**-**	722
k)	**Other Comprehensive Income**		
	Opening balance	**(55 034)**	(27 115)
	Add: Additions/(transfers) during the year	**34 635**	(27 919)
	Closing balance	**(20 399)**	(55 034)
	Total	**(11 38 065)**	(12 31 853)

Nature and purpose of reserve

a) **Capital reserve**

Capital Reserves are mainly the reserves created during business combination for the gain on bargain purchase. Includes ₹ 9,237 lakh (Previous year: ₹ 9,237 lakh) created pursuant to the Scheme of Amalgamation approved by High Court which shall for all regulatory and accounting purposes be considered to be part of the owned funds / net worth of the Group.

b) **Capital redemption reserve**

The capital redemption reserve is created by transferring nominal value of the owned equity shares purchased out of free reserves or securities premium. The reserve is to be utilised in accordance with the provisions of the Companies Act, 2013.

c) **Securities premium**

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

d) **General reserve**

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss. Includes ₹ 3,83,744 lakh (Previous year: ₹ 3,83,744 lakh) created pursuant to Schemes of Amalgamation approved by High Court.

e) **Statutory reserve fund**

Statutory reserve fund is created by transferring 20% of the profit for the year as per reserve bank of India guidelines for NBFC Companies. The Group yet to obtain RBI approval to release statutory reserve fund to retained earnings. Created pursuant to Section 45-IC of the Reserve Bank of India Act, 1934.

f) **ESOP trust reserve and Treasury shares**

Profit on sale of treasury shares by ESOP trust is recognised in Esop trust reserve.

g) **FVOCI equity investments**

Other Comprehensive Income

The Group has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity. The Group transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

28 Interest income

On financial assets measured at amortised costs:

(₹ in lakh)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Loans	**87**	5 490
Investments	**3 26 129**	2 74 002
Fixed Deposits and others	**2 502**	5 939
Total	**3 28 718**	2 85 431

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

29 Dividend income

(₹ in lakh)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Investments	**11 659**	9 989
Total	**11 659**	9 989

30 Fees and commission income

(₹ in lakh)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Processing fees	**-**	10
Brokerage, commission and fees	**1 02 738**	85 956
Total	**1 02 738**	85 966

31 Net gain on fair value changes

(₹ in lakh)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Realised	**1 06 632**	2 70 113
Unrealised	**1 45 424**	(3 06 306)
Total	**2 52 056**	(36 193)

32 Other operating income

(₹ in lakh)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Profit on trading of shares and securities (net)	**-**	-
Net gain on derecognition of financial instruments under amortised cost category	**98**	147
Rent	**(23)**	2 347
Bad Debts recovered	**-**	-
Other	**137**	2 516
Total	**212**	5 010

33 Other income

(₹ in lakh)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Management Fee	**(145)**	(955)
Sundry Credit Balance written off	**1**	3 004
Miscellaneous income	**19 770**	25 555
Total	**19 626**	27 604

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

34 Finance cost

(₹ in lakh)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
On financial liabilities measured at amortised cost:		
Inter corporate deposits	**53**	6 114
Bank overdrafts	**-**	-
Bank loans-long term and short term	**-**	8 698
Debentures	**2 858**	13 697
Preference shares	**-**	(25)
Discount on commercial papers	**-**	1 451
Amortised brokerage	**-**	-
Others	**876**	690
On financial liabilities measured at FVTPL:		
Debentures	**92**	(683)
Total	**3 879**	29 942

35 Fees and commission expense

(₹ in lakh)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Commission expenses	**2 01 802**	76 076
Other fees	**19**	546
Total	**2 01 821**	76 622

36 Impairment on financial instruments

(₹ in lakh)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
On financial instruments measured at amortised cost:		
Loans	**31 877**	44 425
Investments	**90**	19
Others	**22 170**	1 07 088
Total	**54 137**	1 51 532

37 Employee benefits expenses

(₹ in lakh)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Salaries and wages	**1 55 232**	1 44 983
Contribution to provident and other funds	**8 480**	7 185
Share based payments to employees	**73**	288
Staff welfare expenses	**2 798**	2 511
Others	**1 895**	1 788
Total	**1 68 478**	1 56 755

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

38 Other expenses

(₹ in lakh)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Change in Reserve for unexpired risk	**8 354**	25 579
Bank charges	**4 926**	3 457
Rent	**4 381**	5 967
Rates and taxes	**1 764**	296
Repairs and maintenance	**9 702**	9 250
Electricity	**1 089**	1 056
Insurance	**213**	229
Travelling and conveyance	**6 010**	5 654
Communication costs	**2 896**	2 599
Legal and professional fees	**10 657**	10 739
Auditors' remuneration	**253**	258
Sales and marketing expenses	**53 601**	1 44 961
Directors' sitting fees	**148**	137
Loss on sale of fixed asset/repossessed assets	**(3)**	51
Corporate social responsibility	**780**	669
Coinsurance expenses (net)	**561**	381
Profit attributable to Participating Policyholders of Life Insurance business	**-**	-
Miscellaneous expenses	**35 382**	38 191
Total	**1 40 714**	2 49 474

a) Breakup of Auditors' remuneration

(₹ in lakh)

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
Audit fees	220	224
Certification charges and other reimbursement	33	34
Total	**253**	**258**

39 Contribution for corporate social responsibility (CSR)

As per Section 135 of the Companies Act, 2013 (the "Act"), the Subsidiaries are under obligation to incur ₹ 780 lakh (Previous year ₹ 669 lakh) and has incurred the same in cash, being 2% of the average net profit during the three immediately preceding financial years, calculated in the manner as stated in the Act towards Corporate Social Responsibility, inter-alia, through nonprofit centres engaged in the provision of health care and education for the purpose other than construction / acquisition of asset. However, during the year 2022-23, the Parent Company was not required to spend on CSR activities.

40 Employee share based payments

a) Employee stock option scheme (equity settled)

The Parent Company introduced ESOP 2015 which covers eligible employees of The Parent Company and its subsidiaries. The vesting of the options is from expiry of one year till five years as per Plan. Each Option entitles the holder thereof to apply for and be allotted/transferred one Equity Share of The Parent Company upon payment of the exercise price during the exercise period.

Details of scheme of Employee Stock Option Plans are as under :

	ESOS 2015
Date of Grant	October 15, 2015
Price of Underlying Stock	396
Exercise Price	396

* In terms of the provisions of the ESOS, exercise price of ₹ 396 has been adjusted to ₹ 296, on account of corporate action for demerger of Real Estate Lending Business of The Parent Company, in line with the difference in the volume weighted average price of the Equity Shares of The Parent Company on the National Stock Exchange of India Limited on pre and post demerger date.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

The fair value of the options granted was estimated on the date of grant using the Black Scholes Model with the following assumptions:

Risk Free Interest Rate	7.51%- 7.56%
Expected Dividend Yield	2.28%
Expected Life (years)	4.51 to 6.51
Expected Volatility	44.61% to 46.39%
Weighted Average Fair Value (₹)	565

The information covering stock options granted, exercised, forfeited and outstanding at the year end is as follows: (As certified by the management)

Particulars	Year Ended March 31, 2024		Year Ended March 31, 2023	
	Average exercise prices	Number of option	Average exercise prices	Number of option
Outstanding at the beginning of the year	296	61 090	296	69 530
Granted during the year	-	-	-	-
Exercised during the year	-	-	-	-
Forfeited / Lapsed / Expired during the year	-	61 090	-	8 440
Outstanding at the end of the year	**-**	**-**	**296**	**61 090**
Vested and exercisable	-	-	296	61 090

The weighted average share price at the date of exercise of options exercised during the year ended March 31, 2024 was ₹ 296 (Previous year: ₹ 296).

Share options outstanding at the end of the year have the following expiry date and exercise price:

Grant date	Expiry date	Exercise price	Outstanding as at March 31, 2024	Outstanding as at March 31, 2023
October 15, 2015	October 15, 2023	296	-	61 090
Total			-	61 090

b) **Fair value of options granted**

The fair value at grant date is determined using the Black Scholes Model which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

The options granted for no consideration and will vest upon the completion of service condition as specified in scheme in graded manner. Vested options are exercisable for the period of five years after the vesting.

The expected price volatility is based on the historic volatility (based on the remaining life of the options), adjusted for any expected changes to future volatility due to publicly available information.

41 Leases

As a lessor

Details of Future Minimum Lease Receivables are as under : (₹ in lakh)

Particulars	2023-24	2022-23
Not later than one year	-	-
Later than one year and not later than five years	-	-
later than five years	-	-

As a lessee

Changes in carrying value of right of use assets for the period ended March 31, 2024 : (₹ in lakh)

Particulars	2023-24	2022-23
Opening Balance	**4 893**	5 452
Additions	**7 771**	1 855
Interest expense	**-**	-
Payment of lease liabilities	**(2 655)**	(2 414)
Closing Balance	**10 009**	4 893

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Interest Expense on lease liability and movement in lease liabilities for the period ended March 31, 2024 :

(₹ in lakh)

Particulars	2023-24	2022-23
Opening Balance	**5 885**	6 132
Additions	**6 588**	1 775
Interest expense	**704**	569
Payment of lease liabilities	**(3 191)**	(2 591)
Closing Balance	**9 986**	5 885

Maturity Analysis of Lease Liabilities as on March 31, 2024 :

(₹ in lakh)

Particulars	2023-24	2022-23
Not later than one month	**2 014**	1 513
Later than one year and not later than five years	**6 631**	3 114
Later than five year	**883**	1 336

Total Cash outflow on account of lease liabilities for the period ended March 31, 2024 amounts to ₹ 2,427 lakh

Expense pertaining to short term leases (i.e having lease period of less than 12 months) amounts to ₹ 2,437 lakh

42 Basic and diluted earnings per share

The computation of earnings per share is set out below:

(₹ in lakh)

Particulars		2023-24	2022-23
a)	Amounts used as the numerators		
	Net loss after tax	**44 165**	(1 75 941)
b)	Weighted average number of equity shares (Nos.)	**25 11 08 902**	25 11 08 902
c)	Basic earnings per share of face value ₹ 10 each (₹)	**17.59**	(70.07)
d)	Diluted earnings per share of face value ₹ 10 each (₹)	**17.59**	(70.07)

43 Income tax

a) **The components of income tax expense for the years ended March 31, 2024 and March 31, 2023 are:**

(₹ in lakh)

Particulars	2023-24	2022-23
Current tax	**12 196**	10 512
Adjustment in respect of current income tax of prior years	**-**	-
Deferred tax	**(7 660)**	2
Total	**4 536**	10 514

b) **Reconciliation of the total tax charge**

(₹ in lakh)

Particulars	2023-24	2022-23
Profit / (Loss0 before tax to taxable profit or loss	**48 701**	(1 65 427)
Income Tax on above	**17 018**	(57 807)
Effect of expenses that are deductible in determining taxable profit	**7 522**	67 862
Tax losses on which no deferred tax has been recognised	**178**	409
Effect of expenses that are deductible in determining taxable profit	**(7 155)**	-
Effect of Income which are exempt from tax	**-**	-
Other adjustments	**(13 026)**	50
Income Tax expense charged to Statement of Profit and Loss	**4 536**	10 514

Note: As a matter of prudence the group has not to recognise deferred tax assets (net).

