FORM NO. MGT.9
EXTRACT OF ANNUAL RETURN
as at the financial year ended on 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	L35110GJ1997PLC033193
(ii)	Registration Date	October 17, 1997
(iii)	Name of the Company	Reliance Naval and Engineering Limited
(iv)	Category/Sub-Category of the Company	Public Company/Limited by Shares
(v)	Address of the Registered Office and contact details	Pipavav Port, Post Ucchaiya, Via Rajula, Dist. Amreli, Gujarat 365 560 Tel : +91 2794 305000 Fax : +91 2794 305100 Email : rdel.investors@relianceada.com Website : www.rnaval.co.in
(vi)	Whether listed company	Yes
(vii)	Name, address and contact details of Registrar and Transfer Agent, if any	Karvy Fintech Private Limited (Unit: Reliance Naval and Engineering Limited) Karvy Selenium, Tower – B, Plot No. 31 & 32 Survey No. 116/22, 115/24, 115/25 Financial District, Nanakramguda, Hyderabad, Telangana, 500 032. Tel. : +91 40 6716 1500 Fax : +91 40 6716 1791 Toll Free No. : 1800 4250 999 E-mail : ris.rdel@karvy.com

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:

Name and Description of main Product/Services	NIC Code of the Products/Services	Per cent to total turnover of the Company
Ship Building and Fabrication	30-301	80

III. Particulars of Holding, Subsidiary and Associate Companies

Sr. No	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	E Complex Private Limited Survey No. 658, Village Rampara- II, Taluka Rajula, District Amreli - 365 560, Gujarat	U63000GJ1995PTC026113	Subsidiary	100	2(87)
2	RMOL Engineering and Offshore Limited (Formerly known as Reliance Marine and offshore Limited) Survey No. 658, Village Rampara- II, Taluka Rajula and Village Lunsapur, Taluka Jafrabad, Amreli - 365 560, Gujarat	U35100GJ2012PLC070568	Subsidiary	100	2(87)
3	Reliance Lighter than Air Systems Private Limited Survey No. 658, Village Rampara- II, Taluka Rajula, District Amreli - 365 560, Gujarat	U29241GJ2013PTC077604	Subsidiary	100	2(87)
4	REDS Marine Services Limited (Formerly known as Reliance Engineering and Defence Services Limited) Survey No. 658, Village Rampara- II, Taluka Rajula and Village Lunsapur, Taluka Jafrabad, Amreli 365 560, Gujarat	U29219GJ2012PLC070565	Subsidiary	100	2(87)
5	Reliance Technologies and Systems Private Limited 502, 91/94, Prabhat Colony Santa Cruz (East) Mumbai 400055, Maharashtra	U29248MH2013PTC247148	Subsidiary	100	2(87)
6	PDOC Pte. Ltd. 100 Cecil Street #15-02 The Globe, Singapore 069532	201221932N	Subsidiary	100	2(87)
7	Conceptia Software Technologies Private Limited No. 22, 100 Feet Ring Road, 6th Block, 3rd Phase, Banashankari 3rd stage, Bangalore – 560085, Karnataka	U72900KA2004PTC034151	Associate	25.50	2(6)

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 01, 2018)				No. of Shares held at the end of the year (March 31, 2019)				% Charge during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual /HUF	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	220103025	0	220103025	29.84	220103025	0	220103025	29.84	0.00
e) Bank /FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(1)	**220103025**	**0**	**220103025**	**29.84**	**220103025**	**0**	**220103025**	**29.84**	**0.00**
(2) Foreign									
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Bank /FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total Shareholding of promoters (A) = (A)(1)+(A)(2)	**220103025**	**0**	**220103025**	**29.84**	**220103025**	**0**	**220103025**	**29.84**	**0.00**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds/ UTI	17946000	0	17946000	2.43	0	0	0	0.00	-2.43
b) Banks / FI	1525744	0	1525744	0.21	1087620	0	1087620	0.15	-0.06
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	58465899	0	58465899	7.93	58465899	0	58465899	7.93	0.00
g) Foreign Institutional Investors	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify) Foreign Portfolio Investors	37431333	0	37431333	5.07	27416688	0	27416688	3.72	-1.36
NBFCs	-	-	-	-	-	-	-	-	-
Sub-Total (B) (1)	**115368976**	**0**	**115368976**	**15.64**	**86970207**	**0**	**86970207**	**11.79**	**-3.85**
2. Non-Institution									
a) Bodies Corporate									
i) Indian	271110214	0	271110214	36.76	263870280	0	263870280	35.77	-0.98
ii) Overseas	31947086	0	31947086	4.33	16400000	0	16400000	2.22	-2.11
b) Individuals									
I. Individual Shareholders holding nominal share capital up to ₹ 1 Lakh	25832765	0	25832765	3.50	52207948	0	52207948	7.08	3.58
ii. Individual shareholders holding nominal share capital in excess of ₹ 1 Lakh	69240572	24749	69265321	9.39	92938794	24649	92963443	12.60	3.21

