

**Annexure D****Form No. MGT-9  
ANNUAL RETURN****as on the financial year ended on March 31, 2020**

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

**I. REGISTRATION AND OTHER DETAILS:**

1.	<b>CIN</b>	U66010MH2001PLC167089
2.	<b>Registration Date</b>	May 14, 2001
3.	<b>Name of the Company</b>	Reliance Nippon Life Insurance Company Limited
4.	<b>Category / Sub-Category of the Company</b>	Public Company Limited by shares Indian Non-Government Company
5.	<b>Address of the Registered office and contact details</b>	Reliance Centre, 5th floor, off Western Express highway, Santacruz (east), Mumbai - 400055  Tel: +91 22 4303 5280  Fax: +91 22 4303 5662
6.	<b>Whether listed company Yes / No</b>	No

7.	<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	<b>KFin Technologies Private Limited (formerly know as “Karvy Fintech Private Limited”)</b>  KFinTech, Tower – B, Plot No 31 & 32, Selenium Building, Financial District, Nanakramguda, Gachibowli, Hyderabad – 500 032, Telangana, India  Contact Details: +91 67162222
8.	<b>Financial year from and to date</b>	1st April, 2019 to 31 <sup>st</sup> March, 2020

## **II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:

Sl. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1.	Life Insurance	65	100%

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

Sr. No.	Name of the Company	Corporate Identification Number (CIN)	% of shares	Type (Holding/ Subsidiary/ Associates)	Section
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1	Reliance Capital Limited	L65910MH1986PLC165645	51%	Holding	2 (46)
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**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):**

**i. Category-wise Share Holding:**

Category of Shareholders	No. of Shares held at the beginning of the year (April 1, 2019)				No. of Shares held at the end of the year (March 31, 2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>1. Indian</b>									
a) Individual / HUF	5	-	5	0.00	5	-	5	0.00	-
b) Central Govt.	NIL								
c) State Govt(s)	NIL								



Category of Shareholders	No. of Shares held at the beginning of the year (April 1, 2019)				No. of Shares held at the end of the year (March 31, 2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) Bodies Corp.	58,61,98,515	-	58,61,98,515	49.00	58,61,98,515	-	58,61,98,515	49.00	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub Total (A)(2):</b>	58,61,98,515	-	58,61,98,515	49.00	58,61,98,515	-	58,61,98,515	49.00	-
<b>Total Shareholding of Promoter (A) = (A)(1) + (A)(2)</b>	<b>1,19,63,23,500</b>	-	<b>1,19,63,23,500</b>	<b>100.00</b>	<b>1,19,63,23,500</b>	-	<b>1,19,63,23,500</b>	<b>100.00</b>	-









Category of Shareholders	No. of Shares held at the beginning of the year (April 1, 2019)				No. of Shares held at the end of the year (March 31, 2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A)+(B)+(C)</b>	<b>1,19,63,23,500</b>	<b>-</b>	<b>1,19,63,23,500</b>	<b>100.00</b>	<b>1,19,63,23,500</b>	<b>-</b>	<b>1,19,63,23,500</b>	<b>100.00</b>	<b>-</b>

ii. Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (April 1, 2019)			Share holding at the end of the year (March 31, 2020)			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Reliance Capital Limited	610,124,985	51.00	-	610,124,985	51.00	-	-
2.	Nippon Life Insurance Company	586,198,515	49.00	-	586,198,515	49.00	-	-
	<b>Total</b>	<b>1,19,63,23,500</b>	<b>100</b>	<b>-</b>	<b>1,19,63,23,500</b>	<b>100</b>	<b>-</b>	<b>-</b>

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

Sl. No.		Shareholding at the beginning of the year (April 1, 2019)	Cumulative Shareholding during the year
1.	At the beginning of the year	<i>There is no change in the shareholding of the Promoter</i>	
2.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):		
	At the End of the year		

iv. **Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):** Please refer point i & ii above

v. **Shareholding of Directors and Key Managerial Personnel:** None of the Directors or Key Managerial Personnel holds any shares in the Company.

**V. INDEBTEDNESS:**

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

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and / or Manager: As per MGT 9

B. Remuneration to other Directors:

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of Directors						Total Amount
		Shri. Santosh B. Nayar (appointed w.e.f April 24, 2019)	Shri. Rajendra Chitale	Prof. Indira Parikh	Ms. Renu Challu (ceased to be a Director w.e.f. July 28, 2019)	Shri. Thomas Mathew (appointed w.e.f. October 26, 2019)	Shri. Devarajan Varadarajan (appointed w.e.f. June 26, 2019)	
	1. Independent Directors							
	➤ Fee for attending board / committee meetings	➤ 960000	➤ 760000	➤ 1050000	➤ 520000	➤ 260000	➤ 790000	➤ 4340000
	➤ Commission	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil
	➤ Others, please specify	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil
	<b>Total (1)</b>	<b>960000</b>	<b>760000</b>	<b>1050000</b>	<b>520000</b>	<b>260000</b>	<b>790000</b>	<b>4340000</b>

Sl. No.	Particulars of Remuneration	Name of Directors							Total Amount
		Shri. Gautam Doshi <i>(resigned w.e.f. September 25, 2019)</i>	Shri. Amitabh Jhunjunwala <i>(appointed w.e.f. September 5, 2019)</i>	Shri. Minoru Kimura	Shri. Koji Ichiba <i>(resigned w.e.f. April 24, 2019)</i>	Shri. Jai Anshul Ambani <i>(appointed w.e.f. October 26, 2019)</i>	Shri. Tomohiro Yao <i>(appointed w.e.f. April 24, 2019)</i>	Shri. Amit Bapna <i>(resigned w.e.f. September 3, 2019)</i>	
	2. Other Non-Executive Directors								
	➤ Fee for attending board / committee meetings	➤ 750000	➤ 140000	➤ 880000	➤ NIL	➤ 40000	➤ 960000	➤ NIL	➤ <b>2770000</b>
	➤ Commission	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil
	➤ Others, please specify	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil	➤ Nil
	<b>Total (2)</b>	<b>750000</b>	<b>140000</b>	<b>880000</b>	<b>NIL</b>	<b>40000</b>	<b>960000</b>	<b>NIL</b>	<b>2770000</b>
	<b>Total (B)=(1+2)</b>	<b>1710000</b>	<b>900000</b>	<b>1930000</b>	<b>520000</b>	<b>300000</b>	<b>1750000</b>	<b>NIL</b>	<b>7110000</b>

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		
		Ms. Poornima Subramanian – Chief Financial Officer	Shri. Ashish Sarma Company Secretary & Head – Legal & Compliance	Shri. Ashish Vora – Chief Executive Officer & Whole-time Director
1.	Gross Salary			
	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	82,17,789	99,71,966	9,50,66,056
	b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	12,32,668	-	39,600
	c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	-	-	-
2.	Stock Options (Number of Options)			
3.	Sweat Equity			
4.	Commission			
5.	Others			
	<b>Total</b>	94,50,457	99,71,966	9,51,05,656

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NONE**