

Annexure – 6A

Pre Scheme of Arrangement Shareholding Pattern as on December 31, 2015

Refer attached Exhibit -1.

Post Scheme of Arrangement Shareholding Pattern

We hereby undertake and confirm that there will be no change in the shareholding pattern of the Company pursuant to the proposed Scheme (post effective).

For **Reliance Capital Limited**



V. R. Mohan

President & Company Secretary



Format of holding of specified securities

1. Name of Listed Entity : Reliance Capital Limited
2. Scrip Code/Name of Scrip/Class of Security : BSE - 500111 NSE-RELCAPITAL / Reliance Capital Limited / Equity
3. Share Holding Pattern Filed under: ~~Reg. 31(1)(a)/Reg.31(1)(b)/Reg.31(1)(c)~~ for the quarter ended December 31, 2015
 - a. if under 31(1)(b) then indicate the report for quarter ending
 - b. if under 31(1)(c) then indicate date of allotment/extinguishment
4. **Declaration:** The Listed entity is required to submit the following declaration to the extent of submission of information:-

	Particulars	Yes*	No*
1	Whether the Listed Entity has issued any partly paid up shares?		No
2	Whether the Listed Entity has issued any Convertible Securities or Warrants?		No
3	Whether the Listed Entity has any shares against which depository receipts are issued?	Yes	
4	Whether the Listed Entity has any shares in locked-in?	Yes	
5	Whether any shares held by promoters are pledge or otherwise encumbered?	Yes	

*If the Listed Entity selects the option 'No' for the questions above, the columns for the partly paid up shares, Outstanding Convertible Securities / Warrants, depository receipts, locked-in shares, No of shares pledged or otherwise encumbered by promoters, as applicable, shall not be displayed at the time of dissemination on the Stock Exchange website. Also wherever there is 'No' declared by Listed Entity in above table the values will be considered as 'Zero' by default on submission of the format of holding of specified securities.

5. The tabular format for disclosure of holding of specified securities is as follows:-



Table I - Summary Statement holding of specified securities

Cate gory (I)	Category of shareholder (II)	Nos. of share- holders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid- up equity shares held (V)	No. of shares underlying Depositor y Receipts (VI)	Total nos. shares held (VII) = (IV) + (V) + (VI)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII) + (X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialize d form (XIV)	
								No of Voting Rights					Total as a % of (A+B+C)	No. (a)	As a % of total Shares held (b)	No. (a)		As a % of total Shares held (b)
								Class : Equity	Class : NA	Total								
(A)	Promoter & Promoter Group	10	131382303	0	0	131382303	52.13	131382303	0	131382303	52.01	NA	NA	0	0.00	44000000	33.49	131382303
(B)	Public	1009626	119028688	0	0	119028688	47.23	119028688	0	119028688	47.11	NA	NA	7000000	2.77	NA		114135989
(C)	Non Promoter-Non Public	2	2221809	0	0	2221809	0	2221809	0	2221809	0.88	NA	NA	0	0	NA		2221809
(C1)	Shares underlying DRs	1	621809	0	0	621809	NA	621809	0	621809	0.25	NA	NA	0	0.00	NA		621809
(C2)	Shares held by Employee Trusts	1	1600000	0	0	1600000	0.63	1600000	0	1600000	0.63	NA	NA	0	0.00	NA		1600000
	Total	1009638	252632800	0	0	252632800	100.00	252632800	0	252632800	100.00	NA	NA	7000000	2.77	44000000	33.49	247740101

