Reliance Capital Limited
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September 28, 2016

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001
BSE Scrip Code: 500111

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: RELCAPITAL

Dear Sir,

Sub: Proceedings of 30th Annual General Meeting held on September 27, 2016.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 30th Annual General Meeting (**AGM**) of the members of the Company was held on September 27, 2016 at Birla Matushri Sabhagar, 19, Marine Limes, Mumbai 400 020.

Shri Anil D. Ambani, Chairman, chaired the proceedings of the AGM.

The Executive Director & Group CEO of the Company gave an overview of the performance of the Company.

The Chairman informed the members that as required, the Company had provided remote e-voting facility to all the Members of the Company from September 24, 2016 to September 26, 2016. The voting rights of the members were in proportion to the number of equity shares held by them as on the cut-off date, being September 20, 2016. The facility of Voting through physical Ballot was also been made available to the members who attended the AGM and who had not already cast their votes by remote e-voting.

The Chairman also informed that the Board of Directors of the Company had engaged the services of Karvy Computershare Private Limited (**Karvy**) for the e-voting and had also appointed Shri Anil Lohia, Partner of M/s. Dayal and Lohia, Chartered Accountants as the scrutinizer to scrutinize the entire voting process.

The following items of business as set out in the Notice convening the AGM were put for members' approval.

Ordinary Business:

1. Ordinary Resolution for adoption of (a) Audited financial statement of the Company for the financial year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon, and (b) Audited consolidated financial statement of the Company for the financial year ended March 31, 2016 and the report of the Auditors thereon.

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2. Ordinary Resolution for declaration of dividend of Rs. 10.00/- per equity share (100%) of Rs.10 each for the financial year 2015-2016 to those members whose names appeared in the Register of Members on the date of book closure fixed by the Company.

3. Ordinary resolution for appointment of Shri Soumen Ghosh, retiring by rotation, as a Director of the Company, liable to retire by rotation.

4. Ordinary Resolution for appointment of:

   (a) M/s. B S R & Co. LLP, Chartered Accountants, as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting, at a remuneration to be decided by the Board of Directors.

   (b) M/s. Pathak H.D. & Associates, Chartered Accountants as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 35th Annual General Meeting, at a remuneration to be decided by the Board of Directors.

Special Business:

5. Ordinary Resolution for appointment of Shri Jai Anmol Ambani as an Executive Director of the Company.

6. Special Resolution for approval to private placement of Non-convertible Debentures and/or other Debt Securities.

7. Special Resolution for approval to issue of securities to the Qualified Institutional Buyers.

The above resolutions were proposed and seconded by the members at the AGM. On the invitation of the Chairman, several members addressed the meeting and gave their suggestions, sought clarifications, which were provided by the Chairman. Thereafter, the Chairman directed that the poll be taken at the meeting through physical Ballot.

It was announced at the AGM that the consolidated e-voting results along with the physical Ballot voting shall be submitted to the Stock Exchanges within 48 hours of the conclusion of the AGM and will also be placed on the website of the Company and the website of Karvy.

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

Thanking you.

Yours faithfully,
For **Reliance Capital Limited**

V. R. Mohan
President & Company Secretary