

## TRACK RECORD OF THE PUBLIC ISSUES MANAGED BY THE MERCHANT BANKER IN THE LAST 3 FINANCIAL YEARS

Name of the Issue:

Nippon Life India Asset Management Limited

Formerly Known as Reliance Nippon Life Asset Management Limited

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1. Type of Issue (IPO/FPO) IPO
2. Issue Size (Rs. Cr) INR 1,542.24
3. Grade of issue along with name of the rating agency
- |       |    |
|-------|----|
| Name  | NA |
| Grade | NA |
4. Subscription Level (Number of times) 81.1217 times (excluding Anchor Portion and after removing multiple and duplicate bids and technical rejection cases)

Source – Minutes of Basis of Allotment dated November 1, 2017

### 5. QIB Holding (as a % of outstanding capital) as disclosed to stock exchanges

Particulars	Percentage
(i) allotment in the issue	5.00%
(ii) at the end of the 1st Quarter immediately after the listing of the issue**	10.15%
(iii) at the end of 1st FY (March 31, 2018)\$	10.51%
(iv) at the end of 2nd FY (March 31, 2019)*	9.78%
(v) at the end of 3rd FY (March 31, 2020)^	11.98%

\*\* Shareholding Pattern filed with Stock Exchange for the quarter ended December 31, 2017 represents holding of "Institutions" category

\$ Shareholding Pattern filed with Stock Exchange for the quarter ended March 31, 2018 represents holding of "Institutions" category

\* Shareholding Pattern filed with Stock Exchange for the quarter ended March 31, 2019 represents holding of "Institutions" category

<sup>^</sup> Shareholding Pattern filed with Stock Exchange for the quarter ended March 31, 2020 represents holding of "Institutions" category

## 6. Financials of the issuer (as per the annual financial results submitted to stock exchanges)

(Standalone)		(Rs in Crores)	
Parameters	1st FY (March 31, 2018) <sup>^</sup>	2nd FY (March 31, 2019) <sup>**</sup>	3rd FY (March 31, 2020) <sup>*</sup>
Income from operations	1532	1415.26	1131.67
Net Profit for the period	505	475.17	412.30
Paid-up equity share capital	612	612.00	612.11
Reserves excluding revaluation reserves	1633	1,920.25	1,936.88

(Consolidated)		(Rs in Crores)	
Parameters	1st FY (March 31, 2018) <sup>^</sup>	2nd FY (March 31, 2019) <sup>**</sup>	3rd FY (March 31, 2020) <sup>*</sup>
Income from operations	1586	1478.64	1202.98
Net Profit for the period	522	486.09	415.25
Paid-up equity share capital	612	612.00	612.11
Reserves excluding revaluation reserves	1675	1958.02	1980.94

<sup>^</sup> Audited Financial Results as uploaded on the website of Stock Exchanges for the year ended March 31, 2018

<sup>\*\*</sup> Audited Financial Results as uploaded on the website of Stock Exchanges for the year ended March 31, 2019

<sup>\*</sup> Audited Financial Results as uploaded on the website of Stock Exchanges for the year ended March 31, 2020.

## 7. Trading Status in the scrip of the issuer

Company's Equity Shares are listed on both the BSE Limited and the National Stock Exchange of India Limited.

Particulars	Status
(i) at the end of 1st FY (March 31, 2018) <sup>^</sup>	Frequently Traded
(ii) at the end of 2nd FY (March 31, 2019) <sup>^</sup>	Frequently Traded
(iii) at the end of 3rd FY (March 31, 2020) <sup>^</sup>	Frequently Traded

