

FORM NO. MGT-7

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



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

U65990MH2005PLC154052

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCR0260P

(ii) (a) Name of the company

RELIANCE SECURITIES LIMITED

(b) Registered office address

11th Floor, R-Tech IT Park, Nirlon Compond,
Off Western Express Highway, Goregaon (East)
Mumbai
Mumbai City
Maharashtra
400062

(c) * e-mail ID of the company

RS*****DA

(d) *Telephone number with STD code

02*****00

(e) Website

www.reliancesmartmoney.com

(iii) Date of Incorporation

17/06/2005

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

(v) Whether company is having share capital

Yes No

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

Yes No

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K7	Financial Advisory, brokerage and Consultancy Services	43.67
2	K	Financial and insurance Service	K8	Other financial activities	56.33

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	RELIANCE CAPITAL LTD	L65910MH1986PLC165645	Holding	100

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

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	220,000,000	210,000,000	210,000,000	210,000,000
Total amount of equity shares (in Rupees)	2,200,000,000	2,100,000,000	2,100,000,000	2,100,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	220,000,000	210,000,000	210,000,000	210,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,200,000,000	2,100,000,000	2,100,000,000	2,100,000,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	180,000,000	25,000,000	25,000,000	25,000,000
Total amount of preference shares (in rupees)	1,800,000,000	250,000,000	250,000,000	250,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0% Compulsorily Convertible Optionally Redeemable				
Number of preference shares	180,000,000	25,000,000	25,000,000	25,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1,800,000,000	250,000,000	250,000,000	250,000,000

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	210,000,000	0	210,000,000	2,100,000,000	2,100,000,000	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0

iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	210,000,000	0	210000000	2,100,000,000	2,100,000,000	
Preference shares						
At the beginning of the year	0	25,000,000	25000000	250,000,000	250,000,000	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	0	25,000,000	25000000	250,000,000	250,000,000	

ISIN of the equity shares of the company

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

0

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

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

Date of the previous annual general meeting		31/08/2023	
Date of registration of transfer (Date Month Year)		25/01/2024	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	84	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	30		
Transferor's Name	Reliance Capital Limited		Ms. Parul Jain Jointly with
	Surname	middle name	first name

Ledger Folio of Transferee		35	
Transferee's Name	Reliance Capital Limited		Mr. Aman Gudral Jointly with
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	
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Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
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Ledger Folio of Transferor	
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Transferor's Name			
	Surname	middle name	first name

Ledger Folio of Transferee	
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Transferee's Name			
	Surname	middle name	first name

(iv) * Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	200	100000	20,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			20,000,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	50,500,000	0	30,500,000	20,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

(i) Turnover

2,124,899,942

(ii) Net worth of the Company

1,262,190,646

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	210,000,000	100	25,000,000	100
10.	Others	0	0	0	0
	Total	210,000,000	100	25,000,000	100

Total number of shareholders (promoters)

8

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0

	Total	0	0	0	0
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Total number of shareholders (other than promoters)

0

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

8

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

Details	At the beginning of the year	At the end of the year
Promoters	8	8
Members (other than promoters)	0	0
Debenture holders	43	20

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	2	2	2	2	0	0
(i) Non-Independent	2	0	2	0	0	0
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	2	2	2	0	0

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

6

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Ms. Homai Daruwalla	00365880	Director	0	
Mr. Chetan Desai	03595319	Director	0	
Mr. Lav Chaturvedi	02859336	Whole-time director	0	
Mr. Sanjay Sharma	09592199	Whole-time director	0	
Ms. Vrunda Dhanesha	ARAPD1719J	Company Secretary	0	
Mr. Sanjay Sharma	BSTPS8375N	CFO	0	

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

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	31/08/2023	7	6	100

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/04/2023	4	4	100
2	21/07/2023	4	4	100
3	06/11/2023	4	4	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	25/01/2024	4	4	100

C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	28/04/2023	3	3	100
2	Audit Committee	21/07/2023	3	3	100
3	Audit Committee	06/11/2023	3	3	100
4	Audit Committee	25/01/2024	3	3	100
5	Risk Committee	28/04/2023	3	3	100
6	Risk Committee	21/07/2023	3	3	100
7	Risk Committee	06/11/2023	3	3	100
8	Risk Committee	25/01/2024	3	3	100
9	Corporate Social Responsibility	06/11/2023	3	3	100
10	Nomination & Remuneration	24/04/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Ms. Homai Da	4	4	100	11	11	100	No
2	Mr. Chetan De	4	4	100	11	11	100	No
3	Mr. Lav Chatu	4	4	100	11	11	100	Yes
4	Mr. Sanjay Sh	4	4	100	11	11	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Lav Chaturvedi	Whole-time Dire	21,029,916	0	0	37,886,795	58,916,711
2	Mr. Sanjay Sharma	Whole-time Dire	3,486,276	0	0	1,856,000	5,342,276
	Total		24,516,192	0	0	39,742,795	64,258,987