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

c) **Tax Losses and Credits**

(₹ in lakh)

Particulars	2023-24	2022-23
Unutilised brought forward losses on which no deferred tax asset has been recognised*	**13 55 993**	9 61 996
Unutilised MAT Credit Entitlement on which no deferred tax asset has been recognised	**29 157**	29 157

Note:

The unabsorbed tax losses has been considered to the extent of amount determined and claimed in the income tax returns filed with the Income Tax Authorities

44 Contingent liabilities and commitments (as certified by the management)

Contingent liabilities and capital commitments of the Parent Company and its subsidiaries are as follows:

(₹ in lakh)

Particulars		2023-24	2022-23
Contingent liabilities			
I)	Guarantees to Banks and Financial Institutions	**2 86 099**	2 86 099
ii)	Claims against the Group not acknowledge as debt	**-**	-
iii)	Dividend on Preference Shares	**19**	-
iv)	Others	**1 15 110**	1 10 546
Commitments			
I)	Estimated amount of contracts remaining executed on capital account (net of advances)	**12 785**	9 008
ii)	Commitments made and outstanding for investments	**7 293**	1 660

Claims against the Parent Company not acknowledge as debt include income tax claims for the AY 2016-17 of ₹ 237 lakh. The parent company has filed for appeal and rectification request against the demand raised by income tax authorities. In past same demand has been cancelled by the higher authorities, hence the parent Company does not expect any liability against the same.

Pursuant to the admission and commencement of CIRP of the Parent Company under Insolvency and Bankruptcy Code, 2016 (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 shall be determined during the CIRP.

Share of Company in contingent liabilities and capital commitments of an associate are as follow:

(₹ in lakh)

Particulars		2023-24	2022-23
Contingent liabilities			
i)	Guarantees to Banks and Financial Institutions	**-**	25
iii)	Claims against the associates not acknowledge as debt	**144**	514
Commitments			
i)	Estimated amount of contracts remaining executed on capital account (net of advances)	**5**	832
ii)	Undrawn Committed Credit lines	**-**	8 377

45 Additional reconciliation required under Ind AS 104

A Related to General Insurance Business

Reinsurance assets

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Recoverable at the beginning of the year	**6 34 578**	5 77 683
Recoveries for the year		
Outstanding claims reserve	**22 535**	(1 078)
IBNR	**35 580**	33 947
Unearned premium	**47 113**	24 026
Premium deficiency reserve	-	-
Others (to be specified)	-	-
Recoverable at the end of the year	**7 39 806**	6 34 578

Insurance contract liabilities

(₹ in lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
Gross Liability at the beginning of the year	**19 72 416**	17 26 659
Add/(Less)		
Change in outstanding claims reserve	**38 349**	13 708
Change in IBNR	**1 20 609**	1 82 444
Change in unearned premium	**55 462**	49 605
Unwinding of the discount / Interest credited	**-**	-
Change in provision for premium deficiency	**-**	-
Others (to be specified)	**-**	-
Recoverable at the end of the year	**21 86 836**	19 72 416

B Related to Life Insurance Business

Investment Contract Liabilities

(₹ in lakh)

Particulars	2023-24				2022-23			
	With DPF	Linked Business	Others	Total	With DPF	Linked Business	Others	Total
At the beginning of the year	**6 626**	**39 692**	-	**46 318**	5 842	42 165	-	48 007
Additions								
Premium	**1 748**	**1 680**	-	**3 428**	258	3 008	-	3 266
Interest and bonus credited to policy holders	**367**	**7 177**	-	**7 544**	288	1 503	-	1 792
Others - Unrealised gain & loss	(55)	**-**	-	**(55)**	**(62)**	**-**	**-**	**(62)**
Deductions								
Withdrawals / Claims	**267**	**6 860**	-	**7 127**	480	6 448	-	6 929
Fee Income and Other Expenses	(47)	**466**	-	**419**	45	536	-	581
Others	(723)	**-**	-	(723)	(825)	-	-	(825)
At the end of the year	**9 189**	**41 223**	-	**50 412**	6 626	39 692	-	46 318

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Insurance contracts liabilities

2023-24 (₹ in lakh)

Particulars	With DPF				Without DPF (Non-Par)				Total
	VIP	Linked	Non-Linked	Total	VIP	Linked	Non-Linked	Total	
Gross Liability at the beginning of the year Add/(Less)	36 980	-	724 327	761 306	0	662 020	1 544 609	2 206 629	2 967 935
Methodology/ Modelling Change	-	-	(62)	(62)	3	-	(96)	(93)	(155)
Expected Change in existing business liabilities	-	-	-	-	-	-	-	-	-
Premium	2 009	-	84 635	86 644	-	76 812	266 948	343 760	430 404
Insurance Liabilities released	-	-	-	-	-	-	-	-	-
On completion of the insurance contracts	(0)	-	(35 905)	(35 905)	-	(26 567)	(11 194)	(37 761)	(73 666)
On surrender of the insurance contracts	(684)	-	(6 997)	(7 681)	-	(70 060)	(28 119)	(98 179)	(105 861)
On lapsation of the insurance contracts	(464)	-	(485)	(949)	-	4 270	(6 099)	(1 830)	(2 778)
Others	(158)	-	(1 823)	(1 981)	-	(1 589)	(2 667)	(4 256)	(6 237)
Unwinding of discount rate	4	-	34 175	34 179	0	138 151	70 938	209 089	243 268
Release of zeroisation/surrender value floor	(210)	-	32	(178)	(0)	7 332	(435)	6 898	6 720
Impact due to assumption changes	-	-	-	-	-	-	-	-	-
Economic assumptions	(10)	-	(874)	(885)	-	(1)	(2 736)	(2 737)	(3 621)
Operating assumptions	42	-	11 583	11 625	0	7	5 351	5 358	16 983
Variance between actual and expected experience	-	-	-	-	-	-	-	-	-
Economic assumptions	-	-	-	-	-	-	-	-	-
Operating assumptions	-	-	-	-	-	-	-	-	-
Change in Undistributed Participating Policyholders surplus	-	-	-	-	-	-	-	-	-
Opening Balance	-	-	40 666	40 666	-	-	-	-	40 666
Amount utilised during the year	-	-	(26 184)	(26 184)	-	-	-	-	(26 184)
Amount Credited during the year	-	-	32 557	32 557	-	-	-	-	32 557
Closing Balance	-	-	47 039	47 039	-	-	-	-	47 039
Provisions in respect of new business	325	-	3 622	3 947	-	24 042	20 395	44 437	48 384
Other Movements	-	-	-	-	-	-	-	-	-
Change in any global reserves	(603)	-	(1 293)	(1 896)	-	(171)	(1 222)	(1 393)	(3 289)
Change in benefit on account of bonus changes	-	-	-	-	-	-	-	-	-
Change due to policy alterations	-	-	-	-	-	-	-	-	-
Others	2 533	-	(55 572)	(53 039)	(0)	(43 236)	(32 827)	(76 064)	(129 103)
Gross Liability at the end of the year	39 763	-	849 441	889 204	3	771 009	1 822 844	2 593 857	3 483 061
Reinsurance Asset at the end of the year	-	-	-	-				-	-
Net Liability	**39 763**	**-**	**849 441**	**889 204**	**3**	**771 009**	**1 822 844**	**2 593 857**	**3 483 061**

2022-23 (₹ in lakh)

Particulars	With DPF				Without DPF (Non-Par)				Total
	VIP	Linked	Non-Linked	Total	VIP	Linked	Non-Linked	Total	
Gross Liability at the beginning of the year Add/(Less)	37 010	-	598 918	635 928	0	652 485	1 297 858	1 950 343	2 586 271
Methodology/ Modelling Change	(0)	-	50	50	-	(0)	(94)	(94)	(44)
Expected Change in existing business liabilities	-	-	-	-	-	-	-	-	-
Premium	2 054	-	85 917	87 971	-	78 410	232 917	311 328	399 298
Insurance Liabilities released	-	-	-	-	-	-	-	-	-
On completion of the insurance contracts	(1)	-	(30 175)	(30 177)	-	(12 615)	(8 544)	(21 158)	(51 335)
On surrender of the insurance contracts	(957)	-	(7 257)	(8 214)	-	(49 791)	(27 960)	(77 751)	(85 964)
On lapsation of the insurance contracts	(616)	-	(535)	(1 151)	-	1 453	(5 465)	(4 012)	(5 163)
Others	(157)	-	(1 791)	(1 949)	-	(1 815)	(2 293)	(4 107)	(6 056)
Unwinding of discount rate	4	-	34 175	34 179	0	4 400	70 938	75 338	109 517
Release of zeroisation/surrender value floor	(322)	-	(15)	(337)	(0)	10 508	10	10 518	10 180
Impact due to assumption changes	-	-	-	-	-	-	-	-	-
Economic assumptions	(10)	-	(965)	(975)	-	(6)	(2 351)	(2 357)	(3 332)
Operating assumptions	8	-	13 571	13 579	0	(11)	8 745	8 734	22 313
Variance between actual and expected experience	-	-	-	-	-	-	-	-	-
Economic assumptions	-	-	-	-	-	-	-	-	-
Operating assumptions	-	-	-	-	-	-	-	-	-
Change in Undistributed Participating Policyholders surplus	-	-	-	-	-	-	-	-	-
Opening Balance	-	-	39 313	39 313	-	-	-	-	39 313
Amount utilised during the year	-	-	(25 567)	(25 567)	-	-	-	-	(25 567)
Amount Credited during the year	-	-	26 920	26 920	-	-	-	-	26 920
Closing Balance	-	-	40 666	40 666	-	-	-	-	40 666
Provisions in respect of new business	1 933	-	2 409	4 342	-	35 605	35 027	70 632	74 974
Other Movements	-	-	-	-	-	-	-	-	-
Change in any global reserves	(736)	-	(476)	(1 212)	-	238	(2 062)	(1 824)	(3 036)
Change in benefit on account of bonus changes	-	-	-	-	-	-	-	-	-
Change due to policy alterations	-	-	-	-	-	-	-	-	-
Others	(1 229)	-	(50 831)	(52 060)	(0)	(56 842)	(52 118)	(108 960)	(161 020)
Gross Liability at the end of the year	36 980	-	724 327	761 306	0	662 020	1 544 609	2 206 629	2 967 935
Reinsurance Asset at the end of the year	-	-	-	-	-	-	-	-	-
Net Liability	**36 980**	**-**	**724 327**	**761 306**	**0**	**662 020**	**1 544 609**	**2 206 629**	**2 967 935**

46 Going Concern

(a) 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 Parent Company and appointed Shri Nageswara Rao Y as the Administrator ("Administrator") of the Company under Section 45-IE (2) of the RBI Act. Further, in terms of Section 45-IE(4)(b) all the powers, functions and duties, which may, by or under the provisions of the RBI Act or any other law for the time being in force, be exercised and discharged by or on behalf of the Board of Directors of the Parent Company or by a resolution passed in general meeting of the Parent Company, shall, until the Board of Directors of the Company is reconstituted, be exercised and discharged by the Administrator.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

Thereafter RBI vide press release dated November 30, 2021 in exercise of its powers conferred under Section 45-IE (5) of RBI Act constituted a three-member Advisory Committee to assist the Administrator in the discharge of his duties. The Advisory Committee was dissolved by RBI with effect from February 27, 2024.