<sup>^</sup> Source – NSE Website

## 8. Change in Directors of issuer from the disclosures in the offer document

Particulars	Name of the Director	Appointed / Resigned
(i) at the end of 1st FY (March 31, 2018)	Nil	Nil
(ii) at the end of 2nd FY (March 31, 2019)	Mr. Jai Anmol Anil Ambani	Appointed w.e.f. April 25, 2018
	Mr. Minoru Kimura	Appointed w.e.f. April 25, 2018
	Mr. Akira Shibata	Appointed w.e.f. April 25, 2018
	Mr. Kazuhide Toda	Resigned w.e.f. April 25, 2018
	Mr. Takayuki Murai	Resigned w.e.f. April 25, 2018
	Mr V.N. Kaul	Resigned w.e.f. April 25, 2018

	Mr. Minoru Kimura	Appointed as Non-Executive, Non-Independent Director w.e.f September 18, 2018
	Mr. Akira Shibata	Appointed as Non-Executive, Non-Independent Director w.e.f September 18, 2018
	Mr. Jai Anmol Ambani	Appointed as Non-Executive, Non-Independent Director w.e.f September 18, 2018
	Mr. Kanu H. Doshi	Re-appointed as Non-Executive, Independent Director for second term w.e.f April 01, 2019
	Mr. S.C. Tripathi	Re-appointed as Non-Executive, Independent Director for second term w.e.f April 01, 2019
(iii) at the end of 3rd FY (March 31, 2020)	Mr. Jai Anmol Ambani	Resigned as a Non-Executive Director w.e.f May 23, 2019
	Mr. Mahadevan Veeramony	Appointed as Non-Executive Independent Director w.e.f September 23, 2019
	Mr. Kanu Doshi	Cessation as Director w.e.f September 23, 2019
	Mr. S.C. Tripathi	Cessation as Director w.e.f September 23, 2019

#### 9. Status of implementation of project/ commencement of commercial production

- (i) As disclosed in the offer document: NA
- (ii) Actual implementation: NA
- (iii) Reasons for delay in implementation, if any: NA

#### 10. Status of utilization of issue proceeds

- (i) As disclosed in the offer document:

(in Rs million)

Particulars	Amount
Setting up new branches and relocating certain existing branches	383.06
Upgrading the IT system	406.45
Advertising, marketing and brand building activities	720.92
Lending to our Subsidiary (Reliance AIF) for investment of continuing interest in the new AIF schemes managed by Reliance AIF	1,250.00
Investing towards our continuing interest in new mutual fund schemes managed by us	1,000.00
Funding inorganic growth and strategic initiatives	1,650.00
General corporate purposes	440.67
<b>Total</b>	<b>5,851.10</b>

## Proposed schedule of implementation and deployment of the Net Proceeds

The Net Proceeds are currently expected to be deployed in accordance with the schedule as stated below:  
(in Rs million)

Particulars	Amount	Amount to be funded from Net Proceeds	Amount to be deployed from the Net Proceeds in		
			Fiscal 2019	Fiscal 2020	Fiscal 2021
Setting up new branches and relocating certain existing branches	383.06	383.06	125.51	124.93	132.62
Upgrading the IT system	406.45	406.45	146.43	127.43	132.59
Advertising, marketing and brand building activities	720.92	720.92	199.87	240.61	280.44
Lending to our Subsidiary (Reliance AIF) for investment of continuing interest in the new AIF schemes managed by Reliance AIF	1,250.00	1,250.00	350	350	550
Investing towards our continuing interest in new mutual fund schemes managed by us	1,000.00	1,000.00	350	350	300
Funding inorganic growth and strategic initiatives	1,650.00	1,650.00	1,650*		
General corporate purposes	440.67	440.67	440.67	-	-
<b>Total</b>	<b>5,851.10</b>	<b>5,851.10</b>	<b>1,612.48</b>	<b>1,192.97</b>	<b>3,045.65*</b>

\* For the purposes of abovementioned presentation of aggregate deployment of the Net Proceeds over the Fiscals 2019-2021, towards the object of "Funding inorganic growth and strategic initiatives", it has been assumed that the said deployment will be made in the Fiscal 2021.

