

FORM NO. MGT - 9
EXTRACT OF ANNUAL RETURN

as on the financial year ended March 31, 2019

[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

i) CIN	U29299MH1987PLC045446
ii) Registration Date	November 30, 1987
iii) Name of the Company	Reliance MediaWorks Limited
iv) Category / Sub-Categor of the Company	Public Company / Limited by Shares
v) Address of the Registered office and Contact details	Communication Centre Film City Complex Goregon (East) Mumbai 400 065 Tel. : +91 22 3347 3600 Fax : +91 22 3347 3601 E-mail : investor.complaints@relianceada.com Website: www.reliancemediaworks.com
vi) Whether listed company	No
vii) Name, address and contact details of Registrar and Transfer Agent, if any.	Link Intime India Private Limited C-101, 247 Park L.B.S. Marg, Vikhroli (West) Mumbai 400 083 Tel. : +91 22 4918 6000 Fax : +91 22 4918 6060 E-mail : rnt.helpdesk@linkintime.co.in Website : www.linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 per cent 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	% of total turnover of the company
1	Exhibition and Film & Media Services	899.9	100%

III. PARTICULARS OF HOLDINGS, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
(1)	Reliance MediaWorks Financial Services Private Limited ('RMFSPL') Communication Centre, Film City Complex, Goregaon (East), Mumbai 400 065	U74999MH2017PTC292285	Subsidiary	100	2(87)
(2)	Big Synergy Media Limited 1501-1502, 15 th Floor, 'Grandeur', Veera Desai Road Extension, Off New Link Road, Opp. Gundecha Symphony, Andheri (W), Mumbai 400053	U74899MH1988PLC287805	Subsidiary	51 (RMFSPL holds 51% share in Big Synergy)	2(87)

Reliance MediaWorks Limited

Directors' Report

III. PARTICULARS OF HOLDINGS, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
(3)	Reliance MediaWorks Theatres Limited Communication Centre, Film City Complex, Goregaon (East), Mumbai 400 065	U92110MH2003PLC140467	Subsidiary	100 (RMFSPL holds 100% share in RMTL)	2(87)
(4)	Global MediaWorks (UK) Limited (formerly known as Reliance MediaWorks (UK) Limited) 1 Doughty Street, London WCIN2PH	N.A.	Subsidiary	100	2(87)
(5)	Reliance MediaWorks (USA), Inc. C/o Pawar Gilgallon & Rudy, LLC, 6 South Street, Suite 201, Morristown, New Jersey 07960	N.A.	Subsidiary	100	2(87)
(6)	Divya Shakti Marketing Private Limited 37/39 Kantol Nivas, 3 rd Floor, Modi Street, Fort, Mumbai 400 001	U51900MH1994PTC082235	Joint Venture	50 (RMFSPL holds 50% share in Divya Shakti)	2(6)
(7)	Prime Focus Limited Prime Focus House, Opp Citi Bank, Linking Road, Khar (West), Mumbai 400 052	L92100MH1997PLC108981	Associate	35.08 (RMFSPL holds 35.11% in Prime Focus)	2(6)

IV SHAREHOLDING 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, 2018)				No. of Shares held at the end of the year (March 31, 2019)				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
A. Promoter									
(1) Indian									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	12 63 46 171	50	12 63 46 221	65.39	19 32 089	50	19 32 139	1	64.39
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other....	-	-	-	-	-	-	-	-	-
Sub-Total (A)(1):	12 63 46 171	50	12 63 46 221	65.39	19 32 089	50	19 32 139	1	64.39
(2) Foreign									
a) NRIs-Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other....	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2):	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter(s)	12 63 46 171	50	12 63 46 221	65.39	19 32 089	50	19 32 139	1	64.39
(A) = (A)(1) + (A)(2)									

