

ANNEXURE – D

FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2020

[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:

CIN	L65910MH1995PLC220793
Registration Date	February 24, 1995
Name of the Company	Nippon Life India Asset Management Limited (Formerly known as Reliance Nippon Life Asset Management Limited)
Category / Sub-Category of the Company	Company limited by Shares / Non-govt company
Address of the Registered office and contact details	Reliance Centre, 7th Floor, South Wing, Off Western Express Highway, Santacruz (East), Mumbai - 400 055 Contact: +91 22 4303 1000 • Fax: +91 22 4303 7662 E-mail: Investorrelation@nipponindiaamc.com Website: www.nipponindiamf.com
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	KFin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited) Selenium Tower – B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad 500 032 Toll free no. (India) : 1800 4250 999 Tel. : +91 40 6716 1500, Fax : +91 40 6716 1791 E-mail: namindiainvestor@kfintech.com Website: www.kfintech.com

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:

Sl. No.	Name and Description of Main Products / Services	Nic Code of the Product/service	% to total turnover of the Company
1	Fund Management Activities as per NIC Code 2008	6630	100

III. Particulars of Holding, Subsidiary and Associate Companies –

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Nippon Life Insurance Company	Not Applicable	Holding Company w.e.f. August 22, 2019	74.99	2(46)
2	Nippon Life India Asset Management (Mauritius) Ltd. (Formerly known as Reliance Asset Management (Mauritius) Limited) Unit 1, 4C, 4th Floor, 19, Bank Street, Cybercity, Ebene 72201, Republic of Mauritius	Not Applicable	Subsidiary	100	2(87)

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
3	Nippon Life India Asset Management (Singapore) Pte. Ltd. (Formerly known as Reliance Asset Management (Singapore) Pte. Ltd.) 9 Raffles Place, # 18-05 Republic Plaza, Singapore 048619	Not Applicable	Subsidiary	100	2(87)
4	Nippon Life India AIF Management Limited (Formerly known as Reliance AIF Management Company Limited) Reliance Centre, 7th Floor, South Wing, off Western Express Highway, Santacruz (East), Mumbai - 400 055	U74999MH2000PLC127497	Subsidiary	100	2(87)
5	Reliance Capital Pension Fund Limited Reliance Centre, 7th Floor, South Wing, off Western Express Highway, Santacruz (East), Mumbai - 400 055	U66020MH2009PLC191340	Associate	49	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 01, 2019)				No. of shares held at the end of the year (March 31, 2020)				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
Individual/ HUF	0	0	0	0.00	0	0	0	0.00	0.00
Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
Bodies Corp.	262395000	0	262395000	42.88	5678596	0	5678596	0.93	-41.95
Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1)	262395000	0	262395000	42.88	5678596	0	5678596	0.93	-41.95
(2) Foreign									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	262395000	0	262395000	42.88	459028095	0	459028095	74.99	32.12
d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (2)	262395000	0	262395000	42.88	459028095	0	459028095	74.99	32.12
Total Shareholding of Promoter (A)=(A) (1)+(A)(2)	524790000	0	524790000	85.76	464706691	0	464706691	75.92	-9.84

Category of shareholders	No. of shares held at the beginning of the year (April 01, 2019)				No. of shares held at the end of the year (March 31, 2020)				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
B. Public shareholding									
1. Institutions									
a) Mutual Funds	22912150	0	22912150	3.74	22165072	0	22165072	3.62	-0.12
b) Banks / FI	152139	0	152139	0.02	413605	0	413605	0.07	0.04
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	59038	0	59038	0.01	1536857	0	1536857	0.25	0.24
g) FIs/FPIs	18254216	0	18254216	2.98	32187257	0	32187257	5.26	2.28
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Other									
Alternate Investment Funds	18494900	0	18494900	3.02	17019360	0	17019360	2.78	-0.24
Sub-total (B)(1)	59872443	0	59872443	9.78	73322151	0	73322151	11.98	2.20
2. Non- institutions									
a) Bodies Corp.									
i) Indian	4131017	0	4131017	0.67	29281892	0	29281892	4.78	4.11
ii) Overseas	10796700	0	10796700	1.76	6541886	0	6541886	1.07	-0.70
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 2 lakhs	9194641	10	9194651	1.50	24866960	12	24866972	4.06	2.56
ii) Individual shareholders holding nominal share capital in excess of ₹ 2 lakhs	2335471	0	2335471	0.38	9767298	0	9767298	1.60	1.21
c) Others									
Employee Trusts	300	0	300	0.00	297966	0	297966	0.05	0.05
Non Resident Indians	437858	0	437858	0.07	1677680	0	1677680	0.27	0.20
Clearing Members	441560	0	441560	0.07	1649331	0	1649331	0.27	0.20
Sub-total (B)(2)	27337547	10	27337557	4.46	74083013	12	74083025	12.10	7.64
Total Public shareholding (B)=(B)(1)+ (B)(2)	87209990	10	87210000	14.24	147405164	12	147405176	24.08	9.84
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand total (A+B+C)	611999990	10	612000000	100.00	612111855	12	612111867	100.00	0.00