Source – Prospectus dated October 30, 2017

### (i) Actual utilization: (As on March 31, 2020)

(Rs in million)

Sr.No	Item Head	Net proceeds as per IPO	Amount utilized			Total unutilized Amount
			As at Beginning of Quarter	During the Quarter	As at the end of Quarter	
1.	Setting up new branches and relocating certain existing branches	383.1	41.2	5.00	46.2	336.9
2.	Upgrading the IT system	406.5	306.2	26.8	333	73.5
3.	Advertising, marketing and brand building activities	720.92	257.2	87.5	344.7	376.2
4.	Lending to our Subsidiary (Reliance AIF) for investment of continuing interest in the new AIF schemes managed by Reliance AIF	1,250.00	492.4	32.1	524.5	725.5
5.	Investing towards our continuing interest in new mutual fund schemes managed by us	1,000.00	1000.0	-	1000.00	-
6.	Funding inorganic growth and strategic initiatives	1,650.00	-	-	-	1,650.00
7.	General Corporate Purposes	478.0	478.0	-	478.0	-
	<b>Total</b>	<b>5888.5</b>	<b>2575.0</b>	<b>1514.0</b>	<b>2726.4</b>	<b>3162.1*</b>

\* Status of the unutilized amount - Balance in Fixed Deposits of Rs.100 crores with YES Bank, Rs.16.21 crores with HDFC Bank and Rs.200 crores with IndusInd Bank.  
Earnings -accrued interest as on March 31, 2020 of Rs.10.72 crores.

### (iii) Reasons for deviation, if any: No

**11. Comments of monitoring agency, if applicable**

(a) Comments on use of funds	No
(b) Comments on deviation, if any, in the use of proceeds of the issue from the objects stated in the offer document	Nil
(c) Any other reservations expressed by the monitoring agency about the end use of funds	No

**12. Pricing Data**

**Issue Price (Rs.):** INR 252  
**Designated Stock Exchange:** NSE  
**Listing Date:** November 6, 2017

Price parameters	At close of listing day (November 6, 2017)	At close of 30th calendar day from listing day (December 6, 2017)	At close of 90th calendar day from listing day (February 5, 2017) <sup>^^</sup>	As at the end of 1st FY after the listing of the issue (March 31, 2018) <sup>^</sup>		
				Closing price	High (during the FY)	Low (during the FY)
Market Price on Designated Stock Exchange NSE	284.40	255.05	272.45	247.45	335	237.5
Nifty	10,451.80	10044.10	10666.55	10113.7	11171.55	9951.9
Sectoral Index	NA	NA	NA	NA	NA	NA

Source: NSE Limited

<sup>^</sup> Last working day being 28th March, 2018, pricing data as on March 28, 2018 has been considered.

Price parameters	As at the end of 2nd FY after the listing of the issue (March 31, 2019) <sup>**</sup>			As at the end of 3rd FY after the listing of the issue (March 31, 2020)		
	Closing price	High (during the FY)	Low (during the FY)	Closing price	High (during the FY)	Low (during the FY)
Market Price on Designated Stock Exchange NSE	209.70	278.85	127.20	249.2	452.9	182.6
Nifty	11623.90	11760.20	10004.55	8597.75	12430.5	7511.1
Sectoral Index	NA	NA	NA	NA	NA	NA

<sup>\*\*</sup>31st March, 2019 being a Sunday and 31st March, 2019 being a Saturday, figures of March 29, 2019 have been considered.

13. **Basis for Issue Price (Source of accounting ratios of peer group and industry average may be indicated; Source of the accounting ratios may generally be the same, however in case of different sources, reasons for the same may be indicated)**

