

dayal and lohia
chartered accountants

Consolidated Scrutinizer's Report
*[Pursuant to Section 108 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended]*

To,
The Chairman of 28th Annual General Meeting of the Equity Shareholders (Members) of Reliance Industrial Infrastructure Limited (the Company) held on the 23rd day of June, 2016 at 4th Floor, Walchand Hirachand Hall, Indian Merchants' Chamber, IMC Marg, Churchgate, Mumbai - 400 020.

Dear Sir,

1. I, Anil Lohia, a Chartered Accountant in practice, have been appointed as a scrutinizer by the Board of Directors of Reliance Industrial Infrastructure Limited (the Company) for the purpose of :
 - (i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules), and
 - (ii) Poll through electronic voting system (Insta Poll) under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the Notice to the 28th Annual General Meeting (AGM) of the members of the Company, held on the 23rd day of June, 2016 at 4th Floor, Walchand Hirachand Hall, Indian Merchants' Chamber, IMC Marg, Churchgate, Mumbai - 400 020.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll by using an electronic voting system (Insta Poll) at the AGM] for the resolutions contained in the Notice to the 28th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and Insta Poll at the AGM) is restricted to make a consolidated Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited ("Karvy"), the Agency authorised under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting and Insta Poll at the AGM).
3. I have issued separate Scrutinizer's Report dated 23rd June 2016 on the remote e-voting and on the poll through electronic voting system on the resolutions contained in the Notice to the AGM. I submit herewith my consolidated Scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and Insta Poll at the AGM) as under :-



Item No. of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes Nos.
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
<p>Item No. 1:-</p> <p>Ordinary Resolutions to consider and adopt (a) the audited financial statement of the Company for the financial year ended 31st March, 2016 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 31st March, 2016 and the report of the Auditors thereon.</p>	6869641	99.9999	6	0.0001	2
<p>Item No. 2:-</p> <p>Ordinary Resolution to declare a dividend on equity shares for the financial year 2015-16.</p>	6869641	99.9999	6	0.0001	2
<p>Item No. 3:-</p> <p>Ordinary Resolution to appoint a Director in place of Shri Dilip V Dherai (DIN: 00011789) who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.</p>	6867554	99.9943	393	0.0057	2

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Item No. of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes Nos.
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
Item No. 4:- Ordinary Resolution to appoint Messrs Chaturvedi & Shah, Chartered Accountants, (Registration No. 101720W) as Auditors and fixing their remuneration.	6869641	99.9999	6	0.0001	2

4. The electronic data and all other relevant records relating to the voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,

Anil Lohia
Practicing Chartered Accountant
Membership No.31626

Partner
Dayal & Lohia
Chartered Accountants
(Firms registration No.102200W)

Place : Mumbai.
Dated : 23rd June, 2016.

Countersigned by:
For **Reliance Industrial Infrastructure Limited**

Mahesh K. Kamdar
Chairman