

July 7, 2021

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001
BSE Scrip Code: 500390

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra Kurla Complex
Bandra (East), 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 Resolutions as specified in the Postal Ballot notice dated June 6, 2021 through e-voting and voting through Postal Ballot for

- i. Issue of Equity Shares and / or Warrants on Preferential Basis, and
- ii. Issue of Foreign Currency Convertible Bonds

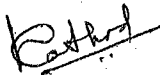
Shri Anil Lohia, Partner, M/s. Dayal & Lohia, Chartered Accountants, appointed as the Scrutinizer by the Board of Directors of the Company has submitted report dated July 6, 2021 on e-voting and voting through Postal Ballot.

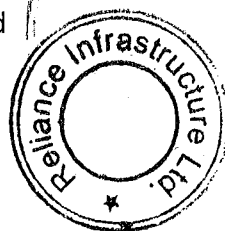
The details of the voting results are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A copy of the Media Release being issued on above is also enclosed.

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

Yours faithfully
For Reliance Infrastructure Limited


Paresh Rathod
Company Secretary



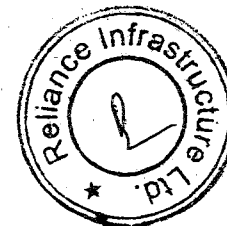
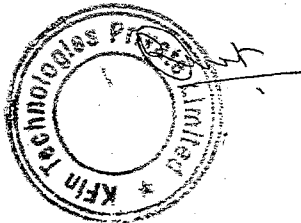
Encl: As above

RELIANCE INFRASTRUCTURE LIMITED

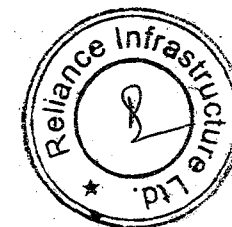
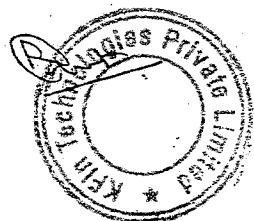
Details of Postal voting result

| | | |
|--|---|---|
| Date of the Postal Ballot | : | July 06,2021 |
| Total number of shareholders on record date | : | May 28 2021, the cut-off date for reckoning the voting rights of the shareholders |
| | | Total number of shareholders : 791385 |
| No. of shareholders present in the meeting either in person or through proxy | : | |
| Promoters and Promoter Group | : | Not arranged |
| Public | : | Not arranged |
| No. of Shareholders attended the meeting through Video Conferencing | : | |
| Promoters and Promoter Group | : | Not arranged |
| Public | : | Not arranged |

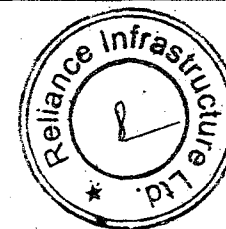
Details of Agenda:



| Resolution required: Special | | | | (1) Issue of Equity Shares and/or Warrants on Preferential Basis | | | | |
|---|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]* 100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 13013424 | 12624891 | 97.014 | 12624891 | 0 | 100.000 | 0.000 |
| | InstaPoll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 388487 | 2.985 | 388487 | 0 | 100.000 | 0.000 |
| | Total | | 13013424 | 13013378 | 100.000 | 13013378 | 0 | 100.000 |
| Public Institution | E-Voting | 18908116 | 2649048 | 14.010 | 2471512 | 177536 | 93.298 | 6.702 |
| | InstaPoll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | | 18908116 | 2649048 | 14.010 | 2471512 | 177536 | 93.298 |
| Public- Non Institutions | E-Voting | 231068460 | 44277042 | 19.162 | 42782341 | 1494701 | 96.624 | 3.376 |
| | InstaPoll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 4248616 | 1.839 | 4248616 | 0 | 100.000 | 0.000 |
| | Total | | 231068460 | 48525658 | 21.001 | 47030957 | 1494701 | 96.920 |
| Total | | 262990000 | 64188084 | 24.407 | 62515847 | 1672237 | 97.395 | 2.605 |



| Resolution required: Special | | | | | (2) Issuance of Foreign Currency Convertible Bonds | | | |
|---|-------------------------------|--------------------|---------------------|---|--|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | No | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]* 100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 13013424 | 12624891 | 97.014 | 12624891 | 0 | 100.000 | 0.000 |
| | InstaPoll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 388487 | 2.985 | 388487 | 0 | 100.000 | 0.000 |
| | Total | | 13013424 | 13013378 | 100.000 | 13013378 | 0 | 100.000 |
| Public Institution | E-Voting | 18908116 | 2649048 | 14.010 | 842810 | 1806238 | 31.816 | 68.184 |
| | InstaPoll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Total | | 18908116 | 2649048 | 14.010 | 842810 | 1806238 | 31.816 |
| Public- Non Institutions | E-Voting | 231068460 | 44266455 | 19.157 | 42907348 | 1359107 | 96.930 | 3.070 |
| | InstaPoll | | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot (if applicable) | | 4248616 | 1.839 | 4248616 | 0 | 100.000 | 0.000 |
| | Total | | 231068460 | 48515071 | 20.996 | 47155964 | 1359107 | 97.199 |
| Total | | 262990000 | 64177497 | 24.403 | 61012152 | 3165345 | 95.068 | 4.932 |



MEDIA RELEASE

RELIANCE INFRASTRUCTURE LIMITED (RELIANCE INFRA) SHAREHOLDERS APPROVE THE PREFERENTIAL ISSUE TO PROMOTERS AND VÄRDE INVESTMENT PARTNERS, LP WITH OVER 97% VOTES IN FAVOUR

RELIANCE INFRA TO RAISE OVER RS.550 CRORE BY PREFERENTIAL ISSUE

RELIANCE INFRA SHAREHOLDERS ALSO APPROVE RAISING OF FUNDS BY ISSUE OF FOREIGN CURRENCY CONVERTIBLE BONDS (FCCB) WITH OVER 95% VOTES IN FAVOUR

Mumbai, July 7, 2021: The shareholders of Reliance Infrastructure Limited (Reliance Infra), through postal ballot, have approved with overwhelming majority, the raising of funds upto Rs. 550.56 crore by preferential allotment of upto 8.88 crore equity shares and / or warrants convertible into equivalent number of equity shares of the Company to promoters and VFSI Holdings Pte. Limited, an affiliate of Värde Investment Partners, LP.

