

**dayal and lohia**  
chartered accountants

**Consolidated Scrutinizer's Report on the results of the remote e-voting process and e-voting conducted at the 17<sup>th</sup> Annual General Meeting (the "AGM") of Reliance Communications Limited (the "Company") held on September 25, 2021 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).**

**To,**  
**The Chairperson of 17<sup>th</sup> Annual General Meeting of**  
**Reliance Communications Limited**  
H Block, 1<sup>st</sup> 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 June 26, 2021 (the "Notice") of the 17<sup>th</sup> Annual General Meeting of the Members of Reliance Communications Limited held on September 25, 2021 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 17<sup>th</sup> 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 21, 2021 to 5:00 P.M. on September 24, 2021.
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.

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GSTIN : 27AAAFD1548C1ZY

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:

- the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Directors and Auditors thereon, and
- the audited consolidated financial statement of the Company for the financial year ended March 31, 2021 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	1,445	16	1,461	63,91,831	13,03,95,159	13,67,86,990	53.0208
Against	181	5	186	12,11,91,885	8,621	12,12,00,506	46.9792
Total *	1,614	20	1,634	12,75,83,716	13,04,03,780	25,79,87,496	100.0000
Invalid / Abstained	43	1	44	7,93,300	700	7,94,000	---

\* 13 shareholders with 40,776 shares voted "in favour" of, and 7,478 shares "against", the resolution.

Based on the aforesaid results, Ordinary Resolution No. 1 of the Notice dated June 26, 2021 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 Vishwanath Devaraja Rao (DIN: 08607657), 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	1,341	16	1,357	12,54,09,109	13,03,95,209	25,58,04,318	99.1647
Against	278	5	283	21,46,123	8,571	21,54,694	0.8353
Total *	1,610	20	1,630	12,75,55,232	13,04,03,780	25,79,59,012	100.0000
Invalid / Abstained	47	1	48	8,06,576	700	8,07,276	---

\* 10 shareholders with 802 shares voted "in favour" of, and 578 shares "against", the resolution.

Based on the aforesaid results, Ordinary Resolution No. 2 of the Notice dated June 26, 2021 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 appointment and remuneration payable to Statutory Auditors of the Company.

	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	1,422	16	1,438	12,55,14,045	13,03,95,159	25,59,09,204	99.1939
Against	203	5	208	20,71,123	8,621	20,79,744	0.8061
Total *	1,615	20	1,635	12,75,85,168	13,04,03,780	25,79,88,948	100.0000
Invalid / Abstained	42	1	43	7,95,174	700	7,95,874	---

\* 11 shareholders with 26,031 shares voted “in favour” of, and 27,182 shares “against”, the resolution.

Based on the aforesaid results, Ordinary Resolution No. 3 of the Notice dated June 26, 2021 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

**Item No. 4:-**

Ordinary Resolution for ratification of remuneration payable to Cost Auditor for the financial year ending March 31, 2022.

	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	1,389	16	1,405	12,73,39,502	13,03,95,209	25,77,34,711	99.9028
Against	235	5	240	2,42,294	8,571	2,50,865	0.0972
Total *	1,614	20	1,634	12,75,81,796	13,04,03,780	25,79,85,576	100.0000
Invalid / Abstained	43	1	44	7,99,874	700	8,00,574	---

\* 11 shareholders with 25,545 shares voted “in favour” of, and 25,698 shares “against”, the resolution.

Based on the aforesaid results, Ordinary Resolution No. 4 of the Notice dated June 26, 2021 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

6. In terms of the Notice for the AGM dated June 26, 2021, 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 : 25<sup>th</sup> September, 2021.

Countersigned by:  
For **Reliance Communications Limited**



**Authorised Person**