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

	Category & Name of the Shareholders (I)	PAN (II)	No. of Shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid- up equity shares held (V)	Nos. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII = IV+V+VI)	Shareholdin g % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) as a % of A+B+C2	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
									No. of Voting Rights					Total as a % of Total Voting rights	No. (a)	As a % of total Shares held (b)	No. (a)		As a % of total Shares held (b)
									Class : Equity	Class : NA	Total								
(1)	Indian																		
(a)	Individuals/Hindu undivided Family		5	1166014	0	0	1166014	0.46	1166014	0	1166014	0.46	NA	NA	0	0	0	0	1166014
1	Anil D. Ambani			273891	0	0	273891	0.11	273891	0	273891	0.11	NA	NA	0	0	0	0	273891
2	Jai Anshul A Ambani			5	0	0	5	0.00	5	0	5	0.00	NA	NA	0	0	0	0	5
3	Jaianmol A. Ambani			83487	0	0	83487	0.03	83487	0	83487	0.03	NA	NA	0	0	0	0	83487
4	Kokila D Ambani(*)			545157	0	0	545157	0.22	545157	0	545157	0.22	NA	NA	0	0	0	0	545157
5	Tina A Ambani			263474	0	0	263474	0.10	263474	0	263474	0.10	NA	NA	0	0	0	0	263474
(b)	Central Government/State Government(s)		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	0	0.00	0
(c)	Financial Institutions/Banks		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	0	0.00	0
(d)	Any Other		5	130216289	0	0	130216289	51.67	130216289	0	130216289	51.54	NA	NA	0	0.00	44000000	33.49	130216289
1	Reliance Inceptum Private Limited			97714206	0	0	97714206	38.77	97714206	0	97714206	38.68	NA	NA	0	0	31000000	31.73	97714206
2	Reliance Infrastructure Consulting And Engineers Private Limited			27975633	0	0	27975633	11.10	27975633	0	27975633	11.07	NA	NA	0	0	13000000	46.47	27975633
3	Reliance Infrastructure Management Private Limited			700000	0	0	700000	0.28	700000	0	700000	0.28	NA	NA	0	0	0	0.00	700000
4	Reliance Innoventures Private Limited			576450	0	0	576450	0.23	576450	0	576450	0.23	NA	NA	0	0	0	0	576450
5	Crest Logistics And Engineers Private Limited			3250000	0	0	3250000	1.29	3250000	0	3250000	1.29	NA	NA	0	0.00	0	0	3250000
	Sub-Total (A)(1)		10	131382303	0	0	131382303	52.13	131382303	0	131382303	52	NA	NA	0	0.00	44000000	33.49	131382303
(2)	Foreign																		
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	0	0.00	0
(b)	Government		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	0	0.00	0
(c)	Institutions		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	0	0.00	0
(d)	Foreign Portfolio Investor		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	0	0.00	0
(e)	Any Other (specify)		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	0	0.00	0
	Sub-Total (A)(2)		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	0	0.00	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		10	131382303	0	0	131382303	52.13	131382303	0	131382303	52.00	NA	NA	0	0.00	44000000	33.49	131382303

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc. - NA

Note:

(1) PAN would not be displayed on website of Stock Exchange(s).

(2) The term "Encumbrance" has the same meaning as assigned under regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

(*) As per disclosure, pursuant to Regulation 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 received from the Promoters alongwith Persons Acting/deemed to be Acting in Concert, 17,00,000 (0.67%) equity shares purchased by the discretionary Portfolio Manager of Smt. Kokila D. Ambani under the Portfolio Management Scheme (PMS) have been credited to a separate Demat Account specifically opened for PMS purpose as per the SEBI requirements. No voting or other rights/interest is held on those shares, except the economic interest in PMS. This is disclosed by way of an abundant caution.