(ii) Shareholding of Promoters

Sr. no.	Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% 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	262395000	42.88	0	5678596	0.93	0	-41.95
2	Nippon Life Insurance Company	262395000	42.88	0	459028095	74.99	0	32.12
	total	524790000	85.76	0	464706691	75.92	0	-9.83

(iii) Change in Promoters' Shareholding:

Sl. no.	Shareholder's name	Date of Change	Shareholding at the beginning of the year (April 01, 2019)		Cumulative shareholding during the year (March 31, 2020)	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
i)	Reliance Capital Limited					
1.	At the beginning of the year		26,23,95,000	42.88		
2.	Date wise Increase / (Decrease) in Promoters Shareholding during the year	24-05-2019 and 27-05-2019 [@]	-48283405	-7.89	214111595	34.99
		13-06-2019 and 14-06-2019 [@]	-17507595	-2.86	196604000	32.12
		11-09-2019 and 12-09-2019 [@]	-38610038	-6.31	157993962	25.81
		27-09-2019 ^{&}	-131817943	-21.54	26176019	4.28
		18-11-2019 [#]	-20497423	-3.35	5678596	0.93
3.	At the End of the year				56,78,596	0.93
ii)	Nippon Life Insurance Company					
1.	At the beginning of the year		26,23,95,000	42.88		
2.	Date wise Increase / (Decrease) in Promoters Shareholding during the year	22/08/2019 [§]	64815152	10.59	32,72,10,152	53.46
		27/09/2019 ^{&}	13,18,17,943	21.54	45,90,28,095	74.99
3.	At the End of the year				45,90,28,095	74.99

[@] Shares offered through Offer for sale

[#] Invocation of pledge by IndusInd Bank Limited

[§] Pursuant to mandatory Open Offer in accordance with SEBI (SAST) Regulations

[&] Share Purchase by NLI from RCL

(iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Increase / Decrease	Cumulative shareholding during the year	
		No. of shares	% of total shares of the company		No. of shares	% of total shares of the company
1	IndusInd Bank Ltd.	0	0.00	20497423	20497423	3.35
2	HDFC Trustee Company Limited – HDFC Prudence Fund	14407832	2.35	-4485092	9922740	1.62
3	Baron Emerging Markets Fund	0	0.00	9096380	9096380	1.49
4	IIFL Special Opportunities Fund	8024348	1.31	-928787	7095561	1.16
5	Valiant Mauritius Partners FDI Limited	10796700	1.76	-4254814	6541886	1.07
6	IIFL Special Opportunities Fund - Series 2	5366273	0.88	-303036	5063237	0.83
7	Motilal Oswal Midcap 100 ETF	25955	0.00	4687725	4713680	0.77
8	UTI - Focussed Equity Fund - Series IV (1104 Days)	2650061	0.43	144931	2794992	0.46
9	Invesco Trustee Private Limited - A/C Invesco India Equity & Bond Fund	247476	0.04	2499732	2747208	0.45
10	Vanguard Total International Stock Index Fund	0	0.00	2620682	2620682	0.43

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. no.	For each of the Directors and KMP	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.	Mr. Sundeep Sikka				
	At the beginning of the year	1,10,000	0.02		
	Date wise Increase / Decrease in Share holding during the year	No Change			
	At the End of the year			1,10,000	0.02

V. Indebtedness

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

	Secured loans excluding deposits	Unsecured loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	NIL	NIL	NIL	NIL
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	NIL	NIL	NIL	NIL
Change in indebtedness during the financial year				
• Addition	NIL	NIL	NIL	NIL
• Reduction	NIL	NIL	NIL	NIL
Net change	NIL	NIL	NIL	NIL
Indebtedness at the end of the financial year	NIL	NIL	NIL	NIL
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	NIL	NIL	NIL	NIL

