

# RELIANCE

Reliance Infrastructure Limited  
Reliance Centre  
Santacruz (E)  
Mumbai 400 055  
CIN: L75100MH1929PLC001530

Tel: +91 22 3303 1000  
Fax: +91 22 3303 1664  
www.rinfra.com

March 1, 2018

The General Manager  
Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeeboy Towers  
Dalal Street, Fort  
Mumbai 400 001  
**BSE Scrip Code: 500390**

The Manager  
National Stock Exchange of India limited  
Plaza, 5<sup>th</sup> Floor, Plot No.C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai 400 051  
**NSE Scrip Symbol: RELINFRA**

Dear Sirs,

**Sub : Declaration of results of Voting/ E-voting of Postal Ballot and disclosure pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

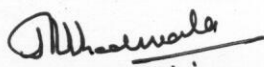
This is to inform you that, pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules 2014, the members of the Company have duly approved the Special Resolution for Sale and/or Disposal of the business by sale of shares of subsidiary company, through e-voting and Voting through Postal Ballot the business as specified in the Postal Ballot notice dated January 25, 2018.

Shri Rinkit Kiran Uchat, Chartered Accountant, appointed as the Scrutinizer by the Board of Directors of the Company has submitted his report dated February 28, 2018 on e-voting and voting through Postal Ballot to the Chairman of the Company.

The details of the voting results are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to bring the aforesaid information to the notice of your members.

Yours faithfully  
For Reliance Infrastructure Limited



Aashay Khandwala  
Company Secretary

Encl: As above.

Voting Results

Date of the AGM/EGM/ Postal Ballot		February 28, 2018						
Total number of shareholders on record date		8,61,197						
No. of shareholders present in the meeting either in person or through proxy:		NA						
Promoters and Promoter Group:		NA						
Public:		NA						
No. of Shareholders attended the meeting through Video Conferencing		NA						
Promoters and Promoter Group:		NA						
Public		NA						
<b>Agenda- wise disclosure (to be disclosed separately for each agenda item)</b>								
<b>Resolution required: (Ordinary/ Special)</b>		To approve Sale and/or Disposal of the business by sale of shares of subsidiary company						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		No						
Category	Mode of Voting	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 against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12 71 77 036	12 71 77 036	100.000	12 71 77 036	0	100.000	0
	Poll	0	0	0	0	0	0	0
Public Institution	E-Voting	12 71 77 036	12 71 77 036	100.000	12 71 77 036	0	100.000	0
	Poll	0	6 50 16 016	67.031	5 23 39 402	1 26 76 614	80.502	19.498
Public- Non Institutions	E-Voting	9 69 93 885	0	0.000	0	0	0.000	0.000
	Poll	0	0	0.000	0	0	0.000	0.000
Total	E-Voting	12 71 77 036	12 71 77 036	67.031	5 23 39 402	1 26 76 614	80.502	19.498
	Poll	0	6 50 16 016	16.960	6 58 23 4	1 458	99.978	0.022
Total	E-Voting	3 88 19 079	23 974	0.062	23 524	450	98.123	1.877
	Poll	0	0	0.000	0	0	0.000	0.000
Total	E-Voting	3 88 19 079	66 07 666	17.022	66 05 758	1 908	99.971	0.029
	Poll	26 29 90 000	19 88 00 718	75.593	18 61 22 196	1 26 78 522	93.622	6.378



February 28, 2018

**Chairman**  
**Reliance Infrastructure Limited**  
H Block, 1<sup>st</sup> Floor,  
Dhirubhai Ambani Knowledge City,  
Navi Mumbai 400 710.

Dear Sir,

**Report on Postal Ballot including e-voting**

This has reference to my appointment as Scrutinizer by the Board of Directors of Reliance Infrastructure Limited ("the Company") vide resolution passed on January 25, 2018 as required under Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 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 ("SEBI LODR Regulations"), for the time being in force for the purpose of scrutinizing the voting through electronic means and physical postal ballot in respect of the business contained in the Notice dated January 25, 2018 ("the Notice") issued by the Company to all its Members.

