

Reliance Capital Limited
Statement of Standalone Financial Results for the quarter and Half-year ended September 30, 2021

(Rs. in crore except per share data)

Sr. No.	Particulars	Quarter Ended			Half-year ended		Year Ended
		30-Sep-2021	30-Jun-2021	30-Sep-2020	30-Sep-2021	30-Sep-2020	31-Mar-2021
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
	Income						
I	Revenue from operations						
	Interest Income	1	1	271	2	539	542
	Dividend Income	4	-	3	4	3	4
	Rental Income	0.24	0.36	-	0.60	1.00	1.56
	Fees Income	-	-	-	-	8	15
	Other operating income (* Rs 8 193)	*	0.12	0.08	0.12	0.10	0.10
	Total Revenue from operations	5	2	274	7	551	563
II	Other income	0.04	0.01	0.03	0.05	0.04	0.11
III	Total Income (I+II)	5	2	274	7	551	563
IV	Expenses						
	Finance costs	404	401	398	805	907	1 712
	Net loss / (Gain) on fair value changes (net)	(156)	(73)	202	(229)	265	3 276
	Impairment on financial instruments	(0.49)	(0.39)	2 139	(1)	2,215	6,502
	Employee benefits expense	5	3	2	8	10	11
	Depreciation and amortisation expense	2	1	3	3	5	9
	Other expenses	4	3	5	7	12	25
	Total expenses (IV)	258	335	2 749	593	3 414	11 535
V	Profit/(loss) before tax (III-IV)	(253)	(333)	(2 475)	(586)	(2 863)	(10 972)
VI	Tax expense						
	(1) Current tax	-	-	-	-	-	-
	(2) Deferred tax	-	-	-	-	-	-
	(3) Taxation for earlier years	-	-	-	-	-	-
	Total tax expense	-	-	-	-	-	-
VII	Profit/(loss) for the period / year (V-VI)	(253)	(333)	(2 475)	(586)	(2 863)	(10 972)
VIII	Other Comprehensive Income / (Loss)						
A	(i) Items that will not be reclassified to profit or loss	(0.13)	(0.14)	(0.37)	(0.27)	(1.00)	(10.32)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-
B	(i) Items that will be reclassified to profit or loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
	Other comprehensive income / (Loss) for the period / year, net of tax	(0.13)	(0.14)	(0.37)	(0.27)	(1.00)	(10.32)
IX	Total Comprehensive Income / (Loss) for the period / year (VII+VIII)	(253)	(333)	(2 475)	(586)	(2 864)	(10 982)
X	Earnings per equity share face value of Rs. 10 each fully paidup (quarter not annualised)						
	(1) Basic	(10.07)	(13.28)	(98.55)	(23.35)	(114.01)	(436.92)
	(2) Diluted	(10.07)	(13.28)	(98.55)	(23.35)	(114.01)	(436.92)
XI	Paid-up Equity Share Capital	253	253	253	253	253	253
XII	Other equity						(7 863)



Notes:

- 1 Reliance Capital Limited (the 'Company') is primarily engaged in the Finance and Investment activities and all other activities revolve around the main business of the Company. 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 no separate reportable segment, as per the Ind AS 108 "Operating Segments".
- 2 The Listed Secured Non-Convertible Debentures of the Company aggregating to Rs. 14 827 crore as on September 30, 2021 are secured by way of first pari-passu mortgage/charge on the Company's immovable property and on present and future book debts, business receivables, investment property and other receivables of the Company as specifically mentioned in the respective Trust Deeds. The asset cover has fallen below hundred percent of the outstanding debentures and adequate steps are being taken by the Company as explained in point no. 7.
- 3 The Company had entered in to binding agreement on October 11, 2019 with the existing management teams of Reliance Securities Limited and Reliance Financial Limited for buying out the business from Company, subject to regulatory and other customary approvals which are pending. These assets also form part of Expression of Interest issued on October 31, 2020. Accordingly, the investment in Reliance Securities Limited and Reliance Financial Limited are not classified as assets held for sale in accordance with the Ind AS 105 "Non Current Assets held for Sale and Discontinued operations".
- 4 The Company had pledged its entire equity holding in Reliance General Insurance Company Limited (RGICL) in favour of IDBI Trusteeship Services Limited (Trustee) against dues guaranteed by the Company. The Trustee, on November 19, 2019, invoked the pledge and presently holds 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 shares are being held by the Trustee in the capacity as Trustee and the shares have not been transferred. The said order was challenged in Securities Appellate Tribunal, Mumbai (SAT) and SAT vide its Order dated February 27, 2020 also confirmed 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 wholly owned subsidiary of the Company.
- 5 The Company had pledged 3.35% comprising of 2,04,97,423 equity shares of Nippon Life India Asset Management Limited (NLAML) in favour of IndusInd Bank Limited (IBL). IBL has illegally invoked the pledge, which has been challenged by the Company before the Hon'ble High Court of Bombay. The High Court has referred the matter to the arbitration, the Sole Arbitrator who upon hearing the Interim Applications filed by the Company passed an interim order on April 23, 2020 wherein it stated that a status quo (as ordered by Bombay High Court vide Order dated December 11, 2019) will continue and the NLAML shares, whose pledge was invoked by IndusInd Bank, will remain in a separate demat account, where they are lying currently. Accordingly, the Company continues to consider its rights on the above referred shares.
- 6 One of previous auditor of the Company, 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.
- 7 The Company has defaulted in repayment of obligation to the Lenders and Debenture holders against which various lenders have filed litigations and the Company has incurred losses during the current & previous year, which indicate material uncertainty exists that may cast a significant doubt on the Company's ability to continue as a Going Concern. The Company is in the process of meeting its obligations by way of time bound monetization of its assets in cognizance with Debenture Trustee (Vistra) & Debenture holders. Committee of Debenture Holders have sought Expression of Interest for submission of Asset Monetization Plans for certain subsidiaries / investments of the Company. The invitation for this Expression of Interest had been originally issued on October 31, 2020, the same was followed by extension dated December 7, 2020 and April 30, 2021. Accordingly, the financial results of the Company have been prepared on a "Going Concern" basis.