Accounting ratio		As disclosed in the offer document <sup>(2)</sup>	At the end of 1st FY (March 31, 2018) <sup>(5)</sup>	At the end of 2nd FY (March 31, 2019) <sup>(7)</sup>	At the end of 3rd FY (March 31, 2020) <sup>(**)</sup>
EPS	<b>Issuer:</b>	--	--	--	--
	Standalone (Basic)	6.87	8.45	7.77	6.74
	Standalone (Diluted)	6.87	8.44	7.77	6.65
	Consolidated (Basic)	6.85	8.74	7.94	6.78
	Consolidated (Diluted)	6.85	8.73	7.94	6.69
	Peer Group :		--	--	--
	No Listed peer	--	--	--	--
	Industry Avg:	--	N.A	N.A	N.A
P/E	<b>Issuer:</b>	--	--	--	--
	Standalone (Basic)	36.68	29.28	26.99	36.97
	Standalone (Diluted)	36.68	29.32	26.99	37.47
	Consolidated (Basic)	36.79	28.31	26.41	36.76
	Consolidated (Diluted)	36.79	28.34	26.41	37.25
	Peer Group:	--	--	--	--
	No Listed peer	--	--	--	--
	Industry Composite:	--	N.A	N.A	N.A
RoNW (%)	<b>Issuer:</b>	--	--	--	--
	Standalone	22	22.48%	18.76%	16.18%
	Consolidated	21	22.82%	18.91%	16.01%
	Peer Group:	--	--	--	--

	No Listed peer	--	--	--	--
	Industry Composite:	--	N.A	N.A	N.A
NAV	<b>Issuer:</b>	--	--	--	--
	Standalone	27.63	36.69	41.38	41.64
	Consolidated	28.10	37.37	41.99	42.36
	Peer Group:	--	--	--	--
	No Listed peer	--	--	--	--
	Industry Avg:	N.A	N.A	N.A	N.A

**Notes:**

(1) Prospectus dated October 30, 2017

(2) Data for the period ended March 31, 2017

\*\* Audited Financial Result as uploaded on the website of the stock exchange for the year ended March 31, 2020

\*Audited Financial Result as uploaded on the website of the stock exchange for the year ended March 31, 2019

\$ Audited Consolidated Financial Result as uploaded on the website of the stock exchange for the year ended March 31, 2018

**14. Any other material information**

Particulars	Date
Reliance Nippon Life Asset Management Limited (RNAM) has featured amongst India's Best Companies To Work For 2018 in a study conducted by Great Place To Work Institute.  This recognition by one of the world's leading HR Consulting firms is a reflection of RNAM's continuous efforts towards building a highly engaged and motivated workforce.	03-July-2018
Mr. Deepak Mukhija, Company Secretary & Compliance Officer of the Company ceased to be the Company Secretary & Compliance Officer due to resignation after close of office hours on September 18, 2018.	19-Sept-2018
The RNAM informed the Exchange that Reliance Nippon Life Asset Management Limited (RNAM) has received mandate from the Employees' State Insurance Corporation (ESIC) to manage its funds.	11-Oct-2018
RNAM informed the Exchange that the Company has appointed Ms. Nilufer Shekhawat as the Company Secretary and Compliance Officer w.e.f November 01, 2018	01-Nov-2018
Morgan Stanley India Company Private Limited has submitted to the Exchange a copy of Open offer with respect to Reliance Nippon Life Asset Management Limited by Nippon Life Insurance Company	23-May-2019
Reliance Capital Limited has submitted to the Exchange that the Seller proposes to sell up to 3,21, 10,091 Equity Shares (representing 5.25% of the total issued and paid-up Equity Share capital of the Company) ("Base Sale Shares" / "Base Offer Size") of face value of Rs. 10 each on May 24, 2019 ("T Day") (for non-retail investors only) and on May 27, 2019 ("T+1 Day") (for retail investors and for non-retail investors who choose to carry forward their un-allotted bids) with an option to additionally sell 2,08,63, 154 Equity Shares representing 3.41% of the total paid up Equity Share capital of the Company (the "Oversubscription Option")Date and time of the opening of the offer for Non-Retail Investors: May 24, 2019 9:15 a.m .Date and time of the closing of the offer for Non-Retail Investors: May 24, 2019 at 3:30 p.m.Date and time of the opening of the offer for Retail Investors: May 27,2019 at 9:15 a.m.Date and time of the closing of the offer for Retail Investors: May 27, 2019 at 3:30 p.m.The offer shall continue to take place on a separate window of the Stock Exchanges on T+1 day, commencing at 9:15 a.m. and shall close at	23-May-2019