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IV SHAREHOLDING 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, 2018)				No. of Shares held at the end of the year (March 31, 2019)				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds / UTI	-	-	-	-	-	-	-	-	-
b) Banks/FI	50	-	50	0.00	50	-	50	0.00	0.00
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Fund	-	-	-	-	-	-	-	-	-
i) Any other....	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1):	50	-	50	0.00	50	-	50	0.00	0.00
(2) Non-Institutions									
a) Body Corporate									
i) Indian	5 85 83 883	-	5 85 83 883	30.32	5 85 27 553	-	5 85 27 553	30.29	-0.03
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i. Individual Shareholders holding nominal share capital upto ₹ 1 Lac	74 47 906	31 252	74 79 158	3.87	74 58 181	32 052	74 90 233	3.8768	0.01
ii. Individual Shareholders holding nominal share capital in excess of ₹ 1 Lac	2 46 472	-	2 46 472	0.13	182740	-	182740	0.0946	0.00
c) Others (specify)									
i) Clearing Members	43 427	-	43 427	0.022	34470	-	34470	0.0178	0.00
ii) Non Resident Indians (Repat)	1 59 392	50	1 59 442	0.08	158237	50	158287	0.0819	0.00
iii) Non Resident Indians (Non Repat)	40 410	-	40 410	0.02	47614	-	47614	0.0246	0.00
iv) Hindu Undivided Family	3 66 014	0	3 66 014	0.19	3 67 595	900	3 68 495	0.1907	0.00
v) Trust	84	-	84	0.00	139	-	139	0.00	0.00
Sub-Total (B)(2):	6 68 31 258	31 302	6 68 62 560	34.61	19 12 43 640	33 002	19 12 76 642	99.00	64.39
Total Public Shareholding (B) = (B)(1)+(B)(2)	6 68 31 308	31 302	6 68 62 610	34.61	19 12 43 690	33 002	19 12 76 692	99.00	64.39
TOTAL (A) + (B)	19 31 77 479	31 352	19 32 08 831	100.00	19 31 75 779	33 002	19 32 08 831	100	0.00
C. Shares held by Custodian for GDRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	19 31 77 479	31 352	19 32 08 831	100.00	19 31 75 779	33 052	19 32 08 831	100.00	-

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ii) Shareholding of Promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the year (April 1, 2018)			Shareholding at the end of the year (March 31, 2019)			% change in shareholding 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	19 32 089	1.00	-	19 32 089	1.00	-	-
2	Reliance Land Private Limited	12 44 14 132	64.39	-	50	0.00	-	64.39
	Total	12 63 46 221	65.39	-	19 32 139	1.00	-	64.39

iii) Change in Promoters' shareholding (Please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	At the beginning of the year (Reliance Land Pvt Ltd)	12 44 14 132	64.39	-	-
	At the beginning of the year (Reliance Capital Pvt Ltd)	19 32 089	1.00	19 32 089	1
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.) Transfer on Sept 21, 2018	-124414132	64.39	50	0
3	At the End of the year	19 32 139	1.00	-	-

Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity ect):

Sl. No.	Shareholders' Name	Shareholding at the beginning of the year (April 1, 2018)		Increase / Decrease in shareholding	Reason	Cumulative shareholding during the year	
		No of shares	% of total shares of the Company			No of shares	% of total shares of the Company
1	Reliance Land Private Limited	12 44 14 132	64.39	-124414082	Transfer	50	0.00

Transferred on September 21, 2018.