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 Act read with Rules made thereunder, to the members of the Company whose names appeared in the Register of Members or List of beneficial owners maintained by the Depository Participant(s) / Registrar and Transfer Agent as on January 19, 2018 (being the cut-off date) and completed the dispatch on January 29, 2018:
  - a. In physical mode, the Postal Ballot Forms (PBFs) (bearing tamper proof security features like Postal Ballot number, EVEN (E-Voting Event Number), User ID and Password) and the above Notice, were sent through Registered Post and courier to all members whose e-mail IDs are not registered with the Depository Participant(s) / Registrar and Transfer Agent.
  - b. In electronic form, the Postal Ballot Forms (PBFs) and the above Notice were sent by e-mail through Karvy Computershare Private Limited, to those Members whose e-mail IDs are registered with the Depository Participant(s) / Registrar and Transfer Agent.
2. 376 physical Postal Ballot Forms were received from the members.
3. The management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made thereunder and SEBI LODR Regulations, in the matter of voting through remote e-voting and through Postal Ballot on the business contained in the Notice of the Postal Ballot.

kamanwala chambers, 1<sup>st</sup> floor, office nos. 6 & 7, sir p.m. road, fort, mumbai – 400 001  
phones : (91-22)66372969-70 • fax : 91-22-6637 2949 • e-mail : dayalandlohia@gmail.com  
branch: 401, sheetal enclave, b/h. tangent furniture mall, chincholibunder, off. link road, malad (w), mumbai 400 064.



4. The Company had appointed M/s. Karvy Computershare Private Limited ("Karvy"), the agency authorised under Rule 20 of the Rules to provide remote e-voting facilities to the Members of the Company from 10:00 A.M. on January 30, 2018 to 5:00 P.M. on February 28, 2018. During the process of Voting by electronic means we have been assisted by and have relied upon the secured system provided by Karvy for validation of voting by electronic means. In compliance with Rule 20(4)(xii) of the Rules, after counting the votes cast by Physical Postal Ballot, reports for voting for the resolution have been generated from the e-voting website of Karvy Computershare Private Limited, by unblocking the data immediately after 5.00 P.M. on February 28, 2018 in the presence of two witnesses, who were not in the employment of the Company. The Voting by electronic means was validated with software controls.
5. For the purpose of this Report, I have considered the votes as under:
  - a. In physical mode, Postal Ballot Forms received up to close of working hours on February 28, 2018, the last date and time fixed by the Company; and
  - b. In electronic mode, Votes casted up to 5:00 P.M. on February 28, 2018, the last date and time fixed by the Company.
6. My responsibility as a scrutinizer for the remote e-voting process is restricted to scrutinize the remote e-voting process in a fair and transparent manner and to prepare Scrutinizer's report of the votes cast "In Favour" or "Against" the Resolution stated in the Notice, based on the reports generated from the remote e-voting system provided by Karvy.
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. Details of Postal Ballot Forms received / votes cast are as under:

**Special Resolution** - To approve Sale and / or Disposal of business by sale of shares of subsidiary company.

Particulars	Aggregate of physical Ballot Forms and electronic voting	Number of votes cast	% of valid votes
Total votes received	902	19,94,12,084	---
Less : Total number of votes abstained	63	6,11,366	---
Total number of valid votes	*839	19,88,00,718	100.0000
Assented to resolution	673	18,61,22,196	93.6225
Dissented to resolution	167	1,26,78,522	6.3775
<b>Result</b>	<b>Carried with requisite majority</b>		

\* 1 member with 2 shares voted "Assented" and 2 shares "Dissented" to the resolution.

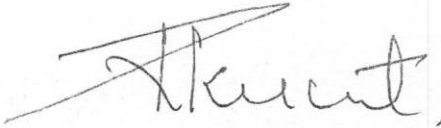
9. The Register giving full particulars of all Postal Ballot Forms received is enclosed for your perusal and record.



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

You may accordingly declare the result of the Members' voting by Postal Ballot and E-voting, in respect of the Resolution given in the Notice dated January 25, 2018 issued under Section 110 of the Companies Act, 2013 and Rules made thereunder.

Yours faithfully,



**Rinkit Kiran Uchat**  
Practicing Chartered Accountant  
Membership No.165557  
Partner  
**Dayal and Lohia**  
Chartered Accountants  
(Firm Registration No.102200W)

Place: Mumbai.  
Dated: February 28, 2018.  
Encl.: As Above.

Countersigned by:  
For **Reliance Infrastructure Limited**



**Chairman / Authorised Person**