In terms of Section 25(2)(d) of the Insolvency and Bankruptcy Code, 2016, read with the rules and regulations framed there under and amended from time to time (the "Code") the Administrator appointed Deloitte India Insolvency Professionals LLP and AZB & Partners as Process and Legal advisors, respectively to assist him in completion of the CIRP of the Parent Company.

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 the Code. Further, CIRP was initiated against the 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 the Parent Company as required under the provisions of the Code and declared a moratorium.

The Administrator of the Parent Company 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 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 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. The MC comprises of (a) three representatives nominated by IIHL; (b) three representatives nominated by the Financial Creditors and (c) the Administrator. The Administrator is the Chairperson of the MC.

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 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.

(b) Reliance Capital Pension Fund Limited during FY 2019-20, had gone for voluntary withdrawal of the certificate of registration granted by the Pension Fund Regulatory and Development Authority (PFRDA) vide dated June 04, 2019. The PFRDA vide letter dated July 31, 2019 and November 15, 2019 approved the deregistration. Hence on account of this, the books of account have not been prepared on basis of going concern basis. The assets and liabilities are accounted for at their realisable value.

(c) Reliance Money Precious Metals Private Limited, Reliance Money Solutions Private Limited, Reliance Wealth Management Limited, Reliance Corporate Advisory Services Limited, Reliance Exchangenext Limited, Quant Capital Private Limited, Quant Broking Private Limited, Quant Securities Private Limited and Quant Investment Services Private Limited the accumulated losses of these companies as at March 31, 2024 exceed paid up capital resulting in an erosion of its capital. However, in view of ongoing CIRP of the Parent Company, the accounts have been prepared on 'Going Concern' basis.

(d) From the above, there are material uncertainties that may cast significant doubt on the Group's ability to continue as a Going Concern. However, the Parent Company is in the CIRP and Administrator has been appointed. Administrator,(exercising same powers as Resolution Professional under the Code), under section 20 of the Code, to manage the operations of the Parent Company as a going concern. Accordingly, the Statement of the Group for the year ended March 31, 2024 have been prepared on going concern assumptions.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

47 a) 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 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 the 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:

(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 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 the Company in review of the financial results as well as the certifications, representations and statements made by the KMPs of the Parent Company, in relation to these financial results The statement of financial results of the 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 the Parent Company as of the dates and period indicated therein.

b) Pursuant to the admission and commencement of CIRP of the Parent Company under the Code 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 Parent Company.

c) In view of ongoing CIRP, the Parent Company has provided for the interest expense which may be applicable on the financial debts upto the Insolvency Commencement Date i.e. December 06, 2021 and accordingly, interest expense pertaining to the year ended March 31, 2024 amounting to ₹ 1,60,085 lakh and the aggregate interest expense of ₹ 3,70,007 lakh for the CIRP period from December 07, 2021 to March 31, 2024 have not been provided.

d) As per the provisions of the Code, the fair value and liquidation value of the assets of the 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 the 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, 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.

e) The Administrator of the 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 the 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 the 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. The 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.

48 a) One of the previous auditor of the Parent Company after resigning from the office in June 2019 submitted a report under Section 143(12) of the Act with the Ministry of Corporate Affairs for matters relating to FY 2018-19. The Company has examined the matter and appointed legal experts, who independently carried out an in-depth examination of the matters and issues raised therein and have concluded that there was no matter attracting the provisions of Section 143(12) of the Act. The matter is under consideration with the Ministry of Corporate Affairs.

b) 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 ₹ 20,000 lakh towards fresh issue of 97,56,097 fully paid up equity shares of RGICL.

c) 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) ₹ 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”.

(ii) 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 ₹ 55,706 lakh i.e. the value of Balance Subject Shares as on Effective Date.

49 In case of Reliance Home Finance Limited (RHFL):

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.

50 In case of Reliance General Insurance Company Limited (RGICL)

a) **Basis used for determining IBNR / IBNER and Valuation of Liabilities as at March 31, 2024**

The liability for IBNR and IBNER as at March 31, 2024 has been estimated by Appointed Actuary as per the IRDA circular no. 11/IRDA/ACTL/IBNR/2005-06 dated 08th June, 2005 and Insurance Regulatory and Development Authority of India (Assets, Liabilities and Solvency Margin of General Insurance Business) Regulations, 2016 and any subsequent amendments there of.

For all lines of business, the estimation was carried out using past trends in the claims experience as indicated by paid claims chain ladder and incurred claims chain ladder approach.

Bornhuetter - Ferguson, Frequency - Severity and Expected Ultimate Loss Ratio method of estimation was also applied for some lines as considered appropriate by the Appointed Actuary.

b) **Terrorism Pool**

In accordance with the requirements of IRDAI, the company together with other insurance companies participates in the Terrorism Pool. This pool is managed by the General Insurance Corporation of India (GIC). Amount collected as terrorism premium in accordance with the requirements of the Tariff Advisory Committee (TAC) are ceded at 100% of the terrorism premium collected to the Terrorism Pool.

In accordance with the terms of the agreement, GIC retrocede to the company, terrorism premium to the extent of the RGICL’s share in the risk which is recorded as reinsurance accepted. Such reinsurance accepted is recorded based on quarterly statements received from GIC. The reinsurance accepted on account of terrorism pool has been recorded in accordance with the latest statement received from GIC.

RGICL has created liability to the extent of 50% of premium retro ceded to the company through reserve for unexpired risks.

c) **India Nuclear Insurance Pool**

In View of the passage of the civil liability for Nuclear Damage Act, 2010, GIC Re as Indian Reinsurer initiated the formation of the India Nuclear Insurance Pool (INIP) along with other domestic non-life insurance companies by pooling the capacity to provide insurance cover for nuclear risks. INIP is an unregistered reinsurance arrangement among its members i.e. capacity providers without any legal entity. GIC Re & 11 other non-life insurance companies are founder members with their collective capacity of ₹ 1,50,000 lakh. GIC Re is also appointed as the pool manager of the INIP. The business underwritten by the INIP will be retroceded to all the member companies including GIC Re in proportion of their capacity collated. Out of the total capacity of ₹ 1,50,000 lakh of the INIP the capacity provided by the Company is ₹ 20 Lakh.

In accordance with the terms of the agreement, GIC Re retrocede to the company to the extent of the company's share in the risk which is recorded as reinsurance accepted based on the half yearly statements received from GIC Re.

d) **Contribution to Environment Relief Fund**

For the year ended March 2023, the Company had collected ₹ 23 Lakh (Previous year ₹ 18 Lakh) towards Environment Relief Fund (ERF) for public liability policies and an amount of ₹ 23 Lakh (Previous year ₹ 18 Lakh) transferred to "United India Insurance Company Limited, Environment Fund Account" as per Notification of ERF scheme under the public liability Insurance Act, 1991 as amended, balance amount of ₹ 1 Lakh (Previous year ₹ 1 Lakh) is shown under current liabilities.

e) **Contribution to Solatium Fund**

In accordance with the requirements of the IRDAI circular dated March 18, 2003 and based on recommendations made at the General Insurance Council meeting held on February 4, 2005 and as per letter no. HO/MTD/Solatium Fund/2010/482 dated July 26, 2010 from the New India Assurance Co. Ltd (Scheme administrator),the Company has provided 0.1% of gross written premium on all motor third party policies (excluding reinsurance premium accepted on motor third party for commercial vehicles) towards contribution to the solatium fund.

f) Reliance Health Insurance Limited (RHIL) had transferred all the Investments and balance lying in cash and bank account to the RGICL on the appointed date, in compliance with the order issued by the Authority via Order no. IRDA/F&A/ORD/SOLP/200/11/2019 dated November 6, 2019. From the appointed date, RGICL has complied with directions issued by the Authority and has administrated funds received from RHIL.

51 In case of Reliance Nippon life Insurance Company Limited (Rlife)

Change in liability measurement for investment contracts without discretionary participation features (DPF)

Investment contracts without DPF are not accounted for through the Statement of Profit or loss except fee income, but are accounted for directly through the statement of financial position as an adjustment to the investment contract liability.

The majority of the Company's contracts classified as investment contracts with DPF are unit-linked contracts and are measured at fair value.

The liability's fair value is determined in accordance with Ind AS 109 and Ind AS 113, which is the amount for which the liability could be transferred in an orderly transaction between market participants at the measurement date. For unit-linked contracts, the fair value liability is equal to the current unit fund value, including any unfunded units.

