

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:	
i)	CIN	U74900KA2009PTC051482
ii)	Registration Date	November 12, 2009
iii)	Name of the Company	Reverie Language Technologies Private Limited*
iv)	Category / Sub-Category of the Company	Public Company*/Company Limited by Shares
v)	Address of the Registered office and contact details	No.1571/A, 2nd Sector, HSR Layout, Bengaluru, Karnataka- 560102, India. Tel: +91-080-653-02010/+91-080-471-06606
vi)	Whether listed company	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited E-3 Ansa Industrial Estate, Saki Vihar Road Sakinaka, Mumbai, Maharashtra- 400072, India. Tel: 022 6263 8200 Fax: 91-022-2847-5207
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)	
i)	Category-wise Share Holding	As per Attachment C
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

* The Company, being a subsidiary of Jio Platforms Limited, is a public company in terms of the provisions of the Companies Act, 2013. At the Extra-Ordinary General Meeting held on March 20, 2020, the members approved to convert the Company from private limited to public limited and such conversion is under process.

Attachment A

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company are given below:

Sr. No.	Name and Description of main products/services	NIC Code of the product/service*	% to total turnover of the company#
1.	Other Information Technology and Computer services activities n.e.c	62099	100

*As per National Industrial classification- 2008, Ministry of statistics and programme Implementation.

#On the Basis of revenue from operations.

Attachment B

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

(a) Particulars of Holding Company

Sl. No.	Name of Company	Address of Company	CIN / GLN	Holding / Subsidiary / Associate	% of Shares held	Applicable section
1.	Jio Platforms Limited (with effect from March 31, 2020)*	Office -101, Saffron Nr. Centre Point, Panchwati 5 Rasta, Ambawadi, Ahmedabad – 380006 Gujarat	U72900GJ2019PLC110816	Holding	81.32 [#]	2(46)

* Reliance Industrial Investments and Holdings Limited (“RIIHL”) was the Holding Company till March 30, 2020. Jio Platforms Limited (“JPL”) became the Holding Company w.e.f. March 31, 2020. Both RIIHL and JPL are wholly owned subsidiaries of Reliance Industries Limited.

[#] Including 3 (three) shares acquired by Jio Platforms Limited (Holding Company) which is in the process of transfer in the name of the Nominees of the Holding Company, jointly with it and the beneficial interest in such shares shall be with the Holding Company.

(b) Particulars of Subsidiary Companies – NIL

(c) Particulars of Associate Companies – NIL

Attachment C

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

i) Category-wise Share Holding

Sl. No.	Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2019)				No. of Shares held at the end of the year (As on 31.03.2020)				% 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	0.00	0	0	0	0.00	0.00
b)	Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c)	State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d)	Bodies Corporate [#]	13,418	0	13,418	80.16	14,363	0	14,363	81.30	1.14
e)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f)	Any other...	0	0	0	0.00	0	0	0	0.00	0.00
	Sub - Total (A) (1)	13,418	0	13,418	80.16	14,363	0	14,363	81.30	1.14
(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 Corporate	0	0	0	0.00	0	0	0	0.00	0.00
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)	0	0	0	0.00	0	0	0	0.00	0.00
	Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	13,418	0	13,418	80.16	14,363	0	14,363	81.30	1.14
B	Public Shareholding									
1	Institutions									
a)	Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b)	Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
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	0	0	0	0.00	0	0	0	0.00	0.00
g)	FIs	0	0	0	0.00	0	0	0	0.00	0.00
h)	Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
	Sub - Total (B) (1)	0	0	0	0.00	0	0	0	0.00	0.00
2	Non-institutions									
a)	Bodies Corporate									
i)	Indian	0	0	0	0.00	0	0	0	0.00	0.00
ii)	Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b)	Individuals									
i)	Individual shareholders holding nominal share capital up to Rs. 1 lakh*	3,320	0	3,320	19.84	3,303*	0	3,303*	18.70	(1.14)
ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0.00	0	0	0	0.00	0.00

Attachment C

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

i) Category-wise Share Holding

Sl. No.	Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2019)				No. of Shares held at the end of the year (As on 31.03.2020)				% of change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
c)	Others - Specify	0	0	0	0.00	0	0	0	0.00	0.00
	Sub - Total (B) (2)	3,320	0	3,320	19.84	3,303*	0	3,303*	18.70	(1.14)
	Total Public Shareholding (B) = (B)(1) + (B)(2)	3,320	0	3,320	19.84	3,303*	0	3,303*	18.70	(1.14)
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)	16,738	0	16,738	100	17,666	0	17,666	100	0.00

Reliance Industrial Investments and Holdings Limited was the Holding Company till March 30, 2020. Jio Platforms Limited became the Holding Company w.e.f March 31, 2020.

* 3 (three) shares acquired by Jio Platforms Limited (Holding Company) which is in the process of transfer in the name of the Nominees of the Holding Company, jointly with it and the beneficial interest in such shares shall be with the Holding Company.

Attachment D

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

ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (As on 01.04.2019)			Shareholding at the end of the year (As on 31.03.2020)			% change in share holding 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 Industrial Investments and Holdings Limited*	13418	80.16	0.00	-	-	-	-
2	Jio Platforms Limited*	-	-	-	14366 [#]	81.32	0.00	1.14
	Total	13418	80.16	0.00	14366[#]	81.32	0.00	1.14

* Reliance Industrial Investments and Holdings Limited was the Holding Company till March 30, 2020. Jio Platforms Limited became the Holding Company w.e.f March 31, 2020.

