

dayal and lohia
chartered accountants

Consolidated Scrutinizer's Report on the results of the remote e-voting process and e-voting conducted at the 93rd Annual General Meeting (the "AGM") of Reliance Infrastructure Limited (the "Company") held on Saturday, July 02, 2022 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Shri Punit Garg
Executive Director and Chief Executive Officer

Reliance Infrastructure Limited

Reliance Centre, Ground Floor,
19, Walchand Hirachand Marg,
Ballard Estate,
Mumbai 400 001

Dear Sir,

1. The Board of Directors of the Company 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) the remote 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 03, 2022 (the "Notice") of the 93rd Annual General Meeting of the Members of the Company held on Saturday, July 02, 2022 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

2. The 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 93rd AGM of the Members of the Company.
3. The Company has appointed M/s. KFin Technologies Limited ("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. (IST) on Tuesday, June 28, 2022 to 5:00 P.M. (IST) on Friday, July 01, 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" on each of 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 :

- a) the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon; and
- b) 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	782	30	812	5,09,54,407	6,85,601	5,16,40,008	92.2825
Against	92	4	96	42,73,560	45,024	43,18,584	7.7175
Total *	868	34	902	5,52,27,967	7,30,625	5,59,58,592	100.0000
Invalid / Abstained	15	0	15	24,933	0	24,933	---

* 6 shareholders with 60,417 shares voted "in favour" of, and 1,48,402 shares "against" the resolution.

Based on the aforesaid results, Ordinary Resolution No. 1 of the Notice dated June 03, 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 a Director in place of Shri Sateesh Seth (DIN:00004631), 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	756	30	786	5,20,20,797	6,43,569	5,26,64,366	94.1132
Against	115	4	119	32,07,109	87,056	32,94,165	5.8868
Total *	867	34	901	5,52,27,906	7,30,625	5,59,58,531	100.0000
Invalid / Abstained	16	0	16	24,997	0	24,997	---

* 4 shareholders with 60,013 shares voted “in favour” of, and 1,48,196 shares “against” the resolution.

Based on the aforesaid results, Ordinary Resolution No. 2 of the Notice dated June 03, 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 Re-appointment of Shri Punit Garg 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	730	30	760	5,03,94,363	6,86,089	5,10,80,452	91.2830
Against	138	4	142	48,33,350	44,536	48,77,886	8.7170
Total *	864	34	898	5,52,27,713	7,30,625	5,59,58,338	100.0000
Invalid / Abstained	19	0	19	25,187	0	25,187	---

* 4 shareholders with 11 shares voted “in favour” of, and 1,40,745 shares “against” the resolution.

Based on the aforesaid results, Ordinary Resolution No. 3 of the Notice dated June 03, 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 for Appointment of Dr. Thomas Mathew as an Independent 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	770	31	801	5,26,60,403	6,86,119	5,33,46,522	95.3407
Against	101	3	104	25,62,520	44,506	26,07,026	4.6593
Total *	866	34	900	5,52,22,923	7,30,625	5,59,53,548	100.0000
Invalid / Abstained	17	0	17	29,978	0	29,978	---

* 5 shareholders with 113 shares voted “in favour” of, and 1,41,243 shares “against” the resolution.

Based on the aforesaid results, Special Resolution No. 4 of the Notice dated June 03, 2022 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 5:-

Special Resolution for Monetization of Assets.

	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	765	31	796	5,11,31,875	6,75,119	5,18,06,994	92.5808
Against	105	3	108	40,96,184	55,506	41,51,690	7.4192
Total *	867	34	901	5,52,28,059	7,30,625	5,59,58,684	100.0000
Invalid / Abstained	16	0	16	24,843	0	24,843	---

* 3 shareholders with 4 shares voted “in favour” of, and 1,40,738 shares “against” the resolution.

Based on the aforesaid results, Special Resolution No. 5 of the Notice dated June 03, 2022 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 6:-

Ordinary Resolution for Remuneration to the Cost Auditors.

	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	783	32	815	5,34,65,183	7,25,119	5,41,90,302	96.8394
Against	90	2	92	17,63,137	5,506	17,68,643	3.1606
Total *	869	34	903	5,52,28,320	7,30,625	5,59,58,945	100.0000
Invalid / Abstained	14	0	14	24,585	0	24,585	---

* 4 shareholders with 10 shares voted “in favour” of, and 1,40,736 shares “against” the resolution.

Based on the aforesaid results, Ordinary Resolution No. 6 of the Notice dated June 03, 2022 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 7:-

Special Resolution for Issuance of Foreign Currency Convertible Bonds.

	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	744	29	773	5,01,86,320	5,93,569	5,07,79,889	90.7079
Against	124	5	129	50,64,846	1,37,056	52,01,902	9.2921
Total *	866	34	900	5,52,51,166	7,30,625	5,59,81,791	100.0000
Invalid / Abstained	17	0	17	3,094	0	3,094	---

* 2 shareholders with 3 shares voted “in favour” of, and 1,40,729 shares “against” the resolution.

Based on the aforesaid results, Special Resolution No. 7 of the Notice dated June 03, 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 June 03, 2022, the Members who have already voted through remote e-voting were not entitled to vote during the AGM. As such, votes cast by the Members who had voted at remote e-voting were treated as invalid.
7. 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 Digitally signed
by ANIL LOHIA
Date:
LOHIA 2022.07.02
22:54:18 +05'30'

Anil Lohia

Practicing Chartered Accountant

Membership No. 31626

Partner

Dayal and Lohia

Chartered Accountants

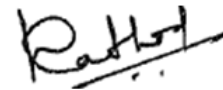
(Firm Registration No.102200W)

Place : Mumbai

Dated : 2nd July, 2022.

UDIN : 22031626AMDGMJ9447

Countersigned by:
For Reliance Infrastructure Limited



Authorised Representative