



Reliance Communications Limited
Dhirubhai Ambani Knowledge City
Navi Mumbai - 400 710

Tel: +91 22 3037 3333
+91 22 3038 6286
Fax: +91 22 3037 6622
www.rcom.co.in

September 16, 2014

The General Manager
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001

Fax No.: 2272 2037/39/41/61/3121/3719

BSE Scrip Code: 532712

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C/1, Block G
Bandra - Kurla Complex,
Bandra (East)
Mumbai 400 051

Fax No.: 2659 8237 / 38

NSE Symbol: RCOM

Dear Sir,

Sub: Declaration of result of Resolutions passed through Postal Ballot.

We refer to our letter dated August 12, 2014 enclosing therewith the Postal Ballot Notice dated August 8, 2014, together with the Postal Ballot Form and e-voting communication sent to the Members of the Company for seeking their consent to the businesses listed therein, by Postal Ballot (which includes electronic voting) pursuant to Section 110 of the Companies Act, 2013, read with the rules made thereunder.

Shri Anil Lohia, Chartered Accountant, appointed as Scrutinizer by the Board of Directors had submitted his report dated September 16, 2014 on postal ballot received from the Members, to the Chairman of the Company.

The Chairman has declared the result today i.e. September 16, 2014, based on the report submitted by the Scrutinizer, stating that the following resolutions have been passed through Postal Ballot (including electronic voting).

Resolution No.	Description
1	Ordinary resolution for appointment of Prof. J. Ramachandran as an Independent Director of the Company.
2	Ordinary resolution for appointment of Shri Deepak Shourie as an Independent Director of the Company.
3	Ordinary resolution for appointment of Shri A. K. Purwar as an Independent Director of the Company.
4	Ordinary resolution for appointment of Shri R. N. Bhardwaj as an Independent Director of the Company.
5	Ordinary resolution for appointment of Smt. Manjari Kacker as a Director of the Company.
6	Special resolution in the matter of Private Placement of Non-Convertible Debentures.



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Resolution No.	Description
7	Special resolution approving borrowing limits of the Company.
8	Special resolution approving creation of Charge / Mortgage on the assets of the Company.
9	Ordinary resolution for approval to the remuneration of the Cost Auditors for the financial year ending March 31, 2015.

The results of the Postal Ballot as per format prescribed in Clause 35A of the Listing Agreement is attached as annexure to the letter.

Kindly inform your members accordingly.

Thanking you.

Yours faithfully,
For **Reliance Communications Limited**

Prakash Shenoy
Company Secretary

Encl. :- As above.

Reliance Communications Limited
Report under clause 35A of SEBI Regulation in respect of Notice Dated August 8, 2014.

Resolution No. - 1

Ordinary Resolution to appoint Prof.J.Ramachandran as an Independent Director

Promoter/ Public	NO. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) $=(2)/(1)*100$	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	139 93 09 177	137 70 30 177	98.41	137 70 30 177	-	100.00	-
Public- Institutional Holders	75 94 83 310	53 69 31 173	70.70	53 62 15 004	7 16 169	99.87	0.13
Public - Others	24 35 20 591	90 528	0.04	86 574	3 954	95.63	4.37
Total:	240 23 13 078	191 40 51 878	79.68	191 33 31 755	7 20 123	99.96	0.04

Resolution No. - 2

Ordinary Resolution to appoint Shri Deepak Shouire as an Independent Director

Promoter/ Public	NO. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) $=(2)/(1)*100$	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	139 93 09 177	137 70 30 177	98.41	137 70 30 177	-	100.00	-
Public- Institutional Holders	75 94 83 310	54 00 58 173	71.11	53 93 42 004	7 16 169	99.87	0.13
Public - Others	24 35 20 591	90 220	0.04	86 273	3 947	95.63	4.37
Total:	240 23 13 078	191 71 78 570	79.81	191 64 58 454	7 20 116	99.96	0.04

