

dayal and lohia
chartered accountants

Consolidated Scrutinizer's Report on the results of the remote e-voting process and e-voting conducted at the 18th Annual General Meeting (the "AGM") of Reliance Communications Limited (the "Company") held on September 24, 2022 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

To,
The Chairperson of 18th 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 August 12, 2022 (the "Notice") of the 18th Annual General Meeting of the Members of Reliance Communications Limited held on September 24, 2022 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 18th AGM of the Members of the Company.
3. The Company has appointed M/s. KFin Technologies 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 20, 2022 to 5:00 P.M. on September 23, 2022.
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:

- the audited financial statement of the Company for the financial year ended March 31, 2022 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, 2022 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	1,509	30	1,539	4,76,37,865	79,522	4,77,17,387	91.6071
Against	184	-	184	43,71,769	-	43,71,769	8.3929
Total *	1,681	30	1,711	5,20,09,634	79,522	5,20,89,156	100.0000
Invalid / Abstained	79	1	80	12,02,11,000	100	12,02,11,100	---

* 12 shareholders with 1,05,805 shares voted "in favour" of, and 77,428 shares "against", the resolution.

Based on the aforesaid results, Ordinary Resolution No. 1 of the Notice dated August 12, 2022 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 Shri Punit Garg (DIN: 0004407) as Director, 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	1,412	30	1,442	16,64,45,917	79,522	16,65,25,439	97.2098
Against	294	-	294	47,79,738	-	47,79,738	2.7902
Total *	1,685	30	1,715	17,12,25,655	79,522	17,13,05,177	100.0000
Invalid / Abstained	75	1	76	9,89,528	100	9,89,628	---

* 21 shareholders with 1,09,691 shares voted "in favour" of, and 96,927 shares "against", the resolution.

Based on the aforesaid results, Ordinary Resolution No. 2 of the Notice dated August 12, 2022 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, 2023.

	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	1,458	30	1,488	16,75,74,897	79,522	16,76,54,419	97.8710
Against	237	-	237	36,47,023	-	36,47,023	2.1290
Total *	1,679	30	1,709	17,12,21,920	79,522	17,13,01,442	100.0000
Invalid / Abstained	81	1	82	9,91,558	100	9,91,658	---

* 16 shareholders with 1,06,183 shares voted “in favour” of, and 77,477 shares “against”, the resolution.

Based on the aforesaid results, Ordinary Resolution No. 3 of the Notice dated August 12, 2022 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 to re-appoint Shri Vishwanath Devaraja Rao as an Executive Director.

	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	1,407	30	1,437	16,63,49,034	79,522	16,64,28,556	97.1732
Against	292	-	292	48,41,415	-	48,41,415	2.8268
Total *	1,683	30	1,713	17,11,90,449	79,522	17,12,69,971	100.0000
Invalid / Abstained	77	1	78	10,28,884	100	10,28,984	---

* 16 shareholders with 1,12,956 shares voted “in favour” of, and 88,166 shares “against”, the resolution.

Based on the aforesaid results, Special Resolution No. 4 of the Notice dated August 12, 2022 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 August 12, 2022, 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 : 24th September, 2022.

UDIN : 22031626AUNZLS5199

Countersigned by:
For **Reliance Communications Limited**

Authorised Person