3:30 p.m. (Indian Standard Time) on the same date. The Floor Price for the Offer shall be Rs. 218 (Rupees Two Hundred Eighteen) per Equity Share.	
Reliance Nippon Life Asset Management Limited has informed the Exchange, that a Share Purchase Agreement has been executed amongst Nippon Life Insurance Company, Reliance Capital Limited and Reliance Nippon Life Asset Management Limited on May 23, 2019	23-May-2019
Open offer with respect to Reliance Nippon Life Asset Management Limited by Nippon Life Insurance Company	30-May-2019
Notice of the proposed OFS of equity shares of Reliance Nippon Life Asset Management Limited by one of its promoter, Reliance Capital Limited through the Stock Exchange mechanism	12-Jun-2019
ETF Securities, Australia has launched the first Indian ETF in Australia. Reliance Nippon Life Asset Management Limited (RNAM) has entered in an arrangement to provide advisory services to Australian investors.	20-Jun-2019
Reliance Nippon Life Asset Management Limited has informed the Exchange regarding a press release dated Jun 20, 2019, titled "First India Equities ETF ( ASX Code : NDIA) to be Launched in Australia".	21-Jun-2019
Morgan Stanley India Company Private Limited has submitted to the Exchange the Letter of Offer dated July 11, 2019 with respect to Reliance Nippon Life Asset Management Limited (Target Company) by Nippon Life Insurance Company	15-July-2019
Reliance Nippon Life Asset Management Limited has informed the Exchange regarding Submission of recommendation of the Independent Directors Committee of Reliance Nippon Life Asset Management Limited in relation to the open offer for acquisition of equity shares of the Target Company by Nippon Life Insurance Company	19-July-2019
Morgan Stanley India Company Private Limited has submitted to the Exchange a copy of public announcement of Open offer with respect to Reliance Nippon Life Asset Management Limited (Target Company) by Nippon Life Insurance Company	22-July-2019
Financial Results: As at June 30, 2019, the Company has outstanding Inter Corporate Deposits (ICDs) exposure to group companies, other than subsidiaries, amounting to Rs 409.64 crore (including accrued interest of Rs.29.64 crore) for which carrying value net of provision, is Rs399.60 crore. Pursuant to the shareholders agreements entered into between Nippon Life Insurance Company (NLI), Reliance Capital Limited (RCL) and the Company for acquiring shares of Company from RCL and pursuant to framework agreement entered into between RCL, NLI, IndusInd Bank (escrow agent) and others, RCL and NLI have agreed that in the event of the ICDs remaining outstanding on conclusion of the transaction, the repayment of the ICDs out of the proceeds of sale of shares by RCL to NLI are secured by preference for payment Accordingly, the Board of Directors of the Company have not considered any additional provisions in respect of such ICDs The acquisition of the Company by NU is subject to final applicable regulatory approvals	29-July-2019
Reliance Nippon Life Asset Management Limited has informed the Exchange that Nippon Life Insurance Company (Nippon) has now additionally acquired 64,815,152 equity shares of the Company (representing 10.59% of the total issued and paid up equity share capital of the Company) pursuant to the mandatory open offer made by Nippon in terms of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Pursuant to such acquisition, Nippon now holds 32,72,10,152 equity shares representing 53.46% of the total issued and paid up equity share capital of the Company.It may be noted that with this additional acquisition of shares, the Company has now become a subsidiary of Nippon, in terms of section 2(87) of the Companies Act, 2013. Consequent to this, all the existing subsidiaries of the Company have also become the subsidiaries of Nippon	26-Aug-2019
Morgan Stanley India Company Private Limited has submitted to the Exchange a copy of Post Offer Public Announcement for the Attention of the Public Shareholders of Reliance Nippon Life Asset Management Limited.	28-Aug-2019
Notice of the proposed OFS of equity shares of Reliance Nippon Life Asset Management Limited by one of its promoter, Reliance Capital Limited through the Stock Exchange mechanism	09-Sept-2019
Reliance Capital Limited has informed the Exchange regarding Offer for sale of equity shares of Reliance Nippon Life Asset Management Limited (the "Company") by Reliance Capital Limited ( the "Seller") through the Stock exchange Mechanism.	11-Sept-2019
The Company has informed the Exchange that the transaction contemplated under the Share Purchase Agreement executed amongst Nippon Life Insurance Company ("Nippon"), Reliance Capital Limited ("RCL") and Reliance Nippon Life Asset Management Limited ("Company") on 23 May 2019 ("Agreement") has been completed today in accordance with the provisions of the Agreement. Upon such completion under the Agreement, Nippon has acquired 21 .54% of the total issued and paid up equity share	27-Sept-2019



