

dayal and lohia
chartered accountants

Consolidated Scrutinizer's Report on the results of the remote e-voting process and Poll conducted at the 15th Annual General Meeting of Reliance Communications Limited (the "Company") held on September 30, 2019 at Rama & Sundri Watumull Auditorium, Vidyasagar, Principal K. M. Kundnani Chowk, 124, Dinshaw Wachha Road, Churchgate, Mumbai 400 020.

**The Chairperson of the 15th Annual General Meeting of
Reliance Communications Limited**
H Block, 1st Floor,
Dhirubhai Ambani Knowledge City,
Navi Mumbai 400 710

Dear Madam,

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 (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 (Rules) as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations); and
- (ii) poll conducted 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 May 27, 2019 (the "Notice") of the 15th Annual General Meeting of the Members of Reliance Communications Limited (the "Company") held on September 30, 2019 at Rama & Sundri Watumull Auditorium, Vidyasagar, Principal K. M. Kundnani Chowk, 124, Dinshaw Wachha Road, Churchgate, Mumbai 400 020 (AGM).

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 Poll on the business contained in the Notice of the 15th AGM of the Members of the Company.
3. The Company has appointed M/s. Karvy Fintech Private Limited ("Karvy"), 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 26, 2019 to 5:00 P.M. on September 29, 2019.
4. My responsibility as a scrutinizer for the voting process (by remote e-voting and Poll at the AGM), was restricted to scrutinize the remote e-voting process and poll at the AGM in

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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 Karvy and based on the result of Poll taken at the AGM.

5. Separate Scrutinizer's Reports of even date have been issued on the remote e-voting and on the poll taken at 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 Poll taken at the AGM as under:-

Item No. 1:-

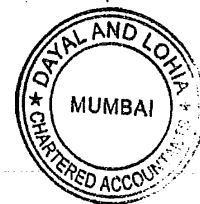
Ordinary Resolution to consider and adopt:

- the audited financial statement of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon; and
- the audited consolidated financial statement of the Company for the financial year ended March 31, 2019 and the report of the Auditors thereon.

	Number of members			Number of votes contained in			
	Remote e-voting	Poll @ AGM	Total	Remote e-voting	Poll @ AGM	Total	%
In favour	328	349	677	273,380,804	29,772,239	303,153,043	75.5821
Against	103	4	107	97,933,063	5,110	97,938,173	24.4179
Total *	428	353	781	371,313,867	29,777,349	401,091,216	100.0000
Invalid / Abstained	15	0	15	120,291,633	0	120,291,633	---

* 3 shareholders with 1,910 shares voted "in favour" of, and 1,605 shares "against", the resolution.

Based on the aforesaid results, Ordinary Resolution No. 1 of the Notice dated May 27, 2019 has been passed by the Members through poll at 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, 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	Poll @ AGM	Total	Remote e-voting	Poll @ AGM	Total	%
In favour	291	349	640	270,925,417	29,772,239	300,697,656	74.7716
Against	138	4	142	101,452,381	5,110	101,457,491	25.2284
Total *	426	353	779	372,377,798	29,777,349	402,155,147	100.0000
Invalid / Abstained	17	0	17	119,228,055	0	119,228,055	---

* 3 shareholders with 1,645 shares voted "in favour" of, and 1,920 shares "against", the resolution.

Based on the aforesaid results, Ordinary Resolution No. 2 of the Notice dated May 27, 2019 has been passed by the Members through poll at 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, 2020.

	Number of members			Number of votes contained in			
	Remote e-voting	Poll @ AGM	Total	Remote e-voting	Poll @ AGM	Total	%
In favour	340	349	689	371,902,545	29,772,239	401,674,784	99.8786
Against	94	4	98	483,065	5,110	488,175	0.1214
Total *	428	353	781	372,385,610	29,777,349	402,162,959	100.0000
Invalid / Abstained	15	0	15	119,219,737	0	119,219,737	---

* 6 shareholders with 8,002 shares voted "in favour" of, and 9,048 shares "against", the resolution.

Based on the aforesaid results, Ordinary Resolution No. 3 of the Notice dated May 27, 2019 has been passed by the Members through poll at the AGM and through remote e-voting with requisite majority.

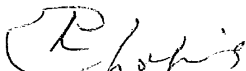
6. In terms of the Notice for the AGM dated May 27, 2019, the Members who have already voted through remote e-voting were not entitled to vote at the AGM. As such, votes cast by the Members who had voted at remote e-voting were treated as invalid.



7. A Compact Disc (CD) containing Electronic data and other relevant records relating to remote e-voting and Poll 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 : October 1, 2019



Countersigned by:
For Reliance Communications Limited



Chairperson of the Meeting / Authorised Person