52 In case of Quant Capital Private Limited (QCPL) and its subsidiaries

a) The two subsidiaries of QCPL i.e. Quant Broking Private Limited (QBPL) and Quant Securities Private Limited (QSPL) has collected stamp duty on account of its statutory obligation towards transactions entered on various segments in the state of Tamilnadu. The subsidiaries has not deposited the same since in its opinion the same is not payable which is disputed by the State. The matter is pending with The Honourable High Court, Tamilnadu. In the interim the amount so collected is reflected under Statutory Liability. The aggregate amount outstanding is ₹ 1,221 lakh (previous year: ₹ 1,221 lakh).

b) Quant Transactional Services Private Limited (Plaintiffs) has filed a Suit in Honourable High Court against the QCPL subsidiary Quant Broking Private Limited (QBPL) U/s 6 of Specific Relief Act, 1963 and has claimed that the QCPL and its subsidiaries has forcefully dispossessed the Plaintiffs from the Goregaon Premises and taken over the possession of the fixed assets. The interim relief claimed in Notice of Motion was repossession of the premises and inventory of the fixed assets. However, the Honourable High Court of Bombay has not granted any Interim Relief and Suit and Notice of Motion is pending hearing and for final disposal.

c) Mr. Adil Patrawala has filed a Petition u/s 397 and 398 of Companies Act, 1956 against the Quant Capital Private Limited (QCPL) claiming mismanagement in the affairs of the Company and oppression on the Minority Shareholder. The said Petition is pending hearing for the final disposal. There were certain Ad Interim reliefs claimed which were not granted by Hon'ble Company Law Board except one relief i.e. Mr. Adil Patrawala's holding in Quant Capital Private Limited cannot be diluted. The matter is now pending with National Company Law Tribunal.

d) Quant Capital Private Limited (QCPL) has filed Summary Suit against Quant Transactional Services Private Limited (QTSPL) for recovery of outstanding dues amounting to ₹ 933 lakh. The Notice of Motion was filed in the said Suit claiming Ad interim relief praying lien over the Assets of QTSPL which High Court has denied. Both notice of motion and Suit are pending hearing and final disposal.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

e) The management of Quant Securities Private Limited (QSPL) has taken the conscious call of surrendering the broking licenses with BSE and NSE. however, acceptance of the request is still pending. Further, the company vide its board meeting dated 17.03.2018 has decided to discontinue its present business operations and would endeavour to explore other business opportunities. The intention of the management is not to wind up the company. However approval being pending from NSE and BSE, accordingly the QSPL has prepared the financial statements applicable as per the MCA notification dated October 11, 2018.

53 In case of Reliance Exchangenext Limited (RNext)

As per share sale & purchase agreement dated October 13, 2010 between India bulls Financial Services Limited ("IBFSL") and Reliance Exchangenext Limited ('the Company'), the Company had acquired 5,20,00,000 equity shares of Indian Commodity Exchange Limited ('ICEX') from the IBFSL, at a purchase price of ₹ 4,735 lakh which represents 26% stake in the of ICEX on December 13, 2010.

Pursuant to the ICEX application, Government of India and Forward Markets Commission granted their approval vide their letters dated September 23, 2010 & October 04, 2010, respectively, for the said transfer by IBFSL to the Company. The aforesaid approval from Government of India and Forward Markets Commission are subject to the following conditions: -

(a) that three years lock-in period condition shall apply to the Company, anchor investor, the Company afresh with effect from the date of Government approval, i.e., September 23, 2010;

(b) that in case MMTC Ltd., which now becomes co-anchor investor, exercises its right to stake a claim to 14% in the Exchange from IBFSL in pursuance to its right to first refusal, IBFSL will be bound to transfer its remaining 14% to MMTC Ltd. at the same price at which it has been offered to the Company.

On October 21, 2011, MMTC Ltd. submitted a petition before the Company Law Board (CLB), New Delhi, in terms of Sections 397, 398, 402 and 403 of the Companies Act, 1956, seeking declaration of the aforesaid transfer of shares as void, injunction and investigation into the affairs of the ICEX and appointment of Administrative Special Officer, Auditor, etc.

Subsequently, the ICEX has submitted its response to the aforesaid petition before the Honourable Company Law Board on February 10, 2012 refuting and denying the purported allegations against it. Subsequently, on February 11, 2014, MMTC has provided an affidavit to CLB stating that they are contemplating withdrawal of the Petition and taking required steps in that directions. The matter is under consideration by the Company Law Board. Any future financial impact on the financial statements is contingent upon the final order by the appropriate authority.

The Company responded to the petition, challenging the maintainability of the petition filed by MMTC Limited before the Hon'ble Company Law Board. Subsequently the Company has submitted its response to the aforesaid petition before the Hon'ble Company Law Board on February 10, 2012 refuting and denying the purported allegations against the exchange. MMTC on January 19, 2016 sold 10% of its stake in Exchange to outside investors at ₹ 10 per share (including premium of ₹ 5 per share).

54 Segment Reporting

The Group is organised into following reportable segments referred to in Ind AS 108 ‘ Operating Segment’

(₹ in lakh)

Particulars	Year	Finance & Investments	General Insurance	Life Insurance	Commercial Finance	Others	Elimination	Total
Revenue								
External	2023-24	20 450	14 47 010	9 55 254	-	21 653	-	24 44 367
	2022-23	(42 874)	12 34 637	6 78 377	34 639	26 516		19 31 295
Internal	2023-24	1 406	1 350	242	-	231	(3 229)	-
	2022-23	1 589	1 018	209	-	549	(3 365)	-
Total Revenue	2023-24	21 856	14 48 360	9 55 496	-	21 884	(3 229)	24 44 367
	2022-23	(41 285)	12 35 655	6 78 586	34 639	27 065	(3 365)	19 31 295
Results								
Segment Results - Profit / (Loss) before tax	2023-24	(35 856)	51 063	31 892	-	1 603		48 702
	2022-23	(2 00 629)	31 217	4 369	(1 825)	1 441	-	(1 65 427)
Unallocated Expenses	2023-24	-	-	-	-	-	-	-
	2022-23	-	-	-	-	-	-	-
Profit / (Loss) before tax	2023-24	(35 856)	51 063	31 892	-	1 603	-	48 702
	2022-23	(2 00 629)	31 217	4 369	(1 825)	1 441	-	(1 65 427)
Other Information								
Segment Assets	2023-24	7 05 106	30 17 935	37 43 725	-	64 946	(33 048)	74 98 663
	2022-23	7 57 411	26 53 324	32 01 297	-	70 458	(48 372)	66 34 118
Unallocated Assets	2023-24	-	-	-	-	-	-	-
	2022-23	-	-	-	-	-	-	-
Total Assets	2023-24	7 05 106	30 17 935	37 43 725	-	64 946	(33 048)	74 98 663
	2022-23	7 57 411	26 53 324	32 01 297	-	70 458	(48 372)	66 34 118
Segment Liabilities	2023-24	24 03 263	27 11 425	35 07 783	-	54 647	(1 85 322)	84 91 795
	2022-23	24 13 447	24 23 196	30 33 675	-	61 732	(1 75 045)	77 57 005
Unallocated Liabilities	2023-24	-	-	-	-	-	-	-
	2022-23	-	-	-	-	-	-	-
Total Liabilities	2023-24	24 03 263	27 11 425	35 07 783	-	54 647	(1 85 322)	84 91 795
	2022-23	24 13 447	24 23 196	30 33 675	-	61 732	(1 75 045)	77 57 005
Capital Expenditure	2023-24	-	7 723	9 572	-	203	-	17 498
	2022-23	-	6 232	2 994	-	356	-	9 582
Depreciation	2023-24	344	5 423	5 307	-	360	-	11 434
	2022-23	438	5 491	4 800	437	427	-	11 593
Noncash Expenses other than Depreciation	2023-24	53 830	-	90	-	217	-	54 137
	2022-23	1 45 868	1 038	-	4 288	975	-	1 52 169

Notes:

(i) As per Ind AS 108 ‘Operating Segment’, notified by the Companies (Accounting Standards) Rules 2014, the Group has reported segment information on the consolidated basis including business conducted through its subsidiaries.

(ii) The reportable segments of the Reliance Capital Group are further described below

a) Finance & Investments - This includes the corporate lending and investment activities.

b) General Insurance - This includes the general and health insurance business.

c) Life Insurance - This includes the life insurance business.

d) Commercial Finance - This includes the commercial finance business.

e) Others - This includes other financial and allied services.

(iii) Since all the operations of the Group are largely conducted within India, as such there is no separate reportable geographical segment.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

55 Related party transactions

A List of Related Parties and their relationship:

i) Entity having significant influence on the Company

Reliance Innoventures Private Limited (ceased to be related party w.e.f. November 29, 2021)

ii) Individual Promoter

Shri Anil D. Ambani (ceased to be related party w.e.f. November 29, 2021)

iii) Associates

Ammolite Holdings Limited (AHL)

Reliance Asset Reconstruction Company Limited (RARCL)

Reliance Home Finance Limited (RHFL) (ceased to be related party w.e.f. August 9, 2023)

iv) Key management personnel

Mr. Atul Tandon (Company Secretary & Compliance Officer0

Mr. Aman Gudral (Chief Financial Officer0

v) Resolution Professional

Nageswara Rao Y (Administrator)

B Transactions during the year with related parties:

(₹ in lakh)

	Particulars	2023-24			2022-23		
		Associates	**Others**	**Total**	Associates	Others	Total
	Investments						
a)	Subscribed / Purchased during the year	**955**	-	**955**	566	-	566
b)	Closing Balances	12 566	-	**12 566**	11 611	-	11 611
	Loans given						
a)	Given during the year	-	-	-	-	-	-
b)	Returned /Adjusted during the year	**(2 275)**	-	**(2 275)**	(600)	-	(600)
c)	Assignment of loan	-	-	-	-	-	-
d)	Closing Balances	-	-	-	2 275	-	2 275
e)	ECL provision on loan outstanding	-	-	-	-	-	-
f)	Interest accrued on Loans	-	-	-	-	-	-
g)	ECL provision on interest outstanding	-	-	-	-	-	-
	Loans taken						
a)	Taken during the year	-	-	-	-	-	-
b)	Closing Balances	-	-	-	-	-	-
c)	Interest accrued	-	-	-	-	-	-
	Income						
a)	Interest & Finance Income	-	-	-	348	-	348
b)	Dividend Income	**147**	-	**147**	147	-	147
c)	Premium Received	**61**	-	**61**	185	-	185
d)	Management Fees	-	-	-	41	-	41
e)	Other operating income	**84**	-	**84**	2	-	2
f)	Reimbursement of Expenditure	**9**	-	**9**	32	-	32
	Expenses						
a)	Finance cost	-	-	-	-	-	-
b)	Employee Benefits expenses	-	**220**	**220**	-	312	312
c)	Professional Fees	-	-	-	-	-	-
d)	Reimbursement of Expenditure	-	-	-	-	-	-
e)	ECL provision on loan and interest (net)	-	-	-	(20)	-	(20)

(₹ in lakh)

Particulars		2023-24			2022-23		
		Associates	Others	Total	Associates	Others	Total
f)	ECL on Guarantee issued	-	-	-	-	-	-
g)	Fair value changes	-	-	-	-	-	-
	Trade Receivables	33	-	33	-	-	-
	Advances Receivables	-	-	-	757	-	757
	Trade Payables	1	-	1	-	-	-
	Deposits received	-	-	-	-	-	-
	ECL provision on corporate guarantees given	-	-	-	-	-	-
	Contingent liability						
	Guarantees to banks and financial institutions on behalf of third parties.	-	-	-	40 000	-	40 000
	Guarantees from third parties.	-	-	-	-	-	-

C The nature and volume of material transactions for the year with above related parties are as follows:

i) **Investments**

2023-24

Investment Subscribed/Purchased during the year is ₹ 955 of RARCL. Investment closing balance include ₹ 12,566 lakh in RARCL.

