RELIANCE CAPITAL

Reliance Capital Limited
Reliance Centre, 6th Floor, North Wing,
Off Western Express Highway,
Santacruz (East), Mumbai - 400 055.

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September 26, 2017

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(s),

Sub.: Disclosure of events or information – 31st Annual General Meeting held on Tuesday, September 26, 2017.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose gist of proceedings of the 31st Annual General Meeting ('AGM') held on Tuesday, September 26, 2017.

Kindly take the above intimation on your record.

Thanking you.

Yours faithfully,
For **Reliance Capital Limited**

Atul Tandon
Company Secretary & Compliance Officer

Encl.: As above.

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Gist of Proceedings of the 31st Annual General Meeting ("the Meeting"/ "AGM") of Reliance Capital Limited

1. Date, time and Venue of the Meeting:

The 31st AGM of the Company was held on Tuesday, September 26, 2017. The Meeting commenced at 10:00 A.M. at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai 400 020 and concluded at 11:00 A.M.

2. Proceedings in brief:

- Shri Anil D. Ambani, Chairman, chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairman called the Meeting to order.
- The Executive Director of the Company gave an overview of the performance of the Company to the members.
- The Chairman informed that remote e-voting commenced at 10:00 A.M. on Friday, September 22, 2017 and concluded at 5:00 P.M. on Monday, September 25, 2017.
- The following items of businesses as set out in the Notice convening the 31st AGM were commended for members' consideration and approval:

Ordinary Business:

1. Consideration and adoption of:
   a) the audited standalone financial statement of the Company for the financial year ended March 31, 2017 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, 2017 and the report of the Auditors thereon.
2. Declaration of dividend of Rs. 10.50/- per equity share (105%) of Rs.10 each for the financial year ended March 31, 2017 to those members whose names appeared in the Register of Members on the date of book closure fixed by the Company.
3. Re-appointment of Shri Amitabh Jhunjhunwala (DIN:00045174), a Director retiring by rotation.
4. Ratification of the appointment of M/s. Pathak H.D. & Associates, Statutory Auditors of the Company.
5. Appointment of M/s. Price Waterhouse & Co Chartered Accountants LLP as Statutory Auditors of the Company, for a term of five consecutive years and to fix their remuneration.

Special Business:

6. Adoption of new Articles of Association of the Company.
7. Approval of Private placement of Non-Convertible Debentures and/or other Debt Securities.
8. Issue of securities to the Qualified Institutional Buyers.

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3. Reply / clarifications were provided to the queries raised by the members by the Chairman.

4. The Chairman also informed that the Board of Directors of the Company had engaged the services of Karvy Computershare Private Limited for remote e-voting and had also appointed Shri Anil Lohia, Partner of M/s. Dayal and Lohia, Chartered Accountants, as the scrutinizer for the purpose of scrutinizing the poll at the Meeting and by remote e-voting process.

5. The Chairman informed the members that the results of remote e-voting shall be disseminated to the stock exchanges and will also be uploaded on the website of the Company and Karvy Computershare Private Limited (viz. www.karvy.com), the agency providing remote e–voting facility.

6. **Voting by Members:**

- The Company had provided remote e-voting facility to its members to cast votes electronically, for all the 8 items of business set out in the notice.

- All the resolutions set out in Notice calling the 31st AGM were passed with the requisite majority and are deemed to be passed on the date of the 31st AGM i.e. on September 26, 2017.

Notes: (i) These are not the minutes of the proceedings of the Annual General Meeting of the Company.
(ii) The dividend declared at the Meeting will be credited/dispatched to the members on or before October 12, 2017.

Thanking you.

Yours faithfully,
For **Reliance Capital Limited**

Atul Tandon
Company Secretary & Compliance Officer