Category of Shareholders	No. of Shares held at the beginning of the year (April 01, 2018)				No. of Shares held at the end of the year (March 31, 2019)				% Charge during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) Others (Specify)									
i) Non Resident Indians	2619047	0	2619047	0.36	4270951	0	4270951	0.58	0.22
ii) Clearing Members/ Clearing House	1336969	0	1336969	0.18	792549	0	792549	0.11	-0.07
iii) Trusts	7860	0	7860	0.00	12860	0	12860	0.00	0.00
vi) Limited Liability Partnership	-	-	-	-	-	-	-	-	-
v) Foreign Portfolio Investor (Corporate)	-	-	-	-	-	-	-	-	-
vi) Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
Sub-Total (B) (2)	402094513	24749	402119262	54.52	430493382	24649	430518031	58.36	3.85
Total Public Shareholding (B) = (B) (1) +(B)(2)	517463489	24749	517488238	70.16	517463589	24649	517488238	70.16	0.00
Non Promoter Non Public									
(1) Shares held by Custodian for GDRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	**737566514**	**24749**	**737591263**	**100.00**	**737566614**	**24649**	**737591263**	**100.00**	**0.00**

ii. **Shareholding of Promoters**

Sr. 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 Defence Systems Private Limited	220103025	29.84	29.84	220103025	29.84	29.84	0.00
	Total	**220103025**	**29.84**	**29.84**	**220103025**	**29.84**	**29.84**	**0.00**

* The term "encumbrance" has the same meaning as assigned to it in Regulation 28 (3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the Takeover Regulations). Shareholders listed above are promoters as per disclosure received under Regulation 30 (2) of the Takeover Regulations, as on March 31, 2019.

iii. **Change in Promoter's Shareholding (Please specify, if there is no change)**

Shareholding at the beginning of the year	Shareholding at the beginning of the year (April 1, 2018)			Cumulative Shareholding during the year	
	Date	No of Shares	% of total Shares of the Company	No of Shares	% of total shares of the Company
Reliance Defence Systems Private Limited	01.04.2018	220301025	29.84	0	0
Date wise increase/ decrease in Promoters Shareholding during the year specifying the reason for increase/ decrease (e.g. allotment / transfer / bonus / sweat equity etc.)					
At the end of the year				220103025	29.84

iv. **Shareholding Pattern of the Top Ten shareholders (other than Directors, Promoters and Holders of GDRs)**

SI. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (April 01, 2018)		Increase/ Decrease No of Shares	Shareholding at the end of the year (March 31, 2019)	
		No of Shares	% of total shares of the Company		No of Shares	% of total shares of the Company
1	Vistra ITCL India Limited	145104994	19.67	1	145104995	19.67
2	Life Insurance Corporation of India	58465899	7.93	0	58465899	7.93
3	IL And FS Maritime Infrastructure Company Limited	53110674	7.20	0	53110674	7.20
4	IL And FS Financial Services Ltd	29843387	4.05	13190826	43034213	5.83
5	Valiant Mauritius Partners FDI Limited	16400000	2.22	0	16400000	2.22
6	Morgan Stanley Mauritius Company Limited	22468405	3.05	-9531230	12937175	1.75
7	Morgan Stanley France S.A.	88317	0.01	9900000	9988317	1.35
8	IL & FS Financial Services Ltd	4011132	0.54	-916561	3094571	0.42
9	Rajiv Maheshwari	500000	0.07	1430000	1930000	0.26
10	Valiant Mauritius Partners Offshore Limited	674321	0.09	954230	1628551	0.22
11	SKIL Infrastructure Ltd	18539230	2.51	-18539230	0	0.00
12	Sembcorp Marine Ltd	15547086	2.11	-15547086	0	0.00
13	Kotak Equity Savings Fund	6426000	0.87	-6426000	0	0.00

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

Shri Nikhil Jain, Chief Financial Officer (CFO) of the Company held 5 (0.0%) equity shares at the beginning of the year April 01, 2018 and at the end of the year March 31, 2019.

None of the other Directors or KMP's holds any share in Company at the beginning and at the end of the financial year.

vi. Indebtness Indebtedness of the Company including interest outstanding / accrued but not due for payment as at March 31, 2019.

