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

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April 25, 2017

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, 5th 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 Rule 22 of the Companies (Management and Administration) Rules 2014, the members of the Company have duly approved, through e-voting and Voting through Postal Ballot the business as specified in the Postal Ballot notice dated March 16, 2017.

Shri Anil Lohia, Chartered Accountant, appointed as the Scrutinizer by the Board of Directors of the Company has submitted his report dated April 24, 2017 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 kindly bring the aforesaid information to the notice of your members.

Yours faithfully
For Reliance Infrastructure Limited

Aashay Khandwala
Vice President (Corporate Secretarial)

Reliance Infrastructure Ltd

Encl: As above.

Reliance Infrastructure Limited

Voting Results of the Postal Ballot

(Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Date of the ~~AGM/EGM~~/ Postal Ballot	April 24, 2017
Total number of shareholders on record date	10,84,223
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	NA
Agenda- wise disclosure (to be disclosed separately for each agenda item)	
Resolution required: (~~Ordinary~~/ Special)	**Issue of securities through qualified institutions placement on a private placement basis to qualified institutional buyers ('QIBs')**
Whether promoter/ promoter group are interested in the agenda/resolution?	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	100.0000	12,71,77,036	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**12 71 77 036**	**12,71,77,036**	**100.0000**	**12,71,77,036**	**0**	**100.0000**	**0**
Public Institution	**E-Voting**	9 75 11 656	7,88,55,844	80.8681	5,25,77,149	2,62,78,695	66.6750	33.3250
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**9,75,11,656**	**7,88,55,844**	**80.8681**	**5,25,77,149**	**2,62,78,695**	**66.6750**	**33.3250**
Public- Non Institutions	**E-Voting**	3,83,01,308	69,52,791	18.1529	69,51,458	1,333	99.9808	0.0192
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		12,829	0.0335	10,959	1,870	85.4236	14.5764
	Total	3,83,01,308	69,65,620	18.1864	69,62,417	3,203	99.9540	0.0460
Total		**26,29,90,000**	**21,29,98,500**	**80.9911**	**18,67,16,602**	**2,62,81,898**	**87.6610**	**12.3390**

dayal and lohia
chartered accountants

April 24, 2017

To
The Chairman/ Director
Reliance Infrastructure Limited
H Block, 1st 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 March 16, 2017 as required under Section 108 and Section 110 and all other applicable provisions, if any, of the Companies Act, 2013 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 March 16, 2017 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 Companies Act, 2013, read with rules made there under, to the members of the Company whose names appeared in the Register of Members or Register of beneficial owners maintained by the depository Participant(s) as on March 17, 2017 (being the cut-off date) and completed the dispatch on March 25,2017:

   a. In physical mode, the Postal Ballot Forms (PBFs) (bearing tamper proof security features like Electronic Voting Sequence Number (EVSN), User ID and Password) and the above Notice, were sent through Registered Post and courier to all members whose email IDs are not registered with the Company / Depository Participant(s).

   b. In electronic form, the Postal Ballot Forms (PBFs) and the above Notice were sent by email through Karvy Computershare Private Limited, to those Members whose email IDs are registered with the Company / Depository Participant(s).

2. 285 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 Companies Act, 2013 and the Rules made thereunder, in the matter of voting through remote e-voting on the business contained in the Notice of the Postal Ballot.

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 March 26, 2017, to 5:00 P.M. on April 24, 2017. 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

DAYAL AND LOHIA MUMBAI CHARTERED ACCOUNTANTS

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resolution have been generated from the e-voting website of Karvy Computershare Private Limited, by unblocking the data after 5.00 P.M. on April 24, 2017 in 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 April 24, 2017, the last date and time fixed by the Company; and
   b. In electronic mode, Votes casted up to 5:00 P.M. on April 24, 2017 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. 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 resolution is given effect to.

9. Details of Postal ballot forms received / votes cast are as under:

   Special Resolution - Issue of securities through qualified institutions placement on a private placement basis to qualified institutional buyers ("QIBs").

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total votes received	751	21,39,65,642	-
Less : Total number of votes abstained	53	9,67,142	-
Total number of valid votes	**698**	**21,29,98,500**	**-**
Assented to resolution	620	18,67,16,602	87.6610
Dissented to resolution	78	2,62,81,898	12.3390
Result	**Carried with requisite majority**		

10. The Register giving full particulars of all Postal Ballot Forms received / votes cast by electronic means is enclosed for your perusal and record.

DAYAL AND LOHIA * CHARTERED ACCOUNTANTS * MUMBAI

You may accordingly declare the result of the Members' voting by Postal Ballots and e-voting, in respect of the Resolutions given in the Notice dated March 16, 2017 issued under Section 110 of the Companies Act, 2013 and Rules made there under.

Yours faithfully,



Anil Lohia
Practicing Chartered Accountant
Membership No. 31626
Partner
Dayal and Lohia
Chartered Accountants
(Firm registration No. 102200W)

Place : Mumbai.
Date : 24th April, 2017

Encl.: as above