- 8 Vistra ITCL (India) Limited ("Vistra ITCL"), the Trustee has issued a notice on September 27, 2021, to the Company under Section 13(4) of the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002. The Company has challenged the said notice by filing an Application before Debt Recovery Tribunal at Mumbai and has obtained an Ad-Interim Order to the effect that the notice issued by Vistra ITCL shall not affect the Company's rights to carry on the business in its ordinary course and restraining Vistra ITCL from taking any further steps / action till the next hearing .
- 9 The financials results for the quarter and Half- year ended September 30,2021 of the Company have been subjected to a "Limited Review" by the Statutory Auditors of the Company.
- 10 Previous period figures have been regrouped and rearranged wherever necessary.
- 11 Disclosure under Regulation 52(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as certified by the management, is given in Annexure A.
- 12 The above results were reviewed by the Audit Committee. The Board of Directors at its meeting held on November 12, 2021 approved the above results and its release.

Mumbai, November 12, 2021



for Reliance Capital Limited

Dhananjay Tiwari
Director & Chief Executive Officer



Reliance Capital Limited
Standalone Balance Sheet as at September 30, 2021

(Rs. in crore)

Particulars	As at September 30, 2021	As at March 31, 2021
	Unaudited	Audited
ASSETS		
Financial assets		
Cash and cash equivalents	4	2
Bank balance other than cash and cash equivalents above	16	16
Receivables		
(I) Trade receivables	1	1
(II) Other receivables	-	-
Loans	975	977
Investments	12 114	11 897
Other financial assets	214	215
Total Financial Assets	13 324	13 108
Non-financial assets		
Current tax assets (Net)	8	7
Investment Property	76	77
Property, plant and equipment	43	46
Other intangible assets	-	-
Other non-financial assets	437	400
Total Non - Financial Assets	564	530
Total assets	13 888	13 638
LIABILITIES AND EQUITY		
LIABILITIES		
Financial liabilities		
Derivative Financial Instrument	2	18
Debt securities	16 260	16 260
Borrowings	1 186	1 186
Payables		
(I) Trade Payables		
(i) total outstanding dues of micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
(II) Other Payables		
(i) total outstanding dues of micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
Other financial liabilities	4 216	3 358
Total Financial Liabilities	21 664	20 822
Non-financial Liabilities		
Provisions	405	405
Other non-financial liabilities	15	21
Total Non - Financial Liabilities	420	426
EQUITY		
Equity share capital	253	253
Other equity	(8 449)	(7 863)
Total equity	(8 196)	(7 610)
Total liabilities and equity	13 888	13 638



Reliance Capital Limited
Standalone statement of cash flow for the Half-year ended September 30, 2021
(Rs. in crore)