(₹ in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Preference Shares	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year					
i) Principal Amount	741,645.40	245,230.15	956.33	-	987,823.17
ii) Interest due but not paid	34,429.40	-	-	-	34,429.40
iii) Interest accrued but not due	-	30,975.56	-	-	30,975.56
Total (i+ii+iii)	**776,075.09**	**276,205.71**	**956.33**	**-**	**1,053,237.13**
Change in Indebtedness during the financial year					
* Addition	252,005.89	74,662.19	89.34	-	326,757.42
* Reduction	(69,680.91)	(47,601.94)	-	-	(117,282.85)
Net Change	**183,324.98**	**27,060.5**	**89.34**	**-**	**209,474.57**
Indebtedness at the end of the financial year					
i) Principal Amount	789,939.40	300,629.81	1,045.67	-	1,091,614.88
ii) Interest due but not paid	168,460.67	-	-	-	168,460.67
iii) Interest accrued but not due	-	2,636.15	-	-	2,636.15
Total (i+ii+iii)	**958,400.07**	**303,265.96**	**1,045.67**	**-**	**1,262,711.70**

vii. Remuneration of Directors and Key Managerial Personnel

a. Remuneration to Managing Director, Whole-time Directors and / or Manager:

Amount in ₹

Sr. No.	Particulars of Remuneration	Name of Managing Director, Whole-time Director (WTD), Manager Shri Debashis Bir (WTD & CEO)
1	Gross Salary	
	(a) Salary as per provisions contained u/s 17(1) of the Income-tax Act,1961	67,80,910
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	
	(c) Profits in lieu of salary u/s 17(3) of the Income-tax Act, 1961	
2	Stock Option	
3	Sweat Equity	
4	Commission	
	- as per cent of profit	
	- others	
5	Others, please specify	
	Superannuation (Gratuity)	
	Post Employment benefit (EPPF)	3,50,115
	Reimbursement of expenses	2,96,669
	Total (A)	**74,27,734**
	Ceiling as per the Act (Refer Note)	

Notes:

1. The remuneration payable to Shri Debashis Bir is approved by the members in the AGM held on September 29, 2018. The Company has appointed Shri Debashis Bir as Whole-time Director with due communication and application to the lenders. However, lenders have till date not provided the approval for said payment of remuneration.

b. Remuneration to other directors:

(Amount in Lakhs)

Sr. No.	Name of Directors	Particulars of Remuneration			Total Amount
		Fee for attending Board / Committee Meetings	Commission	Others, please specify	
I.	**Independent Directors (IDs)**				
1.	Shri Raj Narain Bhardwaj (till 07.02.2019)	1.6	-	-	1.6
2.	Ms. C R Gayathri (till 14.12.2018)	1.2	-	-	1.2
3.	Lt. Gen. (Retd) Syed Ata Hasnain (till 10.08.2018)	0.80	-	-	0.80
4.	Shri K Ravikumar	3.60	-	-	3.60
5.	Shri Rahul Sarin (till 10.08.2018)	1.60	-	-	1.60
6.	Shri Rana Ranjit Rai (till 02.02.2019)	2.00	-	-	2.00
7.	Ms. Ryna Karani (till 02.02.2019)	2.40	-	-	2.40
8.	Shri Pankaj Pandya (w.e.f. 30.03.2019)	-	-	-	-
	Total (A)	**13.20**	-	-	**13.20**
	Other Non-Executive Directors (NEDs)				
1.	Shri Anil D Ambani (till 25.08.2018)	NIL	-	-	NIL
2.	Shri S Seth (till 02.02.2019)	1.20	-	-	1.20
3.	Shri Rajesh Dhingra (till 10.08.2019)	NIL	-	-	NIL
4.	Shri Rajeev Kumar (till 22.09.2018)	NIL	-	-	NIL
5.	Shri Raj Kumar (till 02.02.2019)	0.40	-	-	0.40
6.	Ms Ankita Tallur (w.e.f. 02.02.2019)	NIL	-	-	NIL
7.	Ms Shiby Jobby (w.e.f. 30.03.2019)	NIL	-	-	NIL
8.	Shri Venkata Rachakonda (w.e.f. 30.03.2019)	NIL	-	-	NIL
	Total (A)	**1.60**	-	-	**1.60**
	Total (A + B)	**14.80**	**-**	**-**	**14.80**

c. Remuneration to Key Managerial Personnel other than Managing Director, Whole-time Director and Manager

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel	
		CFO	CS
		Shri Nikhil Jain	Shri Paresh Rathod
1	Gross Salary		
	(a) Salary as per provisions contained u/s 17(1) of the Income Tax Act, 1961	44,33,032	37,71,523
	(b) Value of perquisites u/s 17(2) of the Income Tax Act,1961		
	(c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961		
2	Stock Option		
3	Sweat Equity		
4	Commission		
5	Others, please specify		
	- Post Employment benefit (EPPF)	2,18,614	1,43,820
	- Reimbursement of expenses	3,69,390	2,13,397
	Total	**50,21,036**	**41,28,740**

Note: During the year dues pertaining to previous financial year 2017-18 amounting to ₹ 3,26,460 and ₹ 7,11,801 paid to Cmde (Retd.) Kartik Subramaniam and Shri Ajit Dabholkar, previous incumbents, respectively.

viii. **Penalties/Punishment/Compounding of Offences:**

There were no penalties, punishment or compounding of offences of the Company, directors and other officers of the Company during the year ended March 31, 2019.