Resolution No. - 3

Ordinary Resolution to appoint Shri A.K. Purwar as an Independent Director

Promoter/ Public	NO. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) $=(2)/(1)*100$	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	139 93 09 177	137 70 30 177	98.41	137 70 30 177	-	100.00	-
Public- Institutional Holders	75 94 83 310	53 69 31 173	70.70	53 61 45 225	7 85 948	99.85	0.15
Public - Others	24 35 20 591	90 079	0.04	85 987	4 092	95.46	4.54
Total:	240 23 13 078	191 40 51 429	79.68	191 32 61 389	7 90 040	99.96	0.04

Reliance Communications Limited
Report under clause 35A of SEBI Regulation in respect of Notice Dated August 8, 2014.

Resolution No. - 4

Ordinary Resolution to appoint Shri R.N. Bhardwaj as an Independent Director

Promoter/ Public	NO. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	139 93 09 177	137 70 30 177	98.41	137 70 30 177	-	100.00	-
Public- Institutional Holders	75 94 83 310	53 69 31 173	70.70	53 47 44 926	21 86 247	99.59	0.41
Public - Others	24 35 20 591	90 195	0.04	86 205	3 990	95.58	4.42
Total:	240 23 13 078	191 40 51 545	79.68	191 18 61 308	21 90 237	99.89	0.11

Resolution No. - 5

Ordinary Resolution to appoint Smt. Manjari Kacker as an Director

Promoter/ Public	NO. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	139 93 09 177	137 70 30 177	98.41	137 70 30 177	-	100.00	-
Public- Institutional Holders	75 94 83 310	54 00 58 173	71.11	54 00 16 594	41 579	99.99	0.01
Public - Others	24 35 20 591	90 227	0.04	86 051	4 176	95.37	4.63
Total:	240 23 13 078	191 71 78 577	79.81	191 71 32 822	45 755	100.00	0.00

Resolution No. - 6

Special Resolution for Private Placement of Non-Convertible Debentures

Promoter/ Public	NO. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	139 93 09 177	137 70 30 177	98.41	137 70 30 177	-	100.00	-
Public- Institutional Holders	75 94 83 310	17 11 66 995	22.54	16 31 59 903	80 07 092	95.32	4.68
Public - Others	24 35 20 591	89 599	0.04	80 307	9 292	89.63	10.37
Total:	240 23 13 078	154 82 86 771	64.45	154 02 70 387	80 16 384	99.48	0.52

Reliance Communications Limited
Report under clause 35A of SEBI Regulation in respect of Notice Dated August 8, 2014.

Resolution No. - 7

Special Resolution for Borrowing limits of the Company

Promoter/ Public	NO. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) $=(2)/(1)*100$	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	139 93 09 177	137 70 30 177	98.41	137 70 30 177	-	100.00	-
Public- Institutional Holders	75 94 83 310	17 16 02 795	22.59	16 40 73 600	75 29 195	95.61	4.39
Public - Others	24 35 20 591	90 137	0.04	80 950	9 187	89.81	10.19
Total:	240 23 13 078	154 87 23 109	64.47	154 11 84 727	75 38 382	99.51	0.49

Resolution No. - 8

Special Resolution for creation of charge / mortgage on assets of the Company

Promoter/ Public	NO. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) $=(2)/(1)*100$	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	139 93 09 177	137 70 30 177	98.41	137 70 30 177	-	100.00	-
Public- Institutional Holders	75 94 83 310	17 47 29 795	23.01	16 71 65 078	75 64 717	95.67	4.33
Public - Others	24 35 20 591	89 969	0.04	80 320	9 649	89.28	10.72
Total:	240 23 13 078	155 18 49 941	64.60	154 42 75 575	75 74 366	99.51	0.49

Resolution no. - 9

Ordinary Resolution to approve the remuneration of the Cost Auditors for the financial year ending March 31, 2015