Particulars	As at September 30, 2021	As at September 30, 2020
	Unaudited	Unaudited
CASH FLOW FROM OPERATING ACTIVITIES :		
Profit/(Loss) before tax:	(586)	(2 863)
Adjustments :		
Depreciation and amortisation expense	3	5
Net Impairment on financial instruments and balances written off	(1)	2 215
Provision for gratuity / leave encashment (* Rs 34 98 855)	*	-
Dividend income on investments	(4)	(3)
Net loss on fair value of investment (net)	(229)	265
Share based payment / (reversal) to employees	1	(3)
Amortised brokerage on borrowings	-	101
Interest Income	(2)	(539)
Interest expenses (net)	805	806
Operating profit before working capital changes	(13)	(16)
Adjustments for (increase)/ decrease in operating assets:		
Interest received	2	6
Financial assets and non financial assets	(33)	(3)
Financial liabilities and non financial liabilities	31	5
Cash used in operations	(13)	(8)
Less : Income taxes paid (net of refunds)	(1)	(2)
Net cash used in operating activities	(14)	(10)
CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of property, plant and equipments (including capital advances) (* Rs 153 400, ** Rs 12 22 653)	*	**
Proceeds from sale of investments (net)	12	7
Dividend received	4	3
Net cash flow from investing activities	16	10
CASH FLOW FROM FINANCING ACTIVITIES :		
Debt securities issued / (repaid) (net)	-	-
Borrowing other than debt securities issued / (repaid) (net)	-	-
Net cash used in financing activities	-	-
NET INCREASE/(DECREASE) IN CASH AND BANK EQUIVALENTS (* Rs 21 74 466)	2	*
Add : Cash and cash equivalents at beginning of the year	2	6
Cash and cash equivalents at end of the period	4	6



Annexure A

Disclosure pursuant to Regulation 52(4) of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, for the half year ended September 30, 2021 :

Sr. No.	Particulars	Details Required
1	Debt-Equity Ratio	*
2	Outstanding Redeemable Preference Shares (Quantity And Value)	-
3	Capital Redemption Reserve/Debenture Redemption Reserve	-
4	Net Worth	(8195.90)
5	Net Profit After Tax	(586.34)
6	Earnings Per Share (Not annualised)	Basic : Rs (23.35) Diluted : Rs (23.35)
7	Total Debts To Total Assets	1.26
8	Net Profit Margin	*
9	Sector Specific Equivalent Ratios, As Applicable	
a	Gross NPA (Stage 3 Asset Gross) Ratio	99.60%
b	Net NPA (Stage 3 Asset Gross) Ratio	96.49%

Note 1: * The Company has negative equity balance as a result, debt equity ratio cannot be presented, since there is loss for the Half-year ended September 30, 2021 Net Profit Margin cannot be presented.

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





Limited Review Report on Unaudited Quarterly Standalone Financial Results and Year-to-date Standalone Financial Results of Reliance Capital Limited under Regulation 33 and Regulation 52 read with Regulation 63(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of
Reliance Capital Limited

Introduction

1. We have reviewed the accompanying statement of unaudited standalone financial results of Reliance Capital Limited ("the Company") for the quarter ended September 30, 2021 and year to date results for the period ended April 1, 2021 to September 30, 2021 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended.
2. This Statement, which is the responsibility of the Company's management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 ("the Act"), and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 read with Regulation 63(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Our responsibility is to issue a report on the Statement based on our review.

Scope of the Review

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



Conclusion

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of standalone unaudited financial results prepared in accordance with applicable Accounting Standards i.e. Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Act read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Material Uncertainty related to Going Concern

5. We draw attention to Note no. 7 of the Statement which explains that the Company has defaulted in repayment of the obligations to the lenders and debenture holders and also has incurred losses during the period under review as well as during the previous year, which indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a Going Concern. The Company is in the process of meeting its obligations by way of monetization of its assets for which multiple expressions of interest have been called for. In view of the probable recovery by way of asset monetisation the interim financial results of the Company have been prepared on a Going Concern basis.

Our conclusion on the Statement is not modified in respect of the above matter.

Emphasis of Matter

6. We draw attention to Note no. 6 of the Statement which refers to filing under Section 143(12) of the Act of Ministry of Corporate Affairs by one of the previous auditors for the financial year 2018-19. Based on the facts as described in the aforesaid note, the Company has concluded that there were no matters attracting the said Section and the matter is under consideration with the Ministry of Corporate Affairs.

Our conclusion on the Statement is not modified in respect of the above matter.

Other Matter

7. The comparative audited standalone financial results of the Company for the previous year ended March 31, 2021, the Unaudited Standalone Financial Results for the quarter ended June 30, 2021 and the Unaudited Standalone Financial Results for the quarter and half year ended September 30, 2020, included in this Statement had been audited / reviewed by predecessor auditor whose reports dated May 8, 2021, August 6, 2021 and November 6, 2020, respectively expressed unmodified opinion / conclusion on these Audited Standalone Financial Results for the year ended March



31, 2021, Unaudited Standalone Financial Results for the quarter ended June 30, 2021 and the Unaudited Standalone Financial Results for the quarter and half year ended September 30, 2020 respectively. These reports have been relied upon by us for the purpose of our review.

Our conclusion on the Statement is not modified in respect of the above matter

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

Rahul Joglekar
Partner

Membership No.:129389
UDIN: 21129389AAAAOX5163



Place: Mumbai

Date: November 12, 2021