

Consolidated Scrutinizer's Report on the results of the remote e-voting process and e-voting conducted at the 16th Annual General Meeting (the "AGM") of Reliance Communications Limited (the "Company") held on September 26, 2020 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

To,
The Chairperson of 16th Annual General Meeting of Reliance Communications Limited
H Block, 1st Floor,
Dhirubhai Ambani Knowledge City,
Navi Mumbai 400 710.

Dear Sir,

1. The Company has appointed me, Anil Lohia, Chartered Accountant in practice, Partner of M/s. Dayal and Lohia, Chartered Accountants, as a scrutinizer for the purpose of scrutinizing the:
 - (i) e-voting process (the "remote e-voting") under the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI LODR Regulations"); and
 - (ii) process of voting through electronic voting system during the AGM (the "e-voting") under the provisions of Section 109 of the Act read with Rule 21 of the Rules;

on each of the business contained in the Notice dated July 31, 2020 (the "Notice") of the 16th Annual General Meeting of the Members of Reliance Communications Limited held on September 26, 2020 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

2. The Resolution Professional / management of the Company is responsible for ensuring compliances with the requirements of the Act, the Rules and SEBI LODR Regulations relating to voting through remote e-voting and through e-voting during the AGM on the business contained in the Notice of the 16th AGM of the Members of the Company.

3. The Company has appointed M/s. Kfin Technologies Private Limited (the “Kfintech”), the agency authorised under Rule 20 of the Rules and SEBI LODR Regulations, to provide remote e-voting facility to the Members of the Company from 10:00 A.M. on September 22, 2020 to 5:00 P.M. on September 25, 2020.
4. My responsibility as a scrutinizer for the voting process (by remote e-voting and e-voting during the AGM), was restricted to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner and to prepare a consolidated Scrutinizer’s report of the votes cast “in favour” or “against” the resolutions stated in the Notice, based on the reports generated from the remote e-voting system provided by Kfintech and based on the result of e-voting conducted during the AGM.
5. Separate Scrutinizer’s Reports of even date have been issued on the remote e-voting and on the e-voting conducted during the AGM on the business contained in the Notice to the AGM. I submit a consolidated Scrutinizer’s report on the results of voting by remote e-voting and e-voting during the AGM as under:-

Item No. 1:-

Ordinary Resolution to consider and adopt:

- a) the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Directors and Auditors thereon, and
- b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the report of the Auditors thereon.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	467	23	490	16,17,98,317	13,95,129	16,31,93,446	99.9498
Against	53	3	56	81,803	168	81,971	0.0502
Total *	517	26	543	16,18,80,120	13,95,297	16,32,75,417	100.0000
Invalid / Abstained	13	6	19	11,91,99,686	1,33,934	11,93,33,620	---

* 3 shareholders with 48 shares voted “in favour” of, and 42 shares “against”, the resolution.

Based on the aforesaid results, Ordinary Resolution No. 1 of the Notice dated July 31, 2020 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 2:-

Ordinary Resolution to appoint a Director in place of Shri Punit Garg (DIN: 00004407), who retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	432	22	454	16,09,72,090	13,94,717	16,23,66,807	99.4509
Against	84	4	88	8,95,975	580	8,96,555	0.5491
Total *	514	26	540	16,18,68,065	13,95,297	16,32,63,362	100.0000
Invalid / Abstained	16	6	22	11,92,11,631	1,33,934	11,93,45,565	---

* 2 shareholders with 55 shares voted “in favour” of, and 115 shares “against”, the resolution.

Based on the aforesaid results, Ordinary Resolution No. 2 of the Notice dated July 31, 2020 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 3:-

Ordinary Resolution for ratification of remuneration payable to Cost Auditor for the financial year ending March 31, 2021.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	452	22	474	28,09,69,620	13,95,127	28,23,64,747	99.9673
Against	74	4	78	92,163	170	92,333	0.0327
Total *	521	26	547	28,10,61,783	13,95,297	28,24,57,080	100.0000
Invalid / Abstained	9	6	15	17,923	1,33,934	1,51,857	---

* 5 shareholders with 221 shares voted “in favour” of, and 182 shares “against”, the resolution.

Based on the aforesaid results, Ordinary Resolution No. 3 of the Notice dated July 31, 2020 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 4:-

Special Resolution for appointment of Shri Vishwanath Devaraja Rao as a Whole-Time Director and Chief Financial Officer.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	444	23	467	16,09,39,865	13,95,129	16,23,34,994	99.4324
Against	70	3	73	9,26,555	168	9,26,723	0.5676
Total *	512	26	538	16,18,66,420	13,95,297	16,32,61,717	100.0000
Invalid / Abstained	18	6	24	11,92,13,386	1,33,934	11,93,47,320	---

* 2 shareholders with 65 shares voted “in favour” of, and 28 shares “against”, the resolution.

Based on the aforesaid results, Special Resolution No. 4 of the Notice dated July 31, 2020 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

- In terms of the Notice for the AGM dated July 31, 2020, the Members who have already voted through remote e-voting were not entitled to vote through e-voting during the AGM. As such, votes cast by the Members who had voted through e-voting during the AGM were treated as invalid.

7. A Compact Disc (CD) containing Electronic data and other relevant records relating to remote e-voting and e-voting during the AGM has been kept in my safe custody and shall be retained until the minutes of the AGM is approved and signed, and shall be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Anil Lohia
Practicing Chartered Accountant
Membership No. 31626
Partner
Dayal and Lohia
Chartered Accountants
(Firm Registration No.102200W)

Place : Mumbai

Dated : September 26, 2020.

Countersigned by:
For **Reliance Communications Limited**



Authorised Person