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ms. Vrunda Dhanes	Company Secre	835,620	0	0	91,680	927,300
2	Mr. Sanjay Sharma	Chief Financial C	3,486,276	0	0	1,856,000	5,342,276
3	Mr. Lav Chaturvedi	Chief Executive	21,029,916	0	0	37,886,795	58,916,711
	Total		25,351,812	0	0	39,834,475	65,186,287

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Chetan Desai	Independent Dir	0	0	0	1,020,000	1,020,000
2	Ms. Homai Daruwal	Independent Dir	0	0	0	1,020,000	1,020,000
	Total		0	0	0	2,040,000	2,040,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

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(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

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

Declaration

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

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

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

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

To be digitally signed by

Director



DIN of the director

0*8*9*3*

To be digitally signed by

VRUNDA	Digitally signed by
ROMIL	VRUNDA ROMIL
PAREKH	PAREKH
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Company Secretary

Company secretary in practice

Membership number

3*2*5

Certificate of practice number

Attachments

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

- Attach**
- Attach**
- Attach**
- Attach**

List of attachments

List of shareholders and debentureholders.
 RSL_Form MGT-8_Final_signed.pdf
[RSL_Details of Committee Meetings_2023](#)

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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

List of Shareholders of the Company as on March 31, 2024

Sr. No.	First Name	Middle Name	Last Name	Folio Number	DP ID-Client ID Account Number	Number of Shares held	Classes of Shares
1	Reliance Capital Limited	-	-	24	-	20,99,99,412	Equity shares
2	Reliance Capital Limited jointly with Mr. Yogesh Deshpande	-	-	26	-	84	Equity shares
3	Reliance Capital Limited jointly with Mr. Amit Bapna	-	-	27	-	84	Equity shares
4	Reliance Capital Limited Jointly with Mr. Aman Gudral	-	-	35	-	84	Equity shares
5	Reliance Capital Limited jointly with Mr. Madan Chaturvedi	-	-	32	-	168	Equity shares
6	Reliance Capital Limited jointly with Mr. Chetan Raval	-	-	33	-	84	Equity shares
7	Reliance Capital Limited jointly with Mr. Atul Tandon	-	-	34	-	84	Equity shares
8	Reliance Financial Limited	-	-	-	13041400 04533290	2,50,00,000	Preference shares

For Reliance Securities Limited

VRUNDA

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Date: 2024.11.24
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Vruna Dhanesha

Company Secretary

Membership No.: A35255

Place: Mumbai

Reliance Securities Limited

11th Floor, R - Tech IT Park, Nirlon Compound, Western Express Highway, Goregaon (East), Mumbai - 400 063.
reliancesmartmoney.com | Tel: +91 22 4168 1200 | Fax: +91 22 4168 1220 | CIN: U65990MH2005PLC154052

Reliance Securities Limited
List of Debenture Holders as on 31.03.2024

Sno.	ISIN	Clint-ID/Folio	Holder Name	No of Units	Face Value	Value in Cr
1	INE923I07171	1304140001190183	ALKA GUPTA	10	100000	0.10
2	INE923I07171	1304140001200817	YASHWANT KUMAR VAYA	10	100000	0.10
3	INE923I07171	1304140001828625	CHITHRA D	10	100000	0.10
4	INE923I07171	1304140002379783	PRIYANKA GHOSH	10	100000	0.10
5	INE923I07171	1304140003254980	SUNDARI RAO MADHIRA	10	100000	0.10
6	INE923I07171	1304140006354141	SUNITA GUPTA	10	100000	0.10
7	INE923I07171	1304140008426827	TOMSY T KURIAN	10	100000	0.10
8	INE923I07171	1304140008929117	R RAGHAVAN	10	100000	0.10
9	INE923I07171	1304140009033984	SAKINA AZIZ BHAI KALAIWALA	10	100000	0.10
10	INE923I07171	1304140009329647	KRISHNAVENI KUNIGIRI	10	100000	0.10
11	INE923I07171	1304140009505942	RASHMI JAIN	10	100000	0.10
12	INE923I07171	1304140009800645	VISHRAM VASANT BHAGWAT	10	100000	0.10
13	INE923I07171	1304140009973181	JOGINDER SINGH	10	100000	0.10
14	INE923I07171	1304140009975837	PARVEEN ABDUL HAMID SHAIKH	10	100000	0.10
15	INE923I07171	1304140009980178	NIKHIL SUBHASH KUNIGIRI	10	100000	0.10
16	INE923I07171	1304140009990401	RAMCHANDRA BHAGWAT	10	100000	0.10
17	INE923I07171	1304140009994174	VIVEK GHOSHAL	10	100000	0.10
18	INE923I07171	1304140010078092	SWAPAN KUMAR GAYEN	10	100000	0.10
19	INE923I07171	1304140010637690	A SIVAGURUNATHAN	10	100000	0.10
20	INE923I07171	IN30292712376105	SUMIT BISWAS	10	100000	0.10
			Total	200		2.00

