

RELIANCE GAS PIPELINES LIMITED

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on 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:-	U60300MH1991PLC059678
ii)	Registration Date	04.01.1991
iii)	Name of the Company	Reliance Gas Pipelines Limited
iv)	Category / Sub-Category of the Company	Public Company / Limited by shares
v)	Address of the Registered office and contact details	13th Floor, Maker Chambers-IV, 222 Nariman Point Mumbai Mumbai City MH 400021 IN Tel: +91 22 22785000
vi)	Whether listed company	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Fintech Private Limited Karvy Selenium Tower B Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032 Tel:+91 4067161700 Toll Free No:1800 425 8998 Fax:+91 40 23114087+C15
II.	PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY	
	All the business activities contributing 10% or more of the total turnover of the company shall be stated:-	As per Attachment - A
III.	PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES	
		As per Attachment - B
IV.	SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)	
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ii)	Shareholding of Promoters	As per Attachment - D
iii)	Change in Promoters' Shareholding (please specify, if there is no change)	As per Attachment - E
iv)	Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)	As per Attachment - F
v)	Shareholding of Directors and Key Managerial Personnel	As per Attachment - G
V.	INDEBTEDNESS	
	Indebtedness of the Company including interest outstanding/accrued but not due for payment	As per Attachment - H
VI.	REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL	
A.	Remuneration to Managing Director, Whole-time Directors and/or Manager:	As per Attachment - I
B.	Remuneration to other directors:	As per Attachment - J
C.	Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD	As per Attachment - K
VII.	PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:	
		As per Attachment - L

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company : -

Sr.No.	Name and Description of main products/services	NIC Code of the product/service *	% to total turnover of the company #
1	Pipeline Transportation Charges	H49300	14%
2	Trading of Ambient Ethane	B09091	86%

* As per National Industrial Classification 2008 - Ministry of Statistics and Programme implementation

On the basis of Gross Turnover

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name of Company	Address of Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable section
1	Reliance Industries Limited	3rd Floor, Maker Chambers IV, 222, Nariman Point, Mumbai 400021, Maharashtra	L17110MH1973PLC019786	Holding	100	2(87)(ii)

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 (As on 01-04-2018)				No. of Shares held at the end of the year (As on 31-03-2019)				% of change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A	Promoters									
(1)	Indian									
a)	Individual / HUF	0	0	0	0	0	0	0	0	0
b)	Central Govt.	0	0	0	0.00	0	0	0	0.00	0
c)	State Govt(s)	0	0	0	0.00	0	0	0	0.00	0
d)	Bodies Corporate *	372,999,994	6	373,000,000	100.00	373,000,000		373,000,000	100.00	0
e)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0
f)	Any other...	0		0	0.00	0		0	0.00	0
	Sub - Total (A) (1) :-	372,999,994	6	373,000,000	100.00	373,000,000	0	373,000,000	100.00	0
(2)	Foreign									
a)	NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0
b)	Other - Individuals	0	0	0	0.00	0	0	0	0.00	0
c)	Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0
d)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0
e)	Any other...		0	0	0.00		0	0	0.00	0
	Sub - Total (A) (2)	0	0	0	0.00	0	0	0	0.00	0
	Total Shareholding of Promoter(A) = (A)(1) + (A)(2)	372,999,994	6	373,000,000	100.00	373,000,000	0	373,000,000	100.00	0
B	Public Shareholding									
1	Institutions									
a)	Mutual Funds	0	0	0	0.00	0	0	0	0.00	0
b)	Banks / FI	0	0	0	0	0	0	0	0	0
c)	Central Govt	0	0	0	0	0	0	0	0	0
d)	State Govt(s)	0	0	0	0	0	0	0	0	0
e)	Venture Capital Funds	0	0	0	0	0	0	0	0	0
f)	Insurance Companies	0	0	0	0	0	0	0	0	0
g)	FIs	0	0	0	0	0	0	0	0	0
h)	Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0
(i)	Others (specify)	0	0	0	0	0	0	0	0	0
	Sub - Total (B) (1)	0	0	0	0.00	0	0	0	0.00	0
2	Non-institutions									
a)	Bodies Corp.									
i)	Indian									
ii)	Overseas	0	0	0	0.00	0	0	0	0.00	0
b)	Individuals									
l)	Individual shareholders holding nominal share capital up to Rs. 1 lakh (Refer Note)	0	0	0	0.00	0	0	0	0.00	0