Promoter/ Public	NO. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) $=(2)/(1)*100$	No. of Votes - in Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	139 93 09 177	137 70 30 177	98.41	137 70 30 177	-	100.00	-
Public- Institutional Holders	75 94 83 310	54 00 58 173	71.11	54 00 58 173	0	100.00	-
Public - Others	24 35 20 591	90 276	0.04	86 724	3 552	96.07	3.93
Total:	240 23 13 078	191 71 78 626	79.81	191 71 75 074	3 552	100.00	0.00

Date : September 16, 2014

**The Chairman,
Board of Directors,
Reliance Communications Limited,
H Block, 1st Floor,
Dhirubhai Ambani Knowledge City,
Navi Mumbai – 400 710**

Dear Sir,

Report on Postal Ballot

This has reference to my appointment as Scrutinizer by the Board of Directors of the Company at their meeting held on June 24, 2014 in terms of Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, for voting by Electronic means and Postal Ballots received, in respect the Notice dated August 08, 2014 issued by Reliance Communications Limited (the Company) to all the shareholders of the Company.

In this connection, I hereby submit my report as under:

1. The Company had sent Postal Ballot Forms (PBFs) along with Notice pursuant to Section 110 of the Companies Act, 2013, read with rules made there under, to the members of the Company whose names appeared in the Register of Members as on July 25, 2014, and completed the dispatch on August 13, 2014:
 - a. In physical mode, the Postal Ballot Forms (PBFs) (bearing tamper proof security features like bar codes, serial number, Electronic Voting Sequence Number (EVSN), User ID and Password) and the above Notice, through Registered Post and courier to those shareholders whose email IDs are not registered with the Company and;
 - b. In electronic form, the Postal Ballot Forms (PBFs) (providing Electronic Voting Sequence Number (EVSN), User ID and Password) and the above Notice by e mail through Karvy Computershare Private Limited, Registrar and Transfer Agent of the Company to those shareholders whose e mail IDs are registered with the Company.
2. Details of PBFs dispatched vide physical and electronic mode is given below:

Particulars	Quantity	
	Physical	Electronic
No. of PBFs generated	11,85,394	3,96,317
No. of Requests for Duplicate	0	0
No. of Undelivered cases	0	0

3. The Postal Ballot Forms received back from the members were kept under safe custody in sealed and tamper proof ballot boxes. All the envelopes received were serially numbered and dated before being put into the sealed ballot boxes.
4. We have considered, for the purpose of our Report, all the Postal Ballot Forms received up to the close of working hours on September 15, 2014, and votes cast through electronic mode up to 6.00 P.M. on September 11, 2014, the last date and time fixed by the Company for receipt of the Postal Ballot Forms and voting by electronic means respectively.

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5. During the process of Voting by electronic means we have been assisted by and have relied upon the secured system provided by the Company's Registrar and Transfer Agent 'Karvy Computershare Private Limited' for validation of voting by electronic means. Reports for voting for each resolution have been generated from the e-voting website of Karvy Computershare Private Limited, by unblocking the data after 6.00 P.M. on September 11, 2014 in presence of two witnesses. The Voting by electronic means was validated with software controls.
6. All the Postal Ballot Forms received up to the close of working hours on September 15, 2014 the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were scrutinized and the signatures were verified with the specimen signatures recorded with the Company or details furnished by National Securities Depository Limited / Central Depository Services (India) Limited to the Company and the particulars thereof were entered in the Register of Postal Ballot.
7. Till the time of submitting this report, no further postal ballot forms have been received after the last date fixed for receiving such forms.
8. The Postal Ballot Forms and all other related papers are kept under my safe custody. I shall return them in due course by a separate letter for safe preservation till the resolution is given effect to.
9. Details of Postal ballot forms received / votes cast are as under:

Resolution No. 1 - Ordinary Resolution to appoint Prof. J. Ramachandran as an Independent Director :