2022-23

Investment Subscribed/Purchased during the year include ₹ 566 lakh of RARCL. Investment closing balance include ₹ 11,611 lakh in RARCL.

ii) **Loans given**

2023-24

Loans returned during the year includes ₹ 2,275 lakh from RARCL. Loans given closing balance is NIL to RARCL.

2022-23

Loans returned during the year includes ₹ 600 lakh from RARCL. Loans given closing balance includes ₹2,275 lakh to RARCL.

iii) **Loans taken**

2023-24

NIL

2022-23

NIL

iv) **Income**

2023-24

Interest and Finance Income is NIL from RARCL. Dividend income includes ₹ 147 lakh from RARCL. Premium Income includes ₹ 20 lakh from RARCL & ₹ 41 lakh from RHFL . Reimbursement of Expenditure include ₹ 7 lakh from RARCL & ₹ 2 lakh from RHFL . Other Income includes ₹ 84 lakh from RARCL.

2022-23

Interest and Finance Income includes ₹ 348 lakh from RARCL. Dividend income includes ₹ 147 lakh from RARCL. Premium Income includes ₹ 154 lakh from RHFL ₹ 31lakh from RARCL. Management fees includes ₹ 41 lakh from RHFL. Other operating incomes includes ₹ 2 lakh from RHFL. Reimbursement of Expenditure include ₹ 6 lakh from RARCL ₹ 26 lakh from RHFL.

v) **Expenses**

2023-24

Employee benefit expenses includes ₹ 189 lakh to Shri Atul Tandon, ₹ 82 lakh to Shri Aman Gudral.

2022-23

Employee benefit expenses includes ₹ 225 lakh to Shri Atul Tandon, ₹ 87 lakh to Shri Aman Gudral.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

vi) **Advances Receivables**

2023-24

NIL

2022-23

Advances receivables includes ₹ 757 lakh from RHFL.

vii) **Trade Receivables**

2023-24

Trade receivables includes ₹ 33 lakh from RARCL.

2022-23

NIL

viii) **Trade Payables**

2023-24

Trade payables includes ₹ 1 lakh from RARCL.

2022-23

NIL

ix) **Deposits received**

2023-24

NIL

2022-23

NIL

x) **ECL provision on corporate guarantees given**

2023-24

NIL

2022-23

NIL

xi) **Contingent Liabilities**

2023-24

NIL

2022-23

Guarantees to Banks and Financial Institutions on behalf of third parties includes ₹ 40,000 lakh for RHFL

Notes:

i) Expenses incurred towards public utilities services such as communication and electricity charges have not been considered for related party transaction.

ii) The above transactions are occured during the period of existence of related party relationship. The balances and transactions are not disclosed before the existence of related party relationship and after cessation of related party relationship.

56 The Parent company has defaulted on principal and/or interest to certain lenders including lenders who have issued recall notices, the details of which are as under:

Nature of borrowings	Nature of default	Amount of default (₹ in lakh)	Period of default (days)	
Debentures and bonds			**From**	**to**
Debentures and bonds	Principal	16 25 956	365	1644
Debentures and bonds	Interest	4 17 631	365	1644
Loans from Banks / Financial Institutions				
Assets Care & Reconstruction Enterprise Limited -108- Trust	Principal	52 398	365	1552
Assets Care & Reconstruction Enterprise Limited -108- Trust	Interest	11 792	487	1593
Assets Care & Reconstruction Enterprise Limited -116- Trust	Principal	7 260	493	1589
Assets Care & Reconstruction Enterprise Limited -116- Trust	Interest	1 823	517	1613

i Interest amount has been considered till December 06, 2021.

ii The Parent Company has also defaulted on repayment of Inter corporate deposits taken from various parties aggregating to ₹ 56,181 lakh and interest ₹ 17,351 lakh for which maximum days of default ranges from 876 days to 1663 days.

57 Interests in other entities

A Subsidiaries

The Group's subsidiaries at March 31, 2024 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly either by Parent Company or its subsidiaries / the Group and the proportion of ownership interests held equals the voting rights held by the Group either through equity shares, management agreement or structure of the entity. The country of incorporation or registration is also their principal place of business.

Name of the entity	Principal Activities	Place of business / Country of incorporation	Controlling interest held by the group		Non-controlling interest	
			March 31, 2024	March 31, 2023	**March 31, 2024**	March 31, 2023
			%	%	%	%
Reliance General Insurance Company Limited	General Insurance	India	**98.67**	**99.82**	**1.33**	**0.18**
Reliance Nippon Life Insurance Company Limited	Life Insurance	India	**51.00**	51.00	**49.00**	49.00
Reliance Health Insurance Limited*	Health Insurance	India	**100.00**	100.00	0.00	0.00
Reliance Financial Limited	NBFC	India	**100.00**	100.00	0.00	0.00
Reliance Capital Pension Fund Limited	Pension Fund	India	**51.00**	51.00	**49.00**	49.00
Reliance Money Precious Metals Private Limited	Finance & Investments	India	**100.00**	100.00	0.00	0.00
Reliance Securities Limited	Finance & Investments	India	**100.00**	100.00	0.00	0.00
Reliance Commodities Limited	Finance & Investments	India	**100.00**	100.00	0.00	0.00
Reliance Wealth Management Limited	Finance & Investments	India	**100.00**	100.00	0.00	0.00
Reliance Money Solutions Private Limited	Finance & Investments	India	**100.00**	100.00	0.00	0.00
Reliance Exchangenext Limited	Finance & Investments	India	**100.00**	100.00	0.00	0.00
Reliance Corporate Advisory Services Limited	Finance & Investments	India	**100.00**	100.00	0.00	0.00
Quant Capital Private Limited	Finance & Investments	India	**74.00**	74.00	**26.00**	26.00
Quant Broking Private Limited	Finance & Investments	India	**74.00**	74.00	**26.00**	26.00
Quant Securities Private Limited	Finance & Investments	India	**74.00**	74.00	**26.00**	26.00
Quant Investment Services Private Limited	Finance & Investments	India	**74.00**	74.00	**26.00**	26.00
Reliance ARC - SBI Maan Sarovar Trust	Trust	India	**90.00**	90.00	**10.00**	10.00
Reliance Underwater Systems Private Limited*	Others	India	**49.00**	**49.00**	51.00	51.00

* The unaudited financial statement for March 31, 2024, have been certified by the management

** Subsidiary in terms of Section 2(87) of the Companies Act, 2013

B Non-controlling interest (NCI)

Set out below is summarised financial information for each subsidiary that has non-controlling interests that are material to the Group. The amounts disclosed for each subsidiary are before inter-company eliminations and after policy difference adjustments.

i) Summarised balance sheet

(₹ in lakh)

Entities	Financial Assets	Non-financial Assets	Financial Liabilities	Non-financial Liabilities	Net Assets	Accumulated NCI (after elimination)
Reliance General Insurance Company Limited						
March 31, 2024	**29 68 220**	**47 080**	**25 32 502**	**1 76 223**	**3 06 575**	**2 570**
March 31, 2023	25 97 766	52 940	19 40 146	1 34 229	5 76 332	191
Reliance Nippon Life Insurance Company Limited						
March 31, 2024	**37 18 350**	**25 375**	**34 90 762**	**17 021**	**2 35 942**	**1 15 579**
March 31, 2023	31 90 830	2 377	30 11 723	21 952	1 59 532	82 102

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

(₹ in lakh)

Entities	Financial Assets	Non-financial Assets	Financial Liabilities	Non-financial Liabilities	Net Assets	Accumulated NCI (after elimination)
Reliance Capital Pension Fund Limited						
March 31, 2024	**3 453**	**(101)**	**0**	**24**	**3 328**	**1 631**
March 31, 2023	3 192	63	10	9	3 236	1 524
Quant Capital Private Limited						
March 31, 2024	**172**	**227**	**-**	**1 002**	**(603)**	**(157)**
March 31, 2023	172	233	-	1 003	(598)	(155)
Quant Broking Private Limited						
March 31, 2024	**609**	**209**	**885**	**582**	**(649)**	**(169)**
March 31, 2023	608	207	885	583	(653)	(170)
Quant Securities Private Limited						
March 31, 2024	**335**	**20**	**5**	**655**	**(305)**	**(79)**
March 31, 2023	331	20	5	655	(309)	(80)
Quant Investment Services Private Limited						
March 31, 2024	**-**	**18**	**153**	**11**	**(146)**	**(38)**
March 31, 2023	-	18	153	11	(146)	(38)
Reliance ARC - SBI Maan Sarovar Trust						
March 31, 2024	**0**	**-**	**-**	**4**	**(4)**	**(0)**
March 31, 2023	0	11	460	3	(452)	(0)

ii) Summarised statement of profit and loss

(₹ in lakh)

Entities	Revenue	Profit / (Loss) for the year	Other Comprehensive Income	Total Comprehensive Income	Profit / (Loss) allocated to NCI	Dividends paid to NCI
Reliance General Insurance Company Limited						
March 31, 2024	**14 32 800**	**37 728**	**21 171**	**58 899**	**503**	**-**
March 31, 2023	12 32 703	21 884	(14 955)	6 930	39	-
Reliance Nippon Life Insurance Company Limited						
March 31, 2024	**9 52 484**	**41 422**	**26 898**	**68 321**	**20 297**	**-**
March 31, 2023	6 78 369	4 369	4 336	8 705	2 141	-
Reliance Capital Pension Fund Limited						
March 31, 2024	**316**	**218**	**(0)**	**218**	**107**	**-**
March 31, 2023	134	81	(0)	81	40	-
Quant Capital Private Limited						
March 31, 2024	**1**	**(7)**	**-**	**(7)**	**(2)**	**-**
March 31, 2023	24	(494)	-	(494)	(128)	-
Quant Broking Private Limited						
March 31, 2024	**4**	**3**	**-**	**3**	**1**	**-**
March 31, 2023	5	(786)	-	(786)	(204)	-
Quant Securities Private Limited						
March 31, 2024	**5**	**4**	**-**	**4**	**1**	**-**
March 31, 2023	5	(68)	-	(68)	(18)	-
Quant Investment Services Private Limited						
March 31, 2024	**-**	**-**	**-**	**-**	**-**	**-**
March 31, 2023	1	(2)	-	(2)	(1)	-
Reliance ARC - SBI Maan Sarovar Trust						
March 31, 2024	**-**	**(1)**	**-**	**(1)**	**-**	**-**
March 31, 2023	-	(141)	(14)	(156)	(141)	-

iii) **Summarised statement of Cash flows**

(₹ in lakh)