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 (As on 01-04-2018)				No. of Shares held at the end of the year (As on 31-03-2019)				% of change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
II)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0
c)	Others	0	0	0	0.00	0	0	0	0.00	0
	Sub - Total (B) (2)	0	0	0	0.00	0	0	0	0.00	0
	Total Public Shareholding (B) = (B)(1) + (B)(2)	0	0	0	0.00	0	0	0	0.00	0
C.	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
	Grand Total (A+B+C)	372,999,994	6	373,000,000	100.00	373,000,000	0	373,000,000	100.00	0

* Includes one share each held by six nominees (other than promoters) jointly with Reliance Industries Limited (RIL). Beneficial interest in these shares is with RIL.

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01-04-2018)			Shareholding at the end of the year (As on 31-03-2019)			
		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	% change in share holding during the year
1	Reliance Industries Limited *	373,000,000	100	NIL	373,000,000	100	NIL	NIL
	Total	373,000,000	100		373,000,000	100		

* Includes one share each held by six nominees (other than promoters) jointly with Reliance Industries Limited (RIL). Beneficial interest in these shares is with RIL.

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

iii)

Sl. No.		Shareholding during the year (As on 01.04.2018)		Cumulative Shareholding during the year (As on 31.03.2019)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year *	373,000,000	100.00	373,000,000	100.00
	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment/ transfer/ bonus / sweat equity etc)	There is no change in promoters' shareholding between 01.04.2018 and 31.03.2019			
	At the end of the year *	373,000,000	100.00	373,000,000	100.00

* Includes one share each held by six nominees (other than promoters) jointly with Reliance Industries Limited (RIL). Beneficial interest in these shares is with RIL.

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No.	Name	Shareholding			Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)	
		No. of Shares at the beginning (01-04-18)/ end of the year (31-03-19)		% of total shares of the Company				No. of Shares	% of total shares of the Company
1	K Sethuraman jointly with Reliance Industries Limited *	01.04.2018	1	0	Not Applicable			1	0
		31.03.2019	1	0				1	0
2	L V Merchant jointly with Reliance Industries Limited *	01.04.2018	1	0				1	0
		31.03.2019	1	0				1	0
3	Rohit C Shah jointly with Reliance Industries Limited *	01.04.2018	1	0				1	0
		31.03.2019	1	0				1	0
4	Ramesh Kumar Damani jointly with Reliance Industries Limited *	01.04.2018	1	0				1	0
		31.03.2019	1	0				1	0
5	Raj Mullick jointly with Reliance Industries Limited *	01.04.2018	1	0				1	0
		31.03.2019	1	0				1	0

* Included in the Promoters shareholding mentioned at Point Nos. IV (i), (ii) and (iii). Holding in the capacity as nominee of Reliance Industries Limited (RIL). Beneficial interest in these shares is with RIL.

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01-04-18 to 31-03-19)	
		No. of Shares at the beginning (01-04-18) / end of the year (31-03-19)	% of total shares of the Company				No. of Shares	% of total shares of the Company
A	Directors:							
1	Shri S. Sudhakar *	1	0.00	01.04.2018 and 31.03.2019	0	-	1	0
2	Shri Amit Mehta	0	0.00		0		0	0
3	Shri Venkata Ravikumar Prekki	0	0.00		0		0	0
4	Shri Shivkumar Ramanand Bhardwaj	0	0.00		0		0	0
5	Shri Chandrakant Shripad Gokhale	0	0.00		0		0	0
6	Ms Geeta Kalyandas Fulwadaya	0	0.00		0		0	0
B	Key Managerial Personnel (KMP):							
1	Shri R. Suresh, CEO	0	0.00	01.04.2018 and 31.03.2019	0	-	0	0
2	Shri Vikas Pethe, Company Secretary(up to March 19, 2019)	0	0.00		0	-	0	0
3	Shri Ramanathan Ravichandran, CFO(upto July 31, 2018)	0	0.00		0	-	0	0
4	Shri S Sundaravadivelan (from August 1, 2018)	0	0.00					

* Holds jointly with Reliance Industries Limited (RIL). Beneficial interest in this share is with RIL.