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number of Postal ballot forms received	212	67,551,921	-
Less : Total number of invalid postal ballot forms	5	86	-
(A) Total number of valid postal ballot forms	207	67,551,835	-
Total votes received by electronic mode	387	1,86,29,57,157	-
Less : Total number of invalid votes	26	1,64,57,114	-
(B) Total number of valid votes	361	1,84,65,00,043	-
Total valid postal ballot / Votes received *** (A + B)	568	1,91,40,51,878	100.000%
Assented to resolution	540	1,91,33,31,755	99.961%
Dissented to resolution	30	7,20,123	0.039%
Result	Carried with requisite majority		

Note: *** 02 postal ballots have been received with 25 shares assenting and 62 shares dissenting.

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Resolution No. 2 - Ordinary Resolution to appoint Shri Deepak Shourie as an Independent Director :

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number of Postal ballot forms received	212	67,551,908	-
Less : Total number of invalid postal ballot forms	6	381	-
(A) Total number of valid postal ballot forms	206	67,551,527	-
Total votes received by electronic mode	387	1,86,29,57,157	-
Less : Total number of invalid votes	20	1,33,30,114	-
(B) Total number of valid votes	367	1,84,96,27,043	-
Total valid postal ballot / Votes received *** (A + B)	573	1,91,71,78,570	100.000%
Assented to resolution	543	1,91,64,58,454	99.962%
Dissented to resolution	33	7,20,116	0.038%
Result	Carried with requisite majority		

Note: *** 03 postal ballots have been received with 45 shares assenting and 69 shares dissenting.

Resolution No. 3 - Ordinary Resolution to appoint Shri A. K. Purwar as an Independent Director :

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number of Postal ballot forms received	212	67,551,903	-
Less : Total number of invalid postal ballot forms	5	371	-
(A) Total number of valid postal ballot forms	207	67,551,532	-
Total votes received by electronic mode	387	1,86,29,57,157	-
Less : Total number of invalid votes	29	1,64,57,260	-
(B) Total number of valid votes	358	1,84,64,99,897	-
Total valid postal ballot / Votes received *** (A + B)	565	1,91,40,51,429	100.000%
Assented to resolution	531	1,91,32,61,389	99.959%
Dissented to resolution	36	7,90,040	0.041%
Result	Carried with requisite majority		

Note: *** 02 postal ballots have been received with 25 shares assenting and 62 shares dissenting.

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Resolution No. 4 - Ordinary Resolution to appoint Shri R. N. Bhardwaj as an Independent Director :

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number of Postal ballot forms received	212	67,551,908	-
Less : Total number of invalid postal ballot forms	6	381	-
(A) Total number of valid postal ballot forms	206	67,551,527	-
Total votes received by electronic mode	387	1,86,29,57,157	-
Less : Total number of invalid votes	27	1,64,57,139	-
(B) Total number of valid votes	360	1,84,65,00,018	-
Total valid postal ballot / Votes received *** (A + B)	566	1,91,40,51,545	100.000%
Assented to resolution	524	1,91,18,61,308	99.886%
Dissented to resolution	44	2,190,237	0.114%
Result	Carried with requisite majority		

Note: *** 02 postal ballots have been received with 25 shares assenting and 62 shares dissenting.

Resolution No. 5 - Ordinary Resolution to appoint Smt. Manjari Kacker as a Director:

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number of Postal ballot forms received	212	67,551,915	-
Less : Total number of invalid postal ballot forms	6	381	-
(A) Total number of valid postal ballot forms	206	67,551,534	-
Total votes received by electronic mode	387	1,86,29,57,157	-
Less : Total number of invalid votes	20	1,33,30,114	-
(B) Total number of valid votes	367	1,84,96,27,043	-
Total valid postal ballot / Votes received *** (A + B)	573	1,91,71,78,577	100.000%
Assented to resolution	543	1,91,71,32,822	99.998%
Dissented to resolution	32	45,755	0.002%
Result	Carried with requisite majority		

Note: *** 02 postal ballots have been received with 25 shares assenting and 62 shares dissenting.