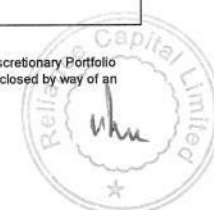


Table III - Statement showing shareholding pattern of the Public shareholder

(1)	Category & Name of the Shareholders (I)	PAN (II)	Nos. of Share holder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	Nos. of shares underlying Depositor y Receipts (VI)	Total nos. shares held (VII = IV+V+VI)	Shareholdin g % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
									No. of Voting Rights					Total as a % of Total Voting rights	No. (a)	As a % of total Shares held (b)	No. (Not applicable) (a)		As a % of total shares held (Not applicable) (b)
									Class : Equity	Class : NA	Total								
(1)	Institutions																		
(a)	Mutual Funds		179	11269876	0	0	11269876	4.47	11269876	0	11269876	4.46	NA	NA	0	0.00	NA	11241714	
	Reliance Capital Trustee Co. Ltd. - A/C			3529103	0	0	3529103	1.40	3529103	0	3529103	1.40	NA	NA	0	0.00	NA	3529103	
(b)	Venture Capital Funds		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	NA	0	
(c)	Alternate Investment Funds		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	NA	0	
(d)	Foreign Venture Capital Investors		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	NA	0	
(e)	Foreign Portfolio Investors		420	43495185	0	0	43495185	17.26	43495185	0	43495185	17.22	NA	NA	0	0.00	NA	43489411	
	Morgan Stanley Asia (Singapore) Pte.			6568000	0	0	6568000	2.61	6568000	0	6568000	2.60	NA	NA	0	0.00	NA	6568000	
	Swiss Finance Corporation (Mauritius) Limited			3444257	0	0	3444257	1.37	3444257	0	3444257	1.36	NA	NA	0	0.00	NA	3444257	
(f)	Financial Institutions/Banks		272	7461739	0	0	7461739	2.96	7461739	0	7461739	2.95	NA	NA	7000000	2.77	NA	7447126	
	Sumitomo Mitsui Trust Bank			7000000	0	0	7000000	2.78	7000000	0	7000000	2.77	NA	NA	7000000	2.77	NA	7000000	
(g)	Insurance Companies		18	10792082	0	0	10792082	4.28	10792082	0	10792082	4.27	NA	NA	0	0.00	NA	10791939	
	Life Insurance Corporation of India			10511847	0	0	10511847	4.17	10511847	0	10511847	4.16	NA	NA	0	0.00	NA	10511847	
(h)	Provident Funds/Pension Funds		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	NA	0	
(i)	Any Other (specify)		23	6326	0	0	6326	0.00	6326	0	6326	0.00	NA	NA	0	0.00	NA	4823	
	Overseas Corporate Bodies			6326	0	0	6326	0.00	6326	0	6326	0.00	NA	NA	0	0.00	NA	4823	
	Sub Total (B)(1)		912	73025208	0	0	73025208	28.97	73025208	0	73025208	28.91	NA	NA	7000000	2.77	NA	72975013	
(2)	Central Government/State Government(s)/President of India		76	76233	0	0	76233	0.03	76233	0	76233	0.03	NA	NA	0	0.00	NA	35994	
	Sub Total (B)(2)		76	76233	0	0	76233	0.03	76233	0	76233	0.03	NA	NA	0	0.00	NA	35994	
(3)	Non-institutions																NA		
(a)	Individuals-		992211	38739929	0	0	38739929	15.38	38739929	0	38739929	15.33	NA	NA	0	0.00	NA	34187110	
	i. Individual shareholders holding nominal share capital up to Rs.2 lakhs		992183	34462897	0	0	34462897	13.68	34462897	0	34462897	13.64	NA	NA	0	0.00	NA	29932578	
	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 Lakhs		28	4277032	0	0	4277032	1.70	4277032	0	4277032	1.69	NA	NA	0	0.00	NA	4254532	
(b)	NBFCs registered with RBI		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	NA	0	
(c)	Employee Trusts		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	NA	0	
(d)	Overseas Depositories (holding DRs) (balancing figure)		0	0	0	0	0	0.00	0	0	0	0.00	NA	NA	0	0.00	NA	0	
(e)	Any Other (specify)		16427	7187318	0	0	7187318	2.85	7187318	0	7187318	2.84	NA	NA	0	0.00	NA	6937872	
	Non Resident Indians			1213994	0	0	1213994	0.48	1213994	0	1213994	0.48	NA	NA	0	0.00	NA	1045169	
	Bodies Corporates			5973324	0	0	5973324	2.37	5973324	0	5973324	2.36	NA	NA	0	0.00	NA	5892703	
	Sub - Total (B)(3)		1008638	45927247	0	0	45927247	18.23	45927247	0	45927247	18.17	NA	NA	0	0		41124982	
	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)		1009626	119028688	0	0	119028688	47.23	119028688	0	119028688	47.12	NA	NA	7000000	2.77	NA	114135989	

Details of the shareholders acting as persons in Concert including their Shareholding (No. and %): NA

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which were frozen etc. : 52,525 number of shareholders, 2,01,320 outstanding shares, lying in the "Reliance Capital Limited - Unclaimed Suspense Account" and the voting rights on the shares outstanding shall remain frozen till the rightful owner of such shares claims the shares.

Note:

(1) PAN would not be displayed on website of Stock Exchange(s).

(2) The above format needs to be disclosed along with the name of following persons:

Institutions/Non Institutions holding more than 1% of total number of shares.

(3) Where the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information available and the balance to be disclosed as held by custodian.

058



Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public shareholder

	Category & Name of the Shareholders (I)	PAN (II)	No. of shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	Nos. of shares underlying Depository Receipts (VI)	Total no. shares held (VII = IV+V+VI)	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total shareholding , as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in Shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV) (Not Applicable)
									No. of Voting Rights			Total as a % of Total Voting rights			No.	As a % of total Shares held	No. (Not applicable)	As a % of total shares held (Not applicable)	
									Class : Equity	Class : NA	Total								
(1)	Custodian/DR Holder		1	621809	0	0	621809	0.25	621809	0	621809	0.25	NA	NA	0	0		NA	621809
(2)	Employee Benefit Trust (under SEBI(Share based Employee Benefit) Regulations, 2014)		1	1600000	0	0	1600000	0.63	1600000	0	1600000	0.63	NA	NA	0	0.00		NA	1600000
	Total Non-Promoter-Non Public Shareholding (C) = (C)(1)+(C)(2)		2	2221809	0	0	2221809	0.88	2221809	0	2221809	0.88	NA	NA	0	0		NA	2221809

Note

(1) PAN would not be displayed on website of Stock Exchange(s).

(2) The above format needs to disclose name of all holders more than 1% of total number of shares

(3) W.r.t. the information pertaining to Depository Receipts, the same may be disclosed in the respective columns to the extent information available.