iv) Shareholding pattern of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (April 1, 2018)		Date	Increase / Decrease in shareholding	Reason	Cumulative shareholding during the year	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	EDICO Ventures Private Limited	5 79 61 764	30.00	January 25, 2019	-5 79 61 764	Transfer	0	0.00
2	Reliance Alpha Services Pvt Ltd	0.000	0.00	September 21, 2018	6 21 99 483	Transfer	6 21 99 483	32.19
3	Adhar Project Management & Consultancy Pvt Ltd	0000	0.00	September 21, 2018	61 69 635	Transfer	61 69 635	3.19
4	Indian Agri Services Pvt Ltd	0.000	0.00	September 21, 2018	5 60 44 964	Transfer	5 60 44 964	29.01
5	Ariel Trading Pvt Ltd	0.000	0.00	September 21, 2018	5 79 61 764	Transfer	5 79 61 764	30.00
6	Templeton Stock Growth Pvt Ltd	3 305	0.00	September 21, 2018	65 000	Transfer	68305	0.04
7	Sejal Rakesh Zaveri	40 053	0.02		-		40 053	0.02
8	SKV E-Stocks Private Limited	39 000	0.02		-		39 000	0.02
9	Pradip Mathuradas Mehta	35 379	0.02		-		35 379	0.02
10	Tarun Gupta	30000	0.02	September 21, 2018	-30 000	Transfer	0	0.00
11	Princy Gupta	35 000	0.02	September 21, 2018	-35 000	Transfer	0	0.00
12	S D Premalatha	32 300	0.02		-		32 300	0.02
13	Noesis Ventures Pvt Ltd	30 200	0.02		-		30 200	0.02
14	Ramakant Kasat	30 000	0.02		-		30 000	0.02
15	Sushilabai Ishwardas Bamb	28 255	0.01	August 17, 2018	1268	Transfer	29 523	0.02

Directors' Report

v) Shareholding of Directors and Key Managerial Personnel (KMPs)

Mr. Satish Kadakia, Whole-time Director of the Company holds 10 equity shares of the Company. The KMPs of the Company i.e. Ms. Mangala Savla-Company Secretary hold nil shares.

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
(₹ in millions)				
Indebtedness at the beginning of the financial year (As on 01.04.2018)				
i) Principal Amount		4 014	-	4 014
ii) Interest due but not paid		-	-	-
iii) Interest accrued but not due	6.62	32	-	32
Total (i+ii+iii)		4 340.62	-	4 340.62
Change in Indebtedness during the financial year				
• Addition	-	2 340.10	-	2 340.10
• Reduction (Repayment)	-	472	-	472
Net Change		1 868.00	-	1 868.00
Indebtedness at the end of the financial year				
i) Principal Amount	-	2 455.10	-	2,455
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	435	-	435
Total (i+ii+iii)	-	2 890.40	-	2 890.40

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) Remuneration to Managing Director, Whole-time Director and/or Manager:				(₹ in millions)
Sr. No.	Particulars of Remuneration	Mr. Satish Kadakia Whole-time Director		Total Amount
1	Gross salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961			2.5
	(b) Value of perquisites under section 17(2) of the Income-tax Act, 1961			-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			-
2	Stock Option			-
3	Sweat Equity			-
4	Commission			-
5	Others, please specify			-
	Total (A)			2.5
	Ceiling as per the Act			60.00
(B) Remuneration to other Directors:				(₹ in millions)
Sr. No.	Particulars of Remuneration	Name of Director		Total Amount
1	Independent Directors	Mr. Sushilkumar Agrawal	Mr. Parag Ved	
	• Fee for attending board / committee meetings	0.1	0.1	0.2
	• Commission	-	-	-
	• Others, please specify	-	-	-
	Total (1)	0.1	0.1	0.2
2	Other Non-Executive Directors	Mr. Gautam Doshi	Ms. Anuprita Daga* Ms. Meenal Purswani**	
	• Fee for attending board / committee meetings	0.05	-	0.05
	• Commission	-	-	-
	• Others, please specify	-	-	-
	Total (2)	0.05	-	0.05
	Total (B) = (1 + 2)	0.05	-	0.25
	Total Managerial Remuneration (A + B)			2.75
	Overall ceiling as per the Act			60.00
*Ms. Anuprita Daga resigned w.e.f.October 9, 2018 & Ms. Meenal Purswani Appointed to be Director w.e.f.December 21, 2018 and resigned w.e.f. Feb 20, 2019				

Remuneration to Key Managerial Personnel other than MD/Manager/WTD: (₹ in millions)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel	
		*Mangala Savla	Company Secretary
1	Gross salary	0.75	
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites under Section 17(2) Income-tax Act, 1961	-	
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	-	
2	Stock Option (Numbers)	-	
3	Sweat Equity	-	
4	Commission	-	
5	Others	-	
	Total	0.75	

*Appointed as Company Secretary w.e.f. July 25 ,2018