The shareholders of Reliance Infra have also approved with overwhelming majority, the raising of funds by issue of Foreign Currency Convertible Bonds (FCCB) up to 24% of the than fully diluted equity share capital of the Company.

The funds raised would be utilised for long term resources, for general corporate purposes and to fund future growth.

Reliance Infrastructure Limited

Reliance Infrastructure Limited (RInfra) is one of the largest infrastructure companies, developing projects through various Special Purpose Vehicles (SPVs) in several high growth sectors such as Power, Roads and Metro Rail in the Infrastructure space and the Defence sector.

Rlnfra is a major player in providing Engineering and Construction (E&C) services for developing power, infrastructure, metro and road projects.

Rlnfra through its SPVs has executed a portfolio of infrastructure projects such as a metro rail project in Mumbai on build, own, operate and transfer (BOOT) basis; nine road projects on build, operate and transfer (BOT) basis.

Rlnfra is also a leading utility company having presence in Power Distribution Business in Delhi.



<https://twitter.com/rinfraofficial>



<https://www.facebook.com/relianceinfrastructure/>

For further information please contact:

Daljeet Singh: 9818802509

daljeet.s.singh@relianceada.com

dayal and lohia
chartered accountants

To,
The Chairman,
Board of Directors
Reliance Infrastructure Limited
Reliance Centre, Ground Floor,
19, Walchand Hirachand Marg,
Ballard Estate,
Mumbai 400 001

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 June 6, 2021 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 businesses contained in the Notice dated June 6, 2021 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 May 28, 2021 (being the cut-off date) and completed the dispatch on June 7, 2021:
 - 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 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 KFin Technologies Private Limited, to those Members whose e-mail IDs are registered with the Depository Participant(s) / Registrar and Transfer Agent.
2. 16 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 businesses contained in the Notice of the Postal Ballot.



4. The Company had appointed M/s. KFin Technologies Private Limited (“KFin”), the agency authorised under Rule 20 of the Rules to provide remote e-voting facilities to the Members of the Company from 4 P.M. on Monday, June 7, 2021 to 5:00 P.M. on Tuesday, July 6, 2021.. During the process of Voting by electronic means we have been assisted by and have relied upon the secured system provided by KFin 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 resolutions have been generated from the e-voting website of KFin Technologies Private Limited, by unblocking the data after 5.00 P.M. on July 6, 2021 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 5:00 P.M. on July 6, 2021, the last date and time fixed by the Company; and
 - b. In electronic mode, Votes casted up to 5:00 P.M. on July 6, 2021 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 Resolutions stated in the Notice, based on the reports generated from the remote e -voting system provided by KFin.
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. All the related papers and details are kept under my safe custody. I shall return them in due course by a separate letter for safe preservation till the Resolutions are given effect to.
9. Details of Postal Ballot Forms received / votes cast are as under:

Special Resolution 1 – Issue of Equity Shares and / or Warrants on Preferential Basis.

| Particulars | Aggregate of physical Ballot Forms and electronic voting | Number of votes cast | % of valid votes |
|--|---|-----------------------------|-------------------------|
| Total votes received | 2,284 | 6,41,88,084 | --- |
| Less : Total number of votes abstained | 77 | 2,58,426 | --- |
| * Total number of valid votes | 2,207 | 6,39,29,658 | 100.0000 |
| In Favor of the resolution | 1,948 | 6,25,15,847 | 97.7885 |
| Against the resolution | 262 | 16,72,237 | 2.6157 |
| Result | Carried with requisite majority | | |

* 3 members with 17 shares voted “In Favor” and 9 shares “Against” the resolution.



Special Resolution 2 – Issue of Foreign Currency Convertible Bonds.

| Particulars | Aggregate of physical Ballot Forms and electronic voting | Number of votes cast | % of valid votes |
|--|--|----------------------|------------------|
| Total votes received | 2,284 | 6,41,77,497 | --- |
| Less : Total number of votes abstained | 97 | 2,68,911 | --- |
| * Total number of valid votes | 2,187 | 6,39,08,586 | 100.0000 |
| In Favor of the resolution | 1,923 | 6,10,12,152 | 95.4678 |
| Against the resolution | 267 | 31,65,345 | 4.9529 |
| Result | Carried with requisite majority | | |

* 3 members with 7 shares voted "In Favor" and 13 shares "Against" the resolution.

10. The Register giving full particulars of all Postal Ballot Forms received is enclosed for your perusal and record.
11. 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 Resolutions given in the Notice dated June 6, 2021 issued under Section 110 of the Companies Act, 2013 and Rules made thereunder.

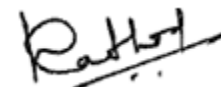
Yours faithfully,




Anil Lohia
Practicing Chartered Accountant
Membership No.31626
Partner

Dayal and Lohia
Chartered Accountants
(Firm Registration No.102200W)

Countersigned by:
For **Reliance Infrastructure Limited**

Paresh Rathod
Company Secretary

Place: Mumbai.
Dated: July 6, 2021

Encl.: As Above.