Reliance Capital Limited
570, Rectifier House
Naigaum Cross Road
Wadala (W), Mumbai 400 031
CIN : L65910MH1986PLC165645
Tel : +91 22 3047 9243
Fax: +91 22 3032 7202
www.reliancecapital.co.in

October 1, 2014

The Manager
DCS - CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
BSE Scrip Code: 500111

The Manager
Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051
NSE Scrip Symbol: RELCAPITAL

Dear Sir,

Subject: Voting results as per Clause 35A of the Listing Agreement.

We refer to our letter dated September 30, 2014 and wish to inform you that at the 28th Annual General Meeting ("AGM") of the Company held on September 30, 2014 at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai - 400 020, the Members of the Company have duly approved, vide e-voting, all the businesses as specified in the notice convening the said meeting.

Shri Anil Lohia, Chartered Accountant, appointed as Scrutinizer by the Board of Directors had submitted his report dated September 29, 2014 on e-voting to the Chairman of the Company.

The details of the voting results are enclosed in the format prescribed under Clause 35A of the Listing Agreement.

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

Enclosed: As above.

Details of Voting Results

Date of the AGM: September 30, 2014

Total number of shareholders on record date: August 14, 2014, cut off date for reckoning the voting rights of the shareholders, total number of shareholders 10,60,281.

No. of shareholders present in the meeting either in person or through proxy: 272

Promoters and Promoter Group: 7
Public: 265

No. of Shareholders attended the meeting through Video Conferencing
Promoters and Promoter Group: Nil. No Videoconferencing facility was made available.
Public: Nil

Details of the Agenda: Item No. 1 - To consider and adopt financial statements for the financial year ended March 31, 2014.
Resolution required: (Ordinary/Special) :- Ordinary
Mode of voting: (Show of hands/ Poll/ Postal ballot/ E-voting):- E-voting

In case of Poll/ Postal ballot/ E-voting:

Promoter / Public	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	13,29,82,303	13,13,82,303	98.80	13,13,82,303	-	100.00	0.00
Public - Institutional Holders	6,81,02,673	2,45,64,190	36.07	2,41,75,750	3,88,440	98.42	1.58
Public - Others	4,45,47,824	6,188	0.01	6,017	171	97.24	2.76
Total	**24,56,32,800**	**15,59,52,681**	**63.49**	**15,55,64,070**	**3,88,611**	**99.75**	**0.25**

Details of the Agenda: Item No. 2 - To declare dividend on equity shares
Resolution required: (Ordinary/Special) :- Ordinary
Mode of voting: (Show of hands/ Poll/ Postal ballot/ E-voting):- E-voting

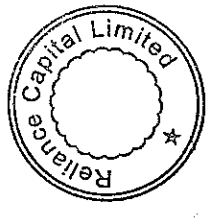
In case of Poll/ Postal ballot/ E-voting:

Promoter / Public	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	13,29,82,303	13,13,82,303	98.80	13,13,82,303	-	100.00	0.00
Public - Institutional Holders	6,81,02,673	2,45,64,190	36.07	2,45,64,190	-	100.00	0.00
Public - Others	4,45,47,824	6,190	0.01	6,161	29	99.53	0.47
Total	**24,56,32,800**	**15,59,52,683**	**63.49**	**15,59,52,654**	**29**	**100.00**	**0.00**

Details of the Agenda: Item No. 3- To appoint a Director in place of Shri Amitabh Jhunjhunwala (DIN: 00045174), who retires by rotation and being eligible, offers himself for re-appointment.
Resolution required: (Ordinary/Special) :- Ordinary
Mode of voting: (Show of hands/ Poll/ Postal ballot/ E-voting):- E-voting

In case of Poll/ Postal ballot/ E-voting:

Promoter / Public	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	13,29,82,303	13,13,82,303	98.80	13,13,82,303	-	100.00	0.00
Public - Institutional Holders	6,81,02,673	2,45,64,190	36.07	1,71,46,254	74,17,936	69.80	30.20
Public - Others	4,45,47,824	6,184	0.01	5,961	223	96.39	3.61
Total	**24,56,32,800**	**15,59,52,677**	**63.49**	**14,85,34,518**	**74,18,159**	**95.24**	**4.76**



Details of the Agenda: Item No. 4 - To appoint M/s. Chaturvedi & Shah, Chartered Accountants and 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.
Resolution required: (Ordinary/Special) :- Ordinary
Mode of voting: (Show of hands/ Poll/ Postal ballot/ E-voting):- E-voting

In case of Poll/ Postal ballot/ E-voting:

Promoter / Public	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	13,29,82,303	13,13,82,303	98.80	13,13,82,303	-	100.00	0.00
Public - Institutional Holders	6,81,02,673	2,45,64,190	36.07	2,45,57,063	7,127	99.97	0.03
Public - Others	4,45,47,824	6,184	0.01	5,965	219	96.46	3.54
Total	**24,56,32,800**	**15,59,52,677**	**63.49**	**15,59,45,331**	**7,346**	**100.00**	**0.00**

Details of the Agenda: Item No. 5 - To appoint Shri Rajendra Prabhakar Chitale (DIN:00015986) as an Independent Director of the Company.
Resolution required: (Ordinary/Special) :- Ordinary
Mode of voting: (Show of hands/ Poll/ Postal ballot/ E-voting):- E-voting

In case of Poll/ Postal ballot/ E-voting:

Promoter / Public	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	13,29,82,303	13,13,82,303	98.80	13,13,82,303	-	100.00	0.00
Public - Institutional Holders	6,81,02,673	2,45,64,190	36.07	2,03,36,946	42,27,244	82.79	17.21
Public - Others	4,45,47,824	6,186	0.01	5,944	242	96.09	3.91
Total	**24,56,32,800**	**15,59,52,679**	**63.49**	**15,17,25,193**	**42,27,486**	**97.29**	**2.71**

Details of the Agenda: Item No. 6 - To appoint Dr. Bidhubhusan Samal (DIN:00007256) as an Independent Director of the Company.
Resolution required: (Ordinary/Special) :- Ordinary
Mode of voting: (Show of hands/ Poll/ Postal ballot/ E-voting):- E-voting

In case of Poll/ Postal ballot/ E-voting:

Promoter / Public	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	13,29,82,303	13,13,82,303	98.80	13,13,82,303	-	100.00	0.00
Public - Institutional Holders	6,81,02,673	2,45,64,190	36.07	2,02,43,308	43,20,882	82.41	17.59
Public - Others	4,45,47,824	6,187	0.01	5,844	343	94.46	5.54
Total	**24,56,32,800**	**15,59,52,680**	**63.49**	**15,16,31,455**	**43,21,225**	**97.23**	**2.77**

Details of the Agenda: Item No. 7 - To appoint Shri Vijayendra Nath Kaul (DIN:03070263) as an Independent Director of the Company.
Resolution required: (Ordinary/Special) :- Ordinary
Mode of voting: (Show of hands/ Poll/ Postal ballot/ E-voting):- E-voting

In case of Poll/ Postal ballot/ E-voting:

Promoter / Public	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	13,29,82,303	13,13,82,303	98.80	13,13,82,303	-	100.00	0.00
Public - Institutional Holders	6,81,02,673	2,45,64,190	36.07	2,45,64,190	-	100.00	0.00
Public - Others	4,45,47,824	6,153	0.01	5,916	237	96.15	3.85
Total	**24,56,32,800**	**15,59,52,646**	**63.49**	**15,59,52,409**	**237**	**100.00**	**0.00**



Details of the Agenda: Item No. 8 – To appoint Smt. Chhaya Virani (DIN:06953556) as a Director of the Company, liable to retire by rotation
Resolution required: (Ordinary/Special) :- Ordinary
Mode of voting: (Show of hands/ Poll/ Postal ballot/ E-voting):- E-voting

In case of Poll/ Postal ballot/ E-voting:

Promoter / Public	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	13,29,82,303	13,13,82,303	98.80	13,13,82,303	-	100.00	0.00
Public - Institutional Holders	6,81,02,673	2,45,64,190	36.07	2,44,19,194	1,44,996	99.41	0.59
Public - Others	4,45,47,824	6,187	0.01	5,906	281	95.46	4.54
Total	**24,56,32,800**	**15,59,52,680**	**63.49**	**15,58,07,403**	**1,45,277**	**99.91**	**0.09**

Details of the Agenda: Item No. 9 – To approve Private Placement of Non-Convertible Debentures and/or other Debt Securities.
Resolution required: (Ordinary/Special) :- Special
Mode of voting: (Show of hands/ Poll/ Postal ballot/ E-voting):- E-voting

In case of Poll/ Postal ballot/ E-voting:

Promoter / Public	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	13,29,82,303	13,13,82,303	98.80	13,13,82,303	-	100.00	0.00
Public - Institutional Holders	6,81,02,673	2,45,24,993	36.01	2,11,73,905	33,51,088	86.34	13.66
Public - Others	4,45,47,824	6,190	0.01	5,720	470	92.41	7.59
Total	**24,56,32,800**	**15,59,13,486**	**63.47**	**15,25,61,928**	**33,51,558**	**97.85**	**2.15**