Entities	Cash flow from / (Used) Operating activities	Cash flow from / (Used) Investing activities	Cash flow from / (Used) financing activities	Net Increase/ (decrease) in cash and cash equivalents
Reliance General Insurance Company Limited				
March 31, 2024	**2 15 435**	**(22 55 250)**	**22 818**	**(20 16 997)**
March 31, 2023	1 81 469	(1 50 987)	**(1 664)**	28 818
Reliance Nippon Life Insurance Company Limited				
March 31, 2024	**70 475**	**(64 240)**	**-**	**6 235**
March 31, 2023	1 29 610	(1 27 246)	**-**	2 364
Reliance Capital Pension Fund Limited				
March 31, 2024	**12**	**(10)**	**-**	**2**
March 31, 2023	(127)	126	-	(2)
Quant Capital Private Limited				
March 31, 2024	**(5)**	**19**	**-**	**14**
March 31, 2023	(9)	(7)	22	5
Quant Broking Private Limited				
March 31, 2024	**1**	**-**	**-**	**1**
March 31, 2023	(8)	(1)	-	(9)
Quant Securities Private Limited				
March 31, 2024	**(1)**	**5**	**-**	**4**
March 31, 2023	(2)	4	-	2
Quant Investment Services Private Limited				
March 31, 2024	**-**	**-**	**-**	**-**
March 31, 2023	(1)	-	1	(0)
Reliance ARC - SBI Maan Sarovar Trust				
March 31, 2024	**-**	**-**	**-**	**-**
March 31, 2023	-	-	-	-

C Associates

i) **Details of carrying value of Associates**

(₹ in lakh)

Name of the entity	Principal Activities	Place of business / Country of incorporation	% of ownership interest as at		Quoted fair value	Carrying amount
Reliance Home Finance Limited	Home Finance	India	**March 31, 2024**	-	-	-
(ceased to be related party w.e.f. August 9, 2023)			March 31, 2023	48.24%	5 832	-
Reliance Asset Reconstruction Company Limited**		India	**March 31, 2024**	49.00%	*	12 566
			March 31, 2023	49.00%	*	11 611
Ammolite Holdings Limited**		Jersey	**March 31, 2024**	50.00%	*	**-**
			March 31, 2023	50.00%	*	-

*Note: Unlisted entity- no quoted price available

** The unaudited financial statement have been certified by the management

ii) **Summarised financial information for Associates**

The tables below provide summarised financial information for those associates and joint venture that are material to the Group. The information disclosed reflects the amounts presented in the financial statements of the relevant associates and not Reliance Capital Limited’s share of those amounts. They have been amended to reflect adjustments made by the entity when using the equity method, including fair value adjustments made at the time of acquisition and modifications for differences in accounting policies.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

a) **Summarised Balance Sheet (Material Associates)**

(₹ in lakh)

Entities	Financial Assets	Non-financial Assets	Financial Liabilities	Non-financial Liabilities	Net Assets
Reliance Asset Reconstruction Company Limited					
March 31, 2024	**36 389**	**671**	**8 977**	**2 330**	**28 083**
March 31, 2023	34 560	523	8 946	2 437	26 137

Reconciliation to carrying amounts

(₹ in lakh)

Particulars	Reliance Asset Reconstruction Company Limited	
	March 31, 2024	March 31, 2023
Opening carrying value	**11 611**	11 045
Profit / (Loss) for the year	**955**	565
Other comprehensive income	**-**	1
Carrying cost adjustments	**-**	-
Impairment provision	**-**	-
Closing carrying value	**12 566**	11 611
Group's share in %	**49**	49
Group's share	**12 566**	11 611
Includes Goodwill	**-**	-
Carrying value	**12 566**	11 611

b) **Summarised statement of profit and loss (Material Associates)**

(₹ in lakh)

Entities	Revenue	Profit / (Loss) for the year	Other Comprehensive Income	Total Comprehensive Income	Dividends received
Reliance Asset Reconstruction Company Limited					
March 31, 2024	**7 255**	**2 242**	**(3)**	**2 239**	**-**
March 31, 2023	7 625	1 119	2	1 121	-

c) **Summarised Balance Sheet (Immaterial Associates)**

(₹ in lakh)

Entities		Current Assets	Non-current Assets	Current Liabilities	Non-current Liabilities	Net Assets
Reliance Home Finance Limited						
March 31, 2024	(ceased to be related party w.e.f. August 9, 2023)	-	-	-	-	-
March 31, 2023		1 754	1 731	10 644	225	**(7 384)**
Ammolite Holdings Limited						
March 31, 2024		**2 114**	**-**	**878**	**14 161**	**(12 925)**
March 31, 2023		2 114	-	878	14 161	(12 925)

d) **Summarised statement of profit and loss (Immaterial Associates)**

(₹ in lakh)

Entities		Revenue	Profit / (Loss) for the year	Other Comprehensive Income	Total Comprehensive Income	Dividends received
Reliance Home Finance Limited						
March 31, 2024	(ceased to be related party w.e.f. August 9, 2023)	-	-	-	-	-
March 31, 2023		39 137	5 41 857	-	5 41 857	-
Ammolite Holdings Limited						
March 31, 2024		-	-	-	-	-
March 31, 2023		-	-	-	-	-

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

58 Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary / Associates.

A For the year ended March 31, 2024

Sr No	Name	As % of Consolidated net assets	Net Amount	As % of Consolidated net profit or loss	Profit or loss after tax
A	**Parent**				
1	Reliance Capital Limited	153	(15 15 111)	(53)	(23 113)
B	**Subsidiaries**				
(i)	**Indian**				
1	Reliance Capital Pension Fund Limited	(0)	3 328	0	218
2	Reliance General Insurance Company Limited	(31)	3 06 575	85	37 728
3	Reliance Money Precious Metals Private Limited	0	(1 806)	(0)	(4)
4	Reliance Securities Limited	(2)	15 763	3	1 276
5	Reliance Commodities Limited	(0)	663	0	36
6	Reliance Financial Limited	(1)	10 194	1	392
7	Reliance Wealth Management Limited	0	(954)	0	11
8	Reliance Money Solutions Private Limited	1	(6 024)	(0)	(9)
9	Reliance Exchangenext Limited	0	(1 081)	(2)	(958)
10	Reliance Corporate Advisory Services Limited	4	(38 848)	(29)	(12 641)
11	Reliance Nippon Life Insurance Company Limited	(24)	2 35 942	94	41 422
12	Reliance Health Insurance Limited	0	(65)	(0)	(191)
13	Quant Capital Private Limited	0	(603)	(0)	(7)
14	Quant Broking Private Limited	0	(649)	0	3
15	Quant Securities Private Limited	0	(305)	0	4
16	Quant Investment Services Private Limited	0	(146)	-	-
17	Reliance ARC - SBI Maan Sarovar Trust	0	(4)	(0)	(1)
18	Reliance Underwater Systems Private Limited	0	(1)	(0)	(2)
	Total	**100**	**(9 93 132)**	**100**	**44 165**
C	**Minority interest**				
	Reliance Capital Pension Fund Limited		**1 631**		107
	Reliance General Insurance Company Limited		**2 570**		503
	Reliance Nippon Life Insurance Company Limited		**1 15 579**		20 297
	Reliance ARC - SBI Maan Sarovar Trust		**-**		-
	Quant Capital Private Limited		**(173)**		-
	Total Minority Interest		**1 19 606**		**20 907**
D	**Associates**				
	Indian				
	Reliance Asset Reconstruction Company Limited				955
	Foreign				
	Ammolite Holdings Limited				-
	Total Associates				**955**

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

B For the year ended March 31, 2023

Sr No	Name	As % of Consolidated net assets	Net Amount	As % of Consolidated net profit or loss	Profit or loss after tax
A	**Parent**				
1	Reliance Capital Limited	136.75	(15 35 600)	82.57	(1 45 280)
B	**Subsidiaries**				
(i)	**Indian**				
1	Reliance Capital Pension Fund Limited	(0)	3 030	(0)	81
2	Reliance General Insurance Company Limited	(21)	2 32 493	4	(7 495)
3	Reliance Money Precious Metals Private Limited	0	(1 778)	0	(23)
4	Reliance Securities Limited	(1)	12 428	(1)	2 013
5	Reliance Commodities Limited	(0)	524	(0)	104
6	Reliance Financial Limited	(1)	9 494	(0)	309
7	Reliance Wealth Management Limited	0	(1 126)	(0)	161
8	Reliance Money Solutions Private Limited	1	(6 155)	(0)	140
9	Reliance Exchangenext Limited	(1)	7 100	4	(7 223)
10	Reliance Corporate Advisory Services Limited	0	(1 198)	14	(25 009)
11	Reliance Nippon Life Insurance Company Limited	(14)	1 58 908	(5)	8 705
12	Reliance Health Insurance Limited	(0)	1 147	1	(931)
13	Quant Capital Private Limited	0	(598)	0	(494)
14	Quant Broking Private Limited	0	(653)	0	(786)
15	Quant Securities Private Limited	0	(309)	0	(68)
16	Quant Investment Services Private Limited	0	(146)	0	(2)
17	Reliance ARC - SBI Maan Sarovar Trust	0	(452)	0	(141)
18	Reliance Underwater Systems Private Limited	(0)	5	0	(0)
	Total	**100**	**(11 22 887)**	**100**	**(1 75 941)**
C	**Minority interest**				
	Reliance Capital Pension Fund Limited		**1 524**		40
	Reliance General Insurance Company Limited		**191**		39
	Reliance Nippon Life Insurance Company Limited		**82 102**		2 146
	Reliance ARC - SBI Maan Sarovar Trust		**(0)**		(14)
	Quant Capital Private Limited		**(174)**		(295)
	Total Minority Interest		**83 642**		**1 915**
D	**Associates**				
	Indian				
	Reliance Asset Reconstruction Company Limited				566
	Reliance Home Finance Limited				-
	Foreign				
	Ammolite Holdings Limited				-
	Total Associates				**566**

59 The Group has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, respective companies in the Group have reviewed and ensured that adequate provision as required under any law / accounting standards. There are no foreseeable losses on such long term contracts (including derivative contracts) has been made in the books of accounts.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

60 Fair value measurement

Fair value hierarchy

The Group determines fair value of its financial instruments according to following hierarchy:

Level 1:	Category includes financials assets and liabilities that are measured in whole or significant part by reference to published quotes in an active market
Level 2:	Category includes financials assets and liabilities that are measured using a valuation technique based on assumptions that are supported by prices from observable current market transactions. Groups investment in units of AIF funds fall under this category.
Level 3:	Category includes financials assets and liabilities that are measured using valuation techniques based on non- market observable inputs. This means that fair value are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. The main asset classes in this category are unlisted equity investments as well as unlisted funds.

