

dayal and lohia
chartered accountants

Consolidated Scrutinizer's Report on the results of the remote e-voting process and e-voting conducted at the 94th Annual General Meeting (the "AGM") of Reliance Infrastructure Limited (the "Company") held on Friday, July 28, 2023 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

To,
Ms Manjari Kacker
Reliance Infrastructure Limited
Reliance Centre, Ground Floor,
19, Walchand Hirachand Marg,
Ballard Estate,
Mumbai 400 001

Dear Madam,

1. The Board of Directors of the Company appointed me, Khushit Jain, Chartered Accountant in practice, Partner of M/s. Dayal and Lohia, Chartered Accountants, as a scrutinizer for the purpose of scrutinizing the:
 - (i) the remote e-voting process (the "remote e-voting") 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 (the "Rules") as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI LODR Regulations"); and
 - (ii) process of voting through electronic voting system during the AGM (the "e-voting") under the provisions of Section 109 of the Act read with Rule 21 of the Rules,

on each of the business contained in the Notice dated May 30, 2023 (the "Notice") of the 94th Annual General Meeting of the Members of the Company held on Friday, July 28, 2023 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

2. The management of the Company is responsible for ensuring compliances with the requirements of the Act, the Rules and SEBI LODR Regulations relating to voting through remote e-voting and through e-voting during the AGM on the business contained in the Notice of the 94th AGM of the Members of the Company.
3. The Company has appointed M/s. KFin Technologies Limited ("KFintech"), the agency authorised under Rule 20 of the Rules and SEBI LODR Regulations, to provide remote e-voting facility to the Members of the Company from 10:00 A.M. (IST) on Monday, July 24, 2023 to 5:00 P.M. (IST) on Thursday, July 27, 2023.

4. My responsibility as a scrutinizer for the voting process (by remote e-voting and e-voting during the AGM), was restricted to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner and to prepare a consolidated Scrutinizer's report of the votes cast "in favour" or "against" on each of the resolutions stated in the Notice, based on the reports generated from the remote e-voting system provided by KFintech and based on the result of e-voting conducted during the AGM.
5. Separate Scrutinizer's Reports of even date have been issued on the remote e-voting and on the e-voting conducted during the AGM on the business contained in the Notice to the AGM. I submit a consolidated Scrutinizer's report on the results of voting by remote e-voting and e-voting during the AGM as under:-

Item No. 1:-

Ordinary Resolution to consider and adopt :

- a) the audited financial statement of the Company for the financial year ended March 31, 2023 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, 2023 and the report of the Auditors thereon.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	1,033	29	1,062	12,50,26,561	72,86,129	13,23,12,690	87.4632
Against	101	6	107	1,87,97,987	1,67,483	1,89,65,470	12.5368
Total *	1,132	35	1,167	14,38,24,548	74,53,612	15,12,78,160	100.0000
Invalid / Abstained	24	0	24	18,597	0	18,597	---

* 2 shareholders with 11 shares voted "in favour" of, and 5 shares "against" the resolution.

Based on the aforesaid results, Ordinary Resolution No. 1 of the Notice dated May 30, 2023 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 2:-

Ordinary Resolution to appoint a Director in place of Shri Punit Garg (DIN:00004407), who retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	1,029	28	1,057	13,77,01,895	72,85,471	14,49,87,366	95.8416
Against	105	7	112	61,22,643	1,68,141	62,90,784	4.1584
Total *	1,132	35	1,167	14,38,24,538	74,53,612	15,12,78,150	100.0000
Invalid / Abstained	24	0	24	18,605	0	18,605	---

* 2 shareholders with 8,364 shares voted “in favour” of, and 6,97,333 shares “against” the resolution.

Based on the aforesaid results, Ordinary Resolution No. 2 of the Notice dated May 30, 2023 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 3:-

Ordinary Resolution for Remuneration to Cost Auditors.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	1,063	29	1,092	14,35,88,292	72,86,129	15,08,74,421	99.7331
Against	68	6	74	2,36,239	1,67,483	4,03,722	0.2669
Total	1,131	35	1,166	14,38,24,531	74,53,612	15,12,78,143	100.0000
Invalid / Abstained	25	0	25	18,618	0	18,618	---

Based on the aforesaid results, Ordinary Resolution No. 3 of the Notice dated May 30, 2023 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

- In terms of the Notice for the AGM dated May 30, 2023, the Members who have already voted through remote e-voting were not entitled to vote during the AGM. As such, votes cast by the Members who had voted at remote e-voting were treated as invalid.

7. Electronic data and other relevant records relating to remote e-voting and e-voting during the AGM has been kept in my safe custody and shall be retained until the minutes of the AGM is approved and signed, and shall be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Khushit Jain

Practicing Chartered Accountant

Membership No. 608082

Partner

Dayal and Lohia

Chartered Accountants

(Firm Registration No.102200W)

Place : Mumbai

Dated : 28th July, 2023.

UDIN :23608082BHAXRS4275

Countersigned by:
For **Reliance Infrastructure Limited**

Chairperson / Authorised Person