[#] Includes 3 (three) shares acquired by Jio Platforms Limited (Holding Company) which is in the process of transfer in the name of the Nominees of the Holding Company, jointly with it and the beneficial interest in such shares shall be with the Holding Company.

Attachment E

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

iii) *Change in Promoters' Shareholding*

Particulars	Shareholding at the beginning of the year (As on 01.04.2019)		Cumulative Shareholding during the year (01.04.2019 - 31.03.2020)	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	13,418	80.16		
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	As given below		As given below	
At the end of the year*	14,366 [#]	81.32	14,366 [#]	81.32

* Reliance Industrial Investments and Holdings Limited was the Holding Company till March 30, 2020. Jio Platforms Limited became the Holding Company w.e.f March 31, 2020.

[#] Includes 3 (three) shares acquired by Jio Platforms Limited (Holding Company) which is in the process of transfer in the name of the Nominees of the Holding Company, jointly with it and the beneficial interest in such shares shall be with the Holding Company.

Date	Name of the Promoter	Increase / Decrease in Promoters Shareholding during the year				Cumulative Shareholding	
		Increase / Decrease	Reason	No of Shares	% of total shares of the company	No. of shares	% of total shares of the company
02.04.2019	Reliance Industrial Investments and Holdings Limited	Increase	Transfer	20	0.12	13,438	80.28
01.01.2020	Reliance Industrial Investments and Holdings Limited	Increase	Right Issue	928	5.25	14,366	81.32
31.03.2020	Reliance Industrial Investments and Holdings Limited	Decrease	Transfer	14,366*	81.32	0	0.00
31.03.2020	Jio Platforms Limited	Increase	Transfer	14,366*	81.32	14,366*	81.32

* Includes 3 (three) shares are held by 3 (three) Nominees of Reliance Industrial Investments and Holdings Limited, jointly with it, which is in the process of transfer in the name of the Nominees of the Jio Platforms Limited.

Attachment F

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)

Sl. No.	Name	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year (01.04.2019 to 31.03.20)	
		No. of Shares at the beginning (01.04.2019) / end of the year (31.03.2020)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	Sridhar Kothandaraman jointly with Reliance Industrial Investments and Holdings Limited (RIIHL)*	0	0.00	14.06.2019	Increase	Transfer	0	0.00
		1	0.00	31.03.2020			1	0.00
2	Rajendra Madhav Kamath jointly with RIIHL*	0	0.00	14.06.2019	Increase	Transfer	0	0.00
		1	0.00	31.03.2020			1	0.00
3	Rajkumar Mullick jointly with RIIHL*	0	0.00	14.06.2019	Increase	Transfer	0	0.00
		1	0.00	31.03.2020			1	0.00

* Shares has been acquired by Jio Platforms Limited (Holding Company) and is in the process of transfer in the name of the Nominees of the Holding Company, jointly with it and the beneficial interest in such shares shall be with the Holding Company.

Attachment G

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 share holding	Reason	Cumulative Shareholding during the year (01.04.19 to 31.03.20)	
		No. of Shares at the beginning (01.04.2019)/ end of the year (31.03.2020)	% of total shares of the Company				No. of Shares	% of total shares of the Company
DIRECTORS								
1	Arvind Pani	1378	8.23	01.04.2019	-	Nil Holding /movement during the year	1378	7.80
		1378	7.80	31.03.2020				
2	Vivekananda Pani	1378	8.23	01.04.2019	-	Nil Holding /movement during the year	1378	7.80
		1378	7.80	31.03.2020				
3	Sachindra Kumar Mohanty*	544	3.25	01.04.2019	-	Nil Holding /movement during the year	544	3.08
		544	3.08	31.03.2020				

* Ceased to be a Whole-time Director and continuing as Director w.e.f January 12, 2020

Attachment H
V. INDEBTEDNESS

(Amount in lakhs)

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 (01.04.2019)				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year				
Addition	0	0	0	0
Reduction	0	0	0	0
Exchange Difference	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year (31.03.2020)				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

Attachment I

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director (MD), Whole-time Directors (WTD) and/or Manager

(Amount in lakhs)

Sl. no.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Arvind Pani (Whole-Time Director)	Vivekananda Pani (Whole-Time Director)	Sachindra Kumar Mohanty (Whole-Time Director up to January 13, 2020)	
1	Gross salary				
	a. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	93.43	93.43	12.79	199.65
	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)	93.43	93.43	12.79	199.65
	Ceiling as per the Act				

Attachment J

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

B. Remuneration to other directors:

(Amount in lakhs)

Sl. no.	Particulars of Remuneration	Name of Directors	Total Amount
1	Independent Directors	N.A	
	· Fee for attending board / committee meetings		
	· Commission		
	· Others, please specify		
	Total (1)		
2	Other Non-Executive Directors		
	· Fee for attending board / committee meetings		
	· Commission		
	· Others- Remuneration		
	Total (2)		
	Total (B)=(1+2)		
	Total Managerial Remuneration* (A+B)	-	199.66
	Overall Ceiling as per the Act	Sitting fees of ₹ 1,00,000 per meeting of Board / Committee thereof.	

* Total remuneration to Whole-time Directors and other Directors (being the total of A and B)

Attachment K

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MANAGING DIRECTOR / MANAGER / WHOLE TIME DIRECTORS

(Amount in lakhs)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel	Total Amount
1	Gross salary	N.A.	
	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		

Attachment L

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					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

NIL

For and on behalf of the Board of Directors

Arvind Pani
Whole Time Director
DIN: 00936914

Vivekananda Pani
Whole Time Director
DIN: 01012763

Bengaluru
April 3, 2020