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Resolution No. 6 - Special Resolution for Private Placement of Non-Convertible Debentures:

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number of Postal ballot forms received	212	67,551,923	-
Less : Total number of invalid postal ballot forms	12	2,644,057	-
(A) Total number of valid postal ballot forms	200	64,907,866	-
Total votes received by electronic mode	387	1,86,29,57,157	-
Less : Total number of invalid votes	48	37,95,78,252	-
(B) Total number of valid votes	339	1,48,33,78,905	-
Total valid postal ballot / Votes received *** (A + B)	539	1,54,82,86,771	100.000%
Assented to resolution	474	1,54,02,70,387	99.482%
Dissented to resolution	69	80,16,384	0.518%
Result	Carried with requisite majority		

Note: *** 04 postal ballots have been received with 107 shares assenting and 75 shares dissenting.

Resolution No. 7 – Special Resolution for borrowing limits of the Company:

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number of Postal ballot forms received	212	67,551,913	-
Less : Total number of invalid postal ballot forms	6	381	-
(A) Total number of valid postal ballot forms	206	67,551,532	-
Total votes received by electronic mode	387	1,86,29,57,157	-
Less : Total number of invalid votes	53	38,17,85,580	-
(B) Total number of valid votes	334	1,48,11,71,577	-
Total valid postal ballot / Votes received *** (A + B)	540	1,54,87,23,109	100.000%
Assented to resolution	478	1,54,11,84,727	99.513%
Dissented to resolution	66	75,38,382	0.487%
Result	Carried with requisite majority		

Note: *** 04 postal ballots have been received with 51 shares assenting and 91 shares dissenting.

Resolution No. 8 - Special Resolution for creation of charge / mortgage on assets of the Company:

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number of Postal ballot forms received	212	67,551,935	-
Less : Total number of invalid postal ballot forms	6	381	-
(A) Total number of valid postal ballot forms	206	67,551,554	-
Total votes received by electronic mode	387	1,86,29,57,157	-
Less : Total number of invalid votes	48	37,86,58,770	-
(B) Total number of valid votes	339	1,48,42,98,387	-
Total valid postal ballot / Votes received *** (A + B)	545	1,55,18,49,941	100.000%
Assented to resolution	477	1,54,42,75,575	99.512%
Dissented to resolution	72	75,74,366	0.488%
Result	Carried with requisite majority		

Note: *** 04 postal ballots have been received with 300050 shares assenting and 35589 shares dissenting.

Resolution No. 9 - Ordinary Resolution to approve the remuneration of the Cost Auditors for the financial year ending March 31, 2015:

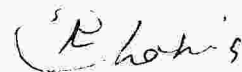
Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number of Postal ballot forms received	212	67,551,929	-
Less : Total number of invalid postal ballot forms	6	381	-
(A) Total number of valid postal ballot forms	206	67,551,548	-
Total votes received by electronic mode	387	1,86,29,57,157	-
Less : Total number of invalid votes	19	1,33,30,079	-
(B) Total number of valid votes	368	1,84,96,27,078	-
Total valid postal ballot / Votes received *** (A + B)	574	1,91,71,78,626	100.000%
Assented to resolution	550	1,91,71,75,074	99.999%
Dissented to resolution	29	3,552	0.001%
Result	Carried with requisite majority		

Note: *** 05 postal ballots have been received with 51 shares assenting and 113 shares dissenting.

10. The Register giving full particulars of all Postal Ballot Forms received / votes cast by electronic means is enclosed for your perusal and record.

You may accordingly declare the result of the Shareholders' voting by Postal Ballots, in respect of the Resolutions given in the Notice dated August 8, 2014 issued under Section 110 of the Companies Act, 2013 and Rules made there under.

Yours faithfully,



Anil Lohia
Partner
(Scrutinizer)

Encl.: as above.