For Reliance Securities Limited

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ROMIL
PAREKH

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Vrunda Dhanesha

Company Secretary

Membership No. 35255

Reliance Securities Limited

Details of Committee Meetings held in the Financial Year 2023-2024

Sr. No.	Type of Meeting	Date of Meeting	Total no of Members as on the date of meeting	Attendance	
				Numbers of members attended	% of attendance
1	Audit Committee	28/04/2023	3	3	100
2	Audit Committee	21/07/2023	3	3	100
3	Audit Committee	06/11/2023	3	3	100
4	Audit Committee	25/01/2024	3	3	100
5	Risk Committee	28/04/2023	3	3	100
6	Risk Committee	21/07/2023	3	3	100
7	Risk Committee	06/11/2023	3	3	100
8	Risk Committee	25/01/2024	3	3	100
9	Corporate Social Responsibility Committee	06/11/2024	3	3	100
10	Nomination & Remuneration Committee	24/04/2023	3	3	100
11	Nomination & Remuneration Committee	06/11/2023	3	3	100

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FORM NO. MGT- 8

(Pursuant to Section 92 (2) of the Companies Act, 2013 and Rule 11 (2) of the
Companies (Management and Administration) Rules, 2014)

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Reliance Securities Limited** (hereinafter referred to as “the Company”) having Corporate Identification Number U65990MH2005PLC154052 & having its Registered Office at 11th Floor, R-Tech IT Park, Nirlon Compond, Off Western Express Highway, Goregaon (East), Mumbai City, Mumbai, Maharashtra, India, 400063 as required to be maintained under the Companies Act, 2013 (“the Act”) and the rules made thereunder for the year ended on March 31, 2024 (FY 2023-24). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company:
 - 1. has complied with provisions of the Act & Rules made thereunder in respect of its status under the Act;
 - 2. has complied with provisions of the Act & Rules made thereunder in respect of maintenance of registers/ records as required under Section 88 read with Rule 21 (1)(a) of the Companies (Management & Administration) Rules, 2014, Section 170 read with Rule 17 (1) and (2) of the Companies (Appointment & Qualification of Directors) Rules, 2014 and Section 85 of the Act & making entries therein within the time prescribed thereof;
 - 3. has complied with provisions of the Act & Rules made thereunder in respect of filing of forms and returns with the Registrar of Companies within prescribed time/ beyond the prescribed time.
 - 4. has complied with provisions of the Act & Rules made thereunder in respect of calling/ convening/ holding meetings of Board of Directors and its Committees and the meeting

of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions passed have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed.

5. The Company was not required to close the Register of Members/ Security holders;
6. the provisions of the Act & Rules made thereunder in respect of any advances/ loans to its Directors and/ or persons or firms or companies referred in Section 185 of the Act were not applicable to the Company during the year under review;
7. has complied with provisions of the Act & Rules made thereunder in respect of contracts/ arrangements with related parties as specified in section 188 of the Act (Refer notes attached to the Financial Statements pursuant to Ind AS-24);
8. has not issued or allotted or transmitted or bought back of securities or debentures/ altered or reduced of share capital/ converted shares/ securities and therefore not issued any security certificates;

The provisions with respect to transfer of securities was duly complied during the audit period;

9. has not kept in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. has not declared and paid dividend as per Section 123 of the Act and is not required to transfer the unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. has complied with provisions of the Act & Rules made thereunder in respect of signing of Audited Financial Statement as per the provisions of section 134 of the Act and report of Directors is as per sub-sections (3), (4) and (5) thereof.
12. has complied with the provisions of the Act & Rules made thereunder in respect of constitution/ appointment/ re-appointment/ retirement/ disclosures of the Directors.

13. has complied with provisions of the Act & Rules made thereunder in respect of appointment of the Statutory Auditors M/s Pathak H. D. & Associates LLP (having Firm Registration Number 107783W/ W100593), Chartered Accountants for the term of five (5) years at the Annual General Meeting held on July 07, 2022 per the provisions of section 139 of the Act.
14. has not taken/ required to take any approvals from Central Government, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act.
15. has not accepted/ renewed deposits.
16. has complied with borrowings from its, members, banks, financial or non-financial institutions, during the year, as may be applicable. Company has not created/ modified / satisfied any charges during the year under review.
17. has complied with the provisions of section 186 of the Act with respect to giving loans, making investments or giving guarantees or providing securities to other bodies corporate or persons (Refer notes attached to the Financial Statements pursuant to Ind AS) .
18. has not altered the provisions of the Memorandum and/ or Articles of Association of the Company the period under review.

For Trusha D. Shah & Co.

TRUSHA
DEEPAK SHAH

Digitally signed by
TRUSHA DEEPAK SHAH
Date: 2024.11.22
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Trusha Shah
Practicing Company Secretary
Membership No.: 41022
C. O. P. No: 19908
UDIN: A041022F002432345

Place: Mumbai
Date: November 22, 2024