An explanation of each level follows underneath the table

As at March 31, 2024 (₹ in lakh)

Particulars	Level 1	Level 2	Level 3	Amortised Cost	Total
Financial assets					
At FVTPL					
Investments	10 81 769	61 084	95 148	-	**12 38 001**
Derivative Financial Instruments	26 591	-	-	-	**26 591**
At FVOCI					
Investments	9 72 833	9 58 870	134	-	**19 31 837**
At Amortised Cost					
Investments	24 14 822	-	-	84 095	**24 98 917**
Cash and cash equivalents	-	-	-	78 827	**78 827**
Bank balance other than cash and cash equivalent	-	-	-	13 606	**13 606**
Receivables	-	-	-	1 36 952	**1 36 952**
Loans	-	-	-	67 395	**67 395**
Other financial assets and derivative instruments	-	-	-	8 94 204	**8 94 204**
Total Financial Assets	**44 96 014**	**10 19 954**	**95 282**	**12 75 079**	**68 86 330**
Financial Liabilities					
At FVTPL					
Derivative Financial Instruments	-	-	-	-	**-**
Debt Securities	-	-	50 463	-	**50 463**
At Amortised Cost					
Debt Securities	-	-	-	15 85 596	**15 85 596**
Borrowings	-	-	-	1 15 843	**1 15 843**
Subordinated liabilities	-	-	-	7 683	**7 683**
Trade and other payables	-	-	-	2 38 458	**2 38 458**
Other financial liabilities & Deposits	-	-	13 895	62 18 686	**62 32 581**
Total Financial Liabilities	**-**	**-**	**64 358**	**81 66 266**	**82 30 624**

As at March 31, 2023 (₹ in lakh)

Particulars	Level 1	Level 2	Level 3	Amortised Cost	Total
Financial assets					
At FVTPL					
Investments	15 47 053	72 150	52 083	-	16 71 286
Derivative Financial Instruments	1 771	-	-	-	1 771
At FVOCI					
Investments	6 03 363	7 58 485	-	-	13 61 848
At Amortised Cost					
Investments	17 17 583	-	-	1 01 698	18 19 281
Cash and cash equivalents	-	-	-	69 479	69 479
Bank balance other than cash and cash equivalent	-	-	-	10 687	10 687
Receivables	-	-	-	2 53 002	2 53 002
Loans	-	-	-	61 287	61 287
Other financial assets and derivative instruments	-	-	-	7 81 459	7 81 459
Total Financial Assets	**38 69 769**	**8 30 635**	**52 083**	**12 77 612**	**60 30 100**
Financial Liabilities					
At FVTPL					
Derivative Financial Instruments	205	-	-	-	205
Debt Securities	-	-	52 348	-	52 348
At Amortised Cost					
Debt Securities	-	-	-	15 85 470	15 85 470
Borrowings	-	-	-	1 18 643	1 18 643
Subordinated liabilities	-	-	-	7 705	7 705
Trade and other payables	-	-	-	1 89 195	1 89 195
Other financial liabilities	-	-	13 895	55 29 700	55 43 595
Total Financial Liabilities	**205**	**-**	**66 243**	**74 30 713**	**74 97 161**

61 Financial Risk Management

The Parent Company is a Core Investment Company (CIC) and obtained the Certificate of Registration as a CIC under Core Investment Companies (Reserve Bank) Directions, 2016. In compliance with the same directions, the Company holds not less than 90% of its net assets in the form of investments in equity shares, preference shares, debentures, debt or loans to group companies.

The group is exposed to market risk, credit risk, liquidity & interest rate risk and capital management risk. In view of the ongoing CIRP in parent Company, Risk Management of parent Company is being overseen by the Administrator. The group's risk management function is carried out by the Risk Management department that is guided and supported by Risk Management Committee that advises on financial risks and the appropriate governance framework for the group. The Risk Management Committee provides assurance to the Board and/or administrator that the group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the group's policies and risk objectives. The major risks are summarised below:

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The group has quoted investments which are exposed to fluctuations in stock prices. Similarly, the group has also raised funds through issue of Market Linked Debentures, whose returns are linked to relevant underlying market instruments or indices. The group continuously monitors market exposure for both equity and debt and, in appropriate cases, also uses various derivative instruments as a hedging mechanism to limit volatility. The unquoted Compulsorily Convertible Preference Shares and Compulsory Convertible debentures of group companies are measured at fair value through profit or loss. The fair values of these investments are regularly monitored.

Credit risk management

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Credit risk arises mainly from loans and advances, and loan commitments arising from such lending activities, but can also arise from credit enhancement provided, such as financial guarantees, letters of credit, endorsements and acceptances. The Parent Company is a Core Investment Company (CIC) with its lending restricted to and within the Group companies

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

The Group has assessed on a forward-looking basis the Expected Credit Losses (ECL) associated with its debt instruments carried at amortized cost and FVOCI and with the exposure arising from loan commitments and financial guarantee contracts. The Company recognizes a loss allowance for such losses at each reporting date.

Liquidity and Interest Rate Risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. While interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The group is exposed to liquidity risk principally, as a result of lending and investment for periods which may differ from those of its funding sources. Treasury teams actively manage asset liability positions in compliance with the ALM policy of the company laid down in accordance overall guidelines issued by RBI in the Asset Liability Management (ALM) framework.

(₹ in lakh)

	As at March 31, 2024			As at March 31, 2023		
Particulars	**Less than 12 Months**	**More than 12 Months**	**Total**	**Less than 12 Months**	**More than 12 Months**	**Total**
ASSETS						
Financial assets						
Cash and cash equivalents	78 827	-	78 827	69 479	-	69 479
Bank balance other than cash and cash equivalents	13 556	50	13 606	8 716	1 971	10 687
Derivative financial instruments	26 325	266	26 591	42	1 729	1 771
Receivables				-		
(I) Trade receivables	87 028	48 837	1 35 865	210 830	41 116	251 946
(II) Other receivables	1 085	2	1 087	898	158	1 056
Loans	51 759	15 636	67 395	34 975	26 312	61 287
Investments	37 90 052	1,878,703	56 68 755	489 137	4 363 278	4 852 415
Other financial assets	8 94 130	74	8 94 204	777 267	4 192	781 459
Total assets	**49 42 762**	**19 43 568**	**68 86 330**	**1 591 344**	**4 438 756**	**6 030 100**
Financial liabilities						
Derivative financial instruments	-	-	-	205	-	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 36 819	10	2 36 829	186 918	665	187 583
(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	-	1 629	1 612	-	1 612
Debt securities	16 35 808	251	16 36 059	1 614 138	23 680	1 637 818
Borrowings (Other than debt securities)	79 440	36 403	1 15 843	118 159	484	118 643
Deposits	385	-	385	884	-	884
Subordinated liabilities	7 682	1	7 683	4	7 701	7 705
Other financial liabilities	61 87 796	44 400	62 32 196	2 762 436	2 780 275	5 542 711
Total Financial Liabilities	**81 49 559**	**81 065**	**82 30 624**	**46 84 356**	**28 12 805**	**74 97 161**

Note: Eliminations have been adjusted as per the estimate of management.

Capital Management Risk

The Reserve Bank of India (RBI) sets and monitors capital adequacy requirements for the Parent Company from time to time. The Core Investment Companies (Reserve Bank) Directions, 2016, stipulate that the Adjusted Net Worth of a Middle Layer CIC-ND-SI shall at no point in time be less than 30% its risk weighted assets on balance sheet and risk adjusted value of off-balance sheet items as on date of the last audited balance as at the end of the financial year. The Core Investment Companies (Reserve Bank) Directions, 2016, further stipulate that the outside liabilities of a Middle Layer CIC-ND-SI shall at no point of time exceed 2.5 times its Adjusted Net Worth as on date of the last audited balance as at the end of the financial year.

Expected credit loss measurement

Ind AS 109 outlines a 'three-stage' model for impairment based on changes in credit quality since initial recognition as summarised below, The objective of the impairment requirements is to recognise lifetime expected credit losses for all financial instruments for which there have been significant increases in credit risk since initial recognition - whether assessed on an individual or collective basis - considering all reasonable and supportable information, including that which is forward-looking.

A financial instrument that is not credit-impaired on initial recognition is classified in 'Stage 1' and has its credit risk continuously monitored by the group.

If significant increases in credit risk ('SICR') since initial recognition is identified, the financial instrument is moved to 'Stage 2' but is not yet deemed to be credit-impaired.

If the financial instrument is credit-impaired, the financial instrument is then moved to 'Stage 3'. Financial instruments in Stage 1 have their ECL measured at an amount equal to 12 month ECLs. Instruments in Stages 2 or 3 have their ECL measured based on expected credit losses on a lifetime basis. Purchased or originated credit-impaired financial assets are those financial assets that are credit impaired on initial recognition. Their ECL is always measured on a lifetime basis (Stage 3).

The measurement of ECL is calculated using three main components: (i) Probability of Default (PD) (ii) Loss Given Default (LGD) and (iii) the Exposure At Default (EAD).

The 12 month ECL is calculated by multiplying the 12 month PD, LGD and the EAD. The 12 month and lifetime PDs represent the PD occurring over the next 12 months and the remaining maturity of the instrument respectively. The EAD represents the expected balance at default, taking into account the repayment of principal and interest from the balance sheet date to the default event together with any expected drawdowns of committed facilities. The LGD represents expected losses on the EAD given the event of default, taking into account, among other attributes, the mitigating effect of collateral value at the time it is expected to be realised and the time value of money.

- **Probability of default (PD)** represents the likelihood of a borrower defaulting on its financial obligation, either over the next 12 months (12M PD), or over the remaining lifetime (Lifetime PD) of the obligation.
- **Exposure At default (EAD)** is the total amount of an asset the entity is exposed to at the time of default. EAD is defined based on the characteristics of the asset. EAD is dependent on the outstanding exposure of an asset, sanctioned amount of a loan and credit conversion factor for non-funded exposures.
- **Loss given default (LGD)** It is the part of an asset that is lost provided the asset default. The recovery rate is derived as a ratio of discounted value of recovery cash flows (incorporating the recovery time) to total exposure amount at the time of default. Recovery rate is calculated for each segment separately. Loss given default is computed as (1 - recovery rate) in percentage terms.

The group assesses when a significant increase in credit risk has occurred based on quantitative and qualitative assessments. Exposures are considered to have resulted in a significant increase in credit risk and are moved to Stage 2 when:

(i) Quantitative test: Accounts that are 30 calendar days or more past due move to Stage 2 automatically. Accounts that are 90 calendar days or more past due move to Stage 3 automatically.

