

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

To,
The Chairman of 30th Annual General Meeting of the Equity Shareholders (Members) of Reliance Industrial Infrastructure Limited (the Company) held on Wednesday, 11th July, 2018 at 11.00 a.m. at 4th Floor, Walchand Hirachand Hall, IMC Chamber of Commerce and Industry, IMC Marg, Churchgate, Mumbai - 400 020 ("the AGM").

Dear Sir,

1. I, Anil Lohia, a partner, Dayal and Lohia, Chartered Accountants in practice, have been appointed as Scrutinizer by the Board of Directors of Reliance Industrial Infrastructure Limited (the Company) for the purpose of :

- (i) Scrutinizing the remote e-voting process from a place other than venue of the AGM (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) Process of voting through electronic voting system at the AGM (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 dated 11th June, 2018 to the AGM of the Members of the Company, held on Wednesday, 11th July, 2018 at 11.00 a.m. at 4th Floor, Walchand Hirachand Hall, IMC Chamber of Commerce and Industry, IMC Marg, Churchgate, Mumbai - 400 020.

2. The management of the Company is responsible to ensure compliance with the requirements of the 2013 Act and Rules made thereunder and the SEBI (Listing Obligations & Disclosure Requirements) Regulation 2015, ("LODR") relating to voting through electronic means [i.e. by remote e-voting and voting by an electronic voting system at the AGM (Insta Poll)] for the resolutions contained in the Notice dated 11th June, 2018 to the 30th AGM of the members of the Company. My responsibility as Scrutinizer for the voting process through electronic means (i.e. by remote e-voting and Insta Poll) is restricted to make Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, 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).



3. 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) based on the reports generated by Karvy and relied upon by me 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)	
Item No. 1(a):- Ordinary Resolution to consider and adopt the audited financial statement of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon.	68,68,800	99.9959	279	0.0041	0
Item No. 1(b):- Ordinary Resolution to consider and adopt the audited consolidated financial statement of the Company for the financial year ended 31st March, 2018 and the report of the Auditors thereon.	68,68,799	99.9959	280	0.0041	0
Item No. 2:- Ordinary Resolution to declare dividend on equity shares.	68,68,802	99.9963	252	0.0037	0



Item No. of the office	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. 3:- Ordinary Resolution to re-appoint Shri Mahesh K. Kamdar, who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.	68,68,804	99.9960	275	0.0040	0
Item No. 4:- Special Resolution to re-appoint Shri Sandeep H. Junnarkar as an Independent Director.	68,68,802	99.9960	277	0.0040	0
Item No. 5:- Special Resolution to re-appoint Shri Chandra Raj Mehta as an Independent Director.	68,68,802	99.9960	277	0.0040	0
Item No. 6:- Special Resolution to re-appoint Shri Dilip V. Dherai as Whole-time Director and approve remuneration payable to him.	68,68,802	99.9960	277	0.0040	0

4. The electronic data and all other relevant records relating to the e-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.

5. (a) This report is issued in accordance with the terms of my engagement letter dated 12th April, 2018.



- (b) I have conducted my examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. The Guidance Note requires that I comply with the ethical requirements of the Code of Ethics issued by ICAI.
- (c) I have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
6. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) to be placed on website of the Company, and (iii) website of Karvy. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You,

Yours faithfully,

Anil Lohia
Practicing Chartered Accountant
Membership No.31626

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



Place : Mumbai.
Dated : 11th July, 2018.

Countersigned by:
For Reliance Industrial Infrastructure Limited

Chairman