F. INDEBTEDNESS

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

(Amount in Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01-04-2018)				
i) Principal Amount	13,090,000,000	-	-	13,090,000,000
ii) Interest due but not paid		-	-	0
iii) Interest accrued but not due	49,488,164	-	-	49,488,164
Total (i+ii+iii)	13,139,488,164	-	-	13,139,488,164
Change in Indebtedness during the financial year				
Addition	2,500,000,000	1,500,000,000		4,000,000,000
Reduction	1,798,485,714			1,798,485,714
Net Change	-	-	-	0
Indebtedness at the end of the financial year (31.03.2019)		-	-	0
i) Principal Amount	13,791,514,285.72	1,500,000,000	-	15,291,514,286
ii) Interest due but not paid		-	-	0
iii) Interest accrued but not due	57,377,895	-	-	57,377,895
Total (i+ii+iii)	13,848,892,181.06	1,500,000,000	-	15,348,892,181

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

Sr. No.	Particulars	Name
1	Gross salary	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	
2	Stock Option	
3	Sweat Equity	
4	Commission	
	- as % of profit	
	- others, specify	
5	Others, please specify	
	Total (A)	
	Ceiling as per the Act	Not Applicable

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

B. Remuneration to other Directors

(Amount in Rs.)							
Sr. No.	Particulars of Remuneration	Name of Directors					
		S. Sudhakar	Amit Mehta	Venkata Ravikumar Prekki	Shivkumar R. Bhardwaj	Chandrakant S. Gokhale	Geeta Fulwadaya
1	Independent Directors						
	- Fee for attending board / committee meetings	-	-	-	360,000.00	360,000.00	-
	- Commission	-	-	-	-	-	-
	- Others, please specify	-	-	-	-	-	-
	Independent Directors' meeting	-	-	-	30,000	30,000	-
	Total (1)				390,000.00	390,000.00	780,000.00
2	Other Non-Executive Directors						
	- Fee for attending board / committee meetings	60,000.00	20,000.00	10,000.00	-	-	30,000.00
	- Commission	-	-	-	-	-	-
	- Others, please specify	-	-	-	-	-	-
	Total (2)	60,000.00	20,000.00	10,000.00	-	-	30,000.00
	Total B = (1+2)	60,000.00	20,000.00	10,000.00	390,000.00	390,000.00	900,000.00
	Total Managerial Remuneration						900,000.00
	Overall Ceiling as per the Act	Not Applicable for the Non-Executive Directors of the Company since they are paid sitting fees.					

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

C. Remuneration to Key Managerial Personnel other than MD/ Manager/ WTD:

(in Lakhs)

Sr. No.	Particulars of Remuneration	Chief Executive Officer - R. Suresh	Company Secretary - Vikas Pethe	Chief Finance Officer - Ramanathan Ravichandran	Chief Finance Officer - S. Sundaravadivelan	Total
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-		-
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-	-		-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-		-
2	Stock Option	-	-	-		-
3	Sweat Equity	-	-	-		-
4	Commission					
	- as % of profit	-	-	-		-
	- others, specify...	-	-	-		-
5	Others, please specify	-	-	-		-
	Payment on secondment *	86.33	15.62	29.79	31.83	163.57
	Total	86.33	15.62	29.79	31.83	163.57

* Exclusive of GST

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / punishment / compounding fees imposed	Authority (RD/NCLT/ COURT)	Appeal made, if any (give details)
Penalty			NIL		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

S. Sudhakar
Chairman

Place : Mumbai
Date : 11-Apr-19