VI. Remuneration of Directors and Key Managerial Personnel

(A) Remuneration to Managing director, whole-time directors and/ or Manager:

Amount (₹ in Lakh)

Sl. no.	Particulars of Remuneration	Mr. Sundeep Sikka (ED & CEO)	Mr. Ajay Patel (Manager)
1	Gross Salary		
	a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	701.36	101.82
	b) Value of perquisites under Section 17(2) Income Tax Act, 1961	0.40	-
	c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-
2	Stock Option (Number of Options granted in FY 2018-19)	12,240,000 Options	104,938 Options
3	Sweat Equity	-	-
4	Commission	-	-
5	Others, please specify (PLI & Others)	-	-
	Total (A)	701.75	101.82
	Ceiling as per the Act	6123	

(B) Remuneration to other Directors:

(Amount ₹ in Lakhs')

Independent Directors						
Particulars of Remuneration	Name of Directors					Total Amount
	Kanu H. Doshi@	S.C. Tripathi@	Ameeta Chatterjee	General Ved Prakash Malik (Retd.)	Mahadevan Veeramony@	
1. Independent Directors						
• Fee for attending board / committee meetings	4.30	3.70	7.7	7.7	5.40	28.80
• Commission	-	-	-	-	-	-
• Others, please specify	-	-	-	-	-	-
Total (1)	4.30	3.70	7.7	7.7	5.40	28.80
Non-executive Directors						
Particulars of Remuneration	Name of Directors					Total Amount
	Akira Shibata	Minoru Kimura				
2. Other Non-Executive Directors						
• Fee for attending board/committee meetings	4.30	4.30				8.60
• Commission	-	-				-
• Others, please specify	-	-				-
Total (2)	4.30	4.30				8.60
Total (B)=(1+2)						37.40
Total Managerial Remuneration (A+B)						840.97
Overall Ceiling as per the Act						6735

@Mr. Kanu H. Doshi and Mr. S.C. Tripathi, Directors resigned during the year and Mr. Mahadevan Veeramony was appointed on 23rd September 2019.

Notes:

- No Sitting fee was paid to the Executive Director or any other Director, who was employed in any of the Reliance group companies
- As indicated by Nippon Life Insurance Company (NLI), the sitting fees payable to Mr. Akira Shibata and Mr. Minoru Kimura (being nominees of NLI) was paid to NLI. NLI has waived the sitting fees payable to the representatives or employees of NLI or its group Companies, acting as Board members of the Company, for attending the Board or Committee meetings from December 10, 2019 onwards.

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

(₹ in Lakhs)

Sl. no.	Particulars of remuneration	Key Managerial Personnel	
		Mr. Prateek Jain (CFO)	Ms. Nilufer Shekhawat (Company Secretary)
1	Gross Salary		
(a)	Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	184.80	34.50
(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 Options (Number of Options granted in FY 2018-19)	528,704 Options	NIL
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify (PLI & Others)	-	-
5	Others, please specify	-	-
	Total (1+2+3+4+5)	184.80	34.50

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)
A. COMPANY					
Penalty	NIL	N.A.	N.A.	N.A.	N.A.
Punishment	NIL	N.A.	N.A.	N.A.	N.A.
Compounding	NIL	N.A.	N.A.	N.A.	N.A.
B. DIRECTORS					
Penalty	NIL	N.A.	N.A.	N.A.	N.A.
Punishment	NIL	N.A.	N.A.	N.A.	N.A.
Compounding	NIL	N.A.	N.A.	N.A.	N.A.
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	N.A.	N.A.	N.A.	N.A.
Punishment	NIL	N.A.	N.A.	N.A.	N.A.
Compounding	NIL	N.A.	N.A.	N.A.	N.A.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF NIPPON LIFE INDIA ASSET MANAGEMENT LIMITED
(FORMERLY KNOWN AS RELIANCE NIPPON LIFE ASSET MANAGEMENT LIMITED)

Ameeta Chatterjee
Director
(DIN: 03010772)

Sundeep Sikka
Executive Director & CEO
(DIN: 02553654)

Place : Mumbai

Dated : May 15, 2020