capital of the Company ("Share Capital") from RCL ("Transaction"). Separately, Nippon had on 22 August 2019 acquired 10.59% of the Share Capital pursuant to the open offer made by Nippon under the SEBI (Substantial Acquisition of Shares and Takeover) Regulations 2011 ("Open Offer"). Accordingly, as a result of the completion of the Open Offer and the Transaction, Nippon holds in aggregate 75% of the Share Capital as on date, and RCL will hold 4.27% of the Share Capital as on date, with the remaining shareholding being held by public shareholders.	
Reliance Nippon Life Asset Management Limited has informed the Exchange regarding 'We are happy to inform you that Nippon Life Insurance Company of Japan completes the acquisition of 75% stake in Reliance Nippon Life Asset Management	27-Sept-2019
Reliance Nippon Life Asset Management Limited has informed the Exchange regarding 'We are happy to inform you that Nippon Life Insurance, Japan's largest Life Insurance company and a global financial services conglomerate today announced the integration of Nippon India Mutual Fund (erstwhile Reliance Mutual Fund) into their global unified Asset management fold, by becoming the single largest shareholder in the company. RELIANCE MUTUAL FUND RENAMED AS NIPPON INDIA MUTUAL FUND (NIMF).	07-Oct-2019
RNAM informed the Exchange to take note and update in their records the name of KFin Technologies Private Limited as the Share Transfer Agent of the Company	09-Dec-2019
Reliance Nippon Life Asset Management Limited has informed the Exchange regarding allotment of 2066 Equity Shares under ESOP	09-Dec-2019
Scrutinizers Report: i) to approve Change in name of the Company from 'Reliance Nippon Life Asset Management Limited' to 'Nippon Life India Asset Management Limited'; and (ii) to adopt a new set of Articles of Association of the Company.	18-Dec-2019
RNAM informed the Exchange that the Company received a fresh certificate of Incorporation pursuant to change of name of the Company to "Nippon Life India Asset Management Limited" w.e.f January 13, 2020	13-Jan-2020
RNAM informed the Exchange that the name of Reliance Nippon Life Asset Management Limited shall be changed to Nippon Life India Asset Management Limited and symbol be changed to NAM-INDIA w.e.f. January 23, 2020.	22-Jan-2020
NAM-INDIA informed the Exchange regarding approving the allotment of 30,782 Equity Shares of Face Value Rs.10/- each under the "Reliance Nippon Life Asset Management Limited - Employee Stock Option Plan 2017	05-Feb-2020
NAM-INDIA informed the Exchange regarding approving the allotment of 41,559 Equity Shares of Face Value Rs.10/- each under the "Reliance Nippon Life Asset Management Limited - Employee Stock Option Plan 2017	05-Mar-2020
NAM-INDIA informed the Exchange on account of the Covid-19 issue in India regarding closure of collection centres / branch offices from March 23, 2020, onwards (till further notice).	23-Mar-2020

Source – Stock Exchange Filings

All the above information has been updated till May 31, 2020 unless indicated otherwise