

**Consolidated Scrutinizer's Report**  
**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the**  
**Companies (Management and Administration) Rules, 2014, as amended]**

To,

The Chairman of the Thirty-third Annual General Meeting of the Equity Shareholders of **Reliance Industrial Infrastructure Limited** held on Friday, August 27, 2021 at 2.00 p.m. IST through Video Conferencing.

Dear Sir,

1. I, Anil Lohia, Chartered Accountant in practice, and Partner, Dayal and Lohia, Chartered Accountants, have been appointed as Scrutinizer by the Board of Directors of Reliance Industrial Infrastructure Limited ("**the Company**") for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated July 27, 2021 ("**Notice**") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020 and 2/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 respectively and other applicable circulars, issued by the Ministry of Corporate Affairs ("**MCA**"), Government of India (hereinafter referred to as "**MCA Circulars**"), calling the Thirty-third Annual General Meeting of its Equity Shareholders ("**the Meeting**"/"**AGM**") through Video Conferencing. The AGM was convened on Friday, August 27, 2021 at 2:00 p.m. IST through Video Conferencing.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:
  - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**"); and
  - (ii) process of e-voting at the AGM through electronic voting system ("**Insta Poll**").

**Management's Responsibility**

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

### Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and Insta Poll) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KFin Technologies Private Limited ("**KFinTech**"), the Share Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and / or KFinTech for my verification.

### Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, August 20, 2021 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

### 6. Insta Poll process at the AGM

- i. After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting ("**e-votes**") was locked by KFinTech under my instructions.
- ii. The e-votes cast at the meeting were unblocked on Friday, August 27, 2021 after the conclusion of the AGM.
- iii. The e-votes were reconciled with the records maintained by the Company / KFinTech and the authorisations lodged with the Company / KFinTech.

### 7. Remote e-voting process

- i. The remote e-voting period remained open from Monday, August 23, 2021 (9:00 a.m. IST) to Thursday, August 26, 2021 (5:00 p.m. IST).
- ii. The votes cast during the remote e-voting were unblocked on Friday, August 27, 2021 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Niyati Maru and Mr. Neel Khandelwal, who are not in the employment of the Company and / or KFinTech. They have signed below in confirmation of the same.

Ms. Niyati Maru

Mr. Neel Khandelwal

- iii. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to

vote, were generated from the e-voting website of KFinTech i.e., <https://evoting.kfintech.com>. Based on the report generated by KFinTech and relied upon by me, data regarding the remote e-voting was scrutinized.

8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Insta Poll, based on the reports generated by KFinTech and relied upon by me as under:-

Item No. of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	No. of valid votes	As a % of total number of valid votes (in Favour and Against) (iii= ii/ (ii+iv)* 100)	No. of valid votes	As a % of total number of valid votes (in Favour and Against) (v= iv/ (ii+iv)* 100)	
(i)	(ii)	(iii)	(iv)	(v)	(vi)
Item No. 1(a) - Consider and adopt audited financial statement of the Company for the financial year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon (As an <b>Ordinary Resolution</b> )	68,75,635	99.9905	652	0.0095	--
Item No. 1(b) - Consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2021 and the Report of Auditors thereon (As an <b>Ordinary Resolution</b> )	68,75,970	99.9947	362	0.0053	--

Item No. of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	No. of valid votes	As a % of total number of valid votes (in Favour and Against) (iii= ii/ (ii+iv)* 100)	No. of valid votes	As a % of total number of valid votes (in Favour and Against) (v= iv/ (ii+iv)* 100)	
(i)	(ii)	(iii)	(iv)	(v)	(vi)
Item No. 2 - Declaration of dividend on equity shares (As an <b>Ordinary Resolution</b> )	68,75,981	99.9949	351	0.0051	--
Item No. 3 - Appointment of Shri Dilip V. Dherai (DIN 00011789), a Director retiring by rotation (As an <b>Ordinary Resolution</b> )	68,74,168	99.9816	1,264	0.0184	--
Item No. 4 – Payment of remuneration to Shri Dilip V. Dherai (DIN 00011789), Whole-time Director of the Company (As a <b>Special Resolution</b> )	68,74,297	99.9835	1,135	0.0165	--

9. The electronic data and all other relevant records relating to remote e-voting and Insta Poll are under my safe custody and will be handed over to Mr. Shailesh Dholakia, Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
10. a) This report is issued in accordance with the terms of the Engagement Letter.
- 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 Act. 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.

**Restriction on Use**

11. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company; and (iii) website of KFinTech. This report is not to be used for any other purpose or to be distributed by the Company 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 other 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)  
UDIN : 21031626AAAAHR7216

Place : Mumbai.  
Dated : August 30,2021.

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

Shailesh Dholakia  
Company Secretary and  
Compliance Officer