(ii) Qualitative test: Accounts that meet the portfolio's 'high risk' criteria and are subject to closer credit monitoring. High risk customers may not be in arrears but either through an event or an observed behaviour exhibit credit distress.

(iii) Reversal in Stages: Exposures will move back to Stage 2 or Stage 1 respectively, once they no longer meet the quantitative criteria set out above. For exposures classified using the qualitative test, when they no longer meet the criteria for a significant increase in credit risk

The measurement of ECL reflects:

- An unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- The time value of money; and
- Reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions. The measurement of the ECL allowance is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behaviour (e.g. the likelihood of customers defaulting and the resulting losses).

As per the provisions of the Code, the fair value and liquidation value of the assets of the Parent Company as on the insolvency commencement date is required to be determined. In compliance with the same, the Administrator has appointed two registered valuers and the said exercise is currently underway. As per Ind AS 36- "Impairment of Assets", impairment testing of assets is to be conducted on an annual basis. On completion of the CIRP, the 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.

Subject to the above, impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The Group has adopted the Ind AS while identifying and providing for the Expected Credit Losses (ECL The Group measures credit risk using Probability of Default (PD), Exposure at Default (EAD) and Loss Given Default (LGD). This is similar to the approach used for the purposes of measuring Expected Credit Loss (ECL) under Ind AS 109 "Financial Instruments". Group has put in place monitoring mechanisms commensurate with nature and volume of activities

Collateral and other credit enhancements

The group employs a range of policies and practices to mitigate credit risk. The most common of these is accepting collateral for funds advanced. The principal collateral types for loans and advances are:

- Charges over business assets such as premises, inventory and accounts receivable; and
- Charges over financial instruments such as debt securities and equities.

Longer-term finance and lending to corporate entities are generally secured.

The group's policies regarding obtaining collateral have not significantly changed during the reporting period and there has been no significant change in the overall quality of the collateral held by the group since the prior period.

The group closely monitors collateral held for financial assets considered to be credit-impaired, as it becomes more likely that the Company will take possession of collateral to mitigate potential credit losses. Financial assets that are credit-impaired and related collateral held in order to mitigate potential losses.

Write-off policy

The group writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include

(i) Ceasing enforcement activity and

(ii) Where the group's recovery method is foreclosing on collateral and the value of the collateral is such that there is no reasonable expectation of recovering in full.

The group may write-off financial assets that are still subject to enforcement activity. The group still seeks to recover amounts it is legally owed in full, but which have been partially written off due to no reasonable expectation of full recovery.

62 a) The Group has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or other kind of funds) to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The Group has not received any funds (which are material either individually or in the aggregate) from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

63 Previous year figures have been regrouped and rearranged wherever necessary.

64 Events after the reporting period

There were no events that occurred after the reporting period i.e. March 31, 2024 up to the date of approval of financial statements that require any adjustment to the carrying value of assets and Liabilities.

Notes to the Consolidated Financial Statements for the year ended March 31, 2024

65 Approval of financial statements

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 subsequently, powers conferred upon him in accordance with the NCLT Order dated December 06, 2021.

As per our report of even date attached

For Gokhale & Sathe
Chartered Accountants
Firm Registration No.: 103264W

Rahul Joglekar
Partner
Membership Number : 129389

Mumbai, May 30, 2024

For Reliance Capital Limited
(a Company under Corporate Insolvency Resolution Process by an order dated December 06, 2021 passed by Hon' NCLT, Mumbai)

Nageswara Rao Y
Administrator

Aman Gudral
Chief Financial Officer

Atul Tandon
Company Secretary & Compliance Officer

Mumbai, May 30, 2024

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 (₹ in lakh) (as reported before adjusting for qualifications)	Adjusted Figures (₹ 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. **Details of Audit Qualifications of Parent Company viz. Reliance Capital Limited (RCL):**

1. We draw attention to Note no. 47 (b) 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 Parent 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 Parent Company.
2. We draw attention to Note no. 47 (c) of the Consolidated Financial Statements which explains that in view of the pending implementation of approved resolution plan, the Parent Company has provided for interest expense which may be applicable on the financial debt only upto December 06, 2021. Accordingly, interest expense for the year ended March 31, 2024 amounting to ₹1,60,085 lakh has not been recognized. Had such interest been recognized, the profit before tax for the year ended March 31, 2024 would have been lower by ₹1,60,085 lakh respectively. Further, the aggregate interest expense not recognized by the Parent Company post December 6, 2021 is ₹ 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 ₹3,70,007 lakh.
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 ₹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 ₹16,582 lakh. Further, the auditor is unable to comment on the realisability of outstanding loans and advances of ₹71,350 lakh (of which ₹8,027 lakh has been provided for) and investment of ₹42,500 lakh as at March 31, 2024.
5. We draw attention to Note no. 46 (a) of the Statement which explains that the Parent 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 Parent 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 Parent 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. 19 (a) the asset cover for listed secured non-convertible debentures of the Parent 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 Parent Company's ability to continue as a going concern.

b. **Type of Audit Qualification** Qualified Opinion

c. **Frequency of qualification:** Repetitive since March 31, 2022

Whether appeared first time / repetitive / since how long continuing

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 ₹ 160085 lakh.

Not quantified for point 1,3,4 and 5 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 ₹ 26,08,897 Lakh against the liabilities of ₹ 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 ₹ 4,17,115 Lakh.

However, the overall obligations and liabilities shall be accounted upon implementation of Approved Resolution Plan.

For point 3 and 5 : Not Estimated.

(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 IIHL, 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.

(iii) Auditors' Comments on (i) or (ii) above:

Refer section ii (a) above.

iii. 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 ₹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 ₹16,582 lakh. Further, the auditor is unable to comment on the realisability of outstanding loans and advances of ₹71,350 lakh (of which ₹8,027 lakh has been provided for) and investment of ₹42,500 lakh as at March 31, 2024.

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

d. **Audit Qualification(s) where the impact is quantified by the auditor, Management's Views**

With respect to interest amounting ₹ 16 582 Lakh Impact on consolidated financial will be Nil due to elimination.

e. **For Audit Qualification(s) where the impact is not quantified by the auditor:**

(i) Management's estimation on the impact of audit qualification: Not estimate

(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 IIHL, 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.

With respect to loans and advances and investment we are unable to quantify the impact of audit qualification.

iv. Signatories:

Nageswara Rao Y — **Aman Gudral**

Administrator — **Chief Financial Officer**

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

Statutory Auditor
For **Gokhale & Sathe**
Chartered Accountants
Firm Regn. No.10326W

Rahul Joglekar
Partner
Membership No.:129389
UDIN: 24129389BKASRM1144

Place: Mumbai
Date: May 30, 2024

Statement containing salient features of the financial statement of subsidiaries / associate companies

(Pursuant to first proviso to sub section (3) of Section 129 of the Act read with rule 5 of the Companies (Accounts) Rules, 2014)

Part "A": Subsidiaries

(₹ in lakh)

Sl. No	Name	The date since when subsidiary was acquired	Share Capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend (Excluding Dividend Tax)	Extent of shareholding (in %)
1	Reliance General Insurance Company Limited	15-Jan-02	26 483	306 575	3 015 299	2 708 724	2 034 986	1 448 360	51 253	13 526	37 728	-	98.67
2	Reliance Money Precious Metals Private Limited	20-Feb-07	800	(2 606)	82	1 887	-	0	(4)	-	(4)	-	100.00
3	Reliance Health Insurance Limited*	04-May-17	19 390	(19 455)	2 635	2 570	-	-	(191)	-	(191)	-	100.00
4	Reliance Money Services Private Limited	02-Dec-13	1	(6 026)	43	6 069	-	18	(12)	-	(12)	-	100.00
5	Reliance Capital Pension Fund Limited	31-Mar-09	2 500	828	3 453	125	3 430	316	256	38	218	-	51.00
6	Reliance Securities Limited	28-Aug-08	21 000	(7 737)	59 151	43 388	20 211	21 265	1 308	33	1 276	-	100.00
7	Reliance Commodities Limited	28-Aug-08	300	359	668	4	-	56	43	6	37	-	100.00
8	Reliance Financial Limited	28-Aug-08	2 416	7 778	11 867	1 667	7 826	1 579	847	455	392	-	100.00
9	Reliance Wealth Management Limited	15-Dec-10	4 275	(5 228)	51	1 003	-	216	11	(1)	12	-	100.00
10	Reliance Exchangenext Limited	31-May-10	4 226	(5 307)	1 447	2 529	1 429	-	(958)	-	(958)	-	100.00
11	Reliance Corporate Advisory Services Limited	31-May-10	123 565	(162 413)	106 395	145 243	42 500	46	(12 630)	-	(12 630)	-	100.00
12	Reliance Nippon Life Insurance Company Limited	30-Mar-16	119 632	116 310	3 743 725	3 507 783	3 549 776	956 658	31 892	-	31 892	-	51.00
13	Quant Capital Private Limited	01-Jul-10	1 000	(1 603)	399	1 002	172	1	(5)	-	(5)	-	74.00
14	Quant Broking Private Limited	01-Jul-10	1 800	(2 449)	817	1 467	-	6	4	-	4	-	74.00
15	Quant Securities Private Limited	01-Jul-10	154	(459)	355	655	-	5	4	-	4	-	74.00
16	Quant Investment Services Private Limited	18-Mar-11	74	(220)	18	164	-	-	-		-	-	74.00
17	Reliance Underwater Systems Private Limited*	16-Aug-19	28	(29)	10	10	-	-	(2)	-	(2)		49.00

* The unaudited Financial Statement as on March 31, 2024, have been certified by the Management.

Notes:

1 The Financial Year of the Subsidiaries is for 12 months i.e. from April 1, 2022 to March 31, 2024.

2 Investment exclude investment in Subsidiaries.

3 Name of Subsidiaries which are yet to commence operations - Nil.

Part "B": Associates

(₹ in lakh)

Sr. No.	Name of Associates	Latest audited Balance Sheet Date	Shares of Associate held by the Company on the year end			Description of how there is significant influence Refer Note 1 below	Reason why the associate / joint venture is not consolidated	Networth attributable to shareholding as per latest audited Balance Sheet	Profit / (loss) for the year	
			No.	Amount of Investment in Associate / Joint Venture	Extend of Holding %				i. Considered in Consolidation	i. Not Considered in Consolidation
1	Reliance Asset Reconstruction Company Limited*	31.03.2023	49 000 000	49	49.00	-	-	28 083	955	-
2	Ammolite Holdings Limited*	31.03.2019	1 000	29	50 .00	-	-	(12 925)	-	-

* The unaudited Financial Statement as on March 31, 2024, have been certified by the Management.

Notes:

1 There is significant influence due to percentage (%) of share capital.

2 The Company does not have any joint venture during the year.

Notes

Notes