

**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 the Forty-second Annual General Meeting (Post-IPO) of the Equity Shareholders of **Reliance Industries Limited** held on Monday, 12 August 2019 at 11:00 a.m. at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, Near Bombay Hospital & Medical Research Centre, New Marine Lines, Mumbai – 400 020.

Dear Sir,

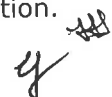
1. I, Mehul Modi, Chartered Accountant in practice and Partner, Deloitte Haskins & Sells LLP, Chartered Accountants, have been appointed as Scrutinizer by the Board of Directors of Reliance Industries Limited (the Company) for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated 3 July 2019 ("**Notice**") calling Forty-second Annual General Meeting (Post-IPO) of its Equity Shareholders ("**the Meeting**" / "**AGM**"). The AGM was convened on Monday, 12 August 2019 at 11:00 a.m. at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, Near Bombay Hospital & Medical Research Centre, New Marine Lines, Mumbai – 400 020. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with the relevant rules under the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As Scrutinizer, I've to scrutinize:
 - (i) process of e-voting from a place other than the venue of the Meeting ("**remote e-voting**") under the provisions of Section 108 of the Act read with Rule 20 of the Rules; and
 - (ii) process of e-voting at the Meeting ("**Insta Poll**") under the provisions of Section 108 and 109 of the Act read with Rules 20 and 21 of the Rules.

Management's Responsibility

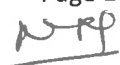
2. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting on the resolutions contained in the Notice calling the AGM.

Scrutinizer's Responsibility

3. My responsibility as Scrutinizer for e-voting process (i.e. by remote e-voting and Insta Poll at the AGM) 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 Karvy Fintech Private Limited ("**Karvy**"), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents produced to me for my verification.



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Cut-off date

4. The Equity Shareholders of the Company as on the "cut-off" date, i.e., Monday, 5 August 2019 were entitled to vote on the resolutions (item nos. 1 to 8 as set out in the Notice calling the AGM).
5. I have issued separate Scrutinizer's Report dated 13 August 2019 on the remote e-voting and Insta Poll on the resolutions stated in the Notice calling the AGM. I submit herewith my Consolidated Scrutinizer's Report on the results of the remote e-voting and Insta Poll, based on the reports generated by Karvy and relied upon by me as under:-

Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii/ (ii+iv)*100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv)*100)	
Item No. 1 (a) – Consider and adopt audited financial statement of the Company for the financial year ended 31 March 2019 and the Reports of the Board of Directors and Auditors thereon (As an Ordinary Resolution)	5074921800	99.9998	11375	0.0002	45396073

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Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii/ (ii+iv)*100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv)*100)	
Item No. 1(b) – Consider and adopt the audited consolidated financial statement of the Company for the financial year ended 31 March 2019 and the Report of Auditors thereon (As an Ordinary Resolution)	5074921666	99.9998	11409	0.0002	45396073
Item No. 2 – Declaration of dividend on equity shares (As an Ordinary Resolution)	5135338189	99.9860	716902	0.0140	45396073
Item No. 3 – Appointment of Shri Pawan Kumar Kapil (DIN: 02460200), a Director retiring by rotation (As an Ordinary Resolution)	4987443269	99.0927	45664844	0.9073	45396073

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Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii/ (ii+iv)*100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv)*100)	
Item No. 4 - Appointment of Smt. Nita M. Ambani (DIN: 03115198), a Director retiring by rotation (As an Ordinary Resolution)	4945349503	98.8840	55811257	1.1160	45396073
Item No. 5 - Re-appointment of Shri P.M.S. Prasad (DIN: 00012144) as Whole-time Director (As a Special Resolution)	5133137337	99.9491	2615891	0.0509	45396073
Item No. 6 - Re-appointment of Shri Raminder Singh Gujral (DIN: 07175393) as an Independent Director (As a Special Resolution)	4564717766	91.2903	435504179	8.7097	45396073

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Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii/(ii+iv)*100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/(ii+iv)*100)	
Item No. 7 – Appointment of Smt. Arundhati Bhattacharya (DIN: 02011213) as an Independent Director (As an Ordinary Resolution)	5101552257	99.9357	3283971	0.0643	45396073
Item No. 8 – Ratification of the remuneration of the Cost Auditors for the financial year ending 31 March 2020 (As an Ordinary Resolution)	5130286200	99.9995	26513	0.0005	45396073

6. The electronic data and all other relevant records relating to 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.

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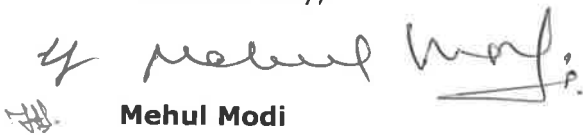
7. a) This report is issued in accordance with the terms of the Engagement Letter.
- b) I have conducted my examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified 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

8. 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 Karvy. 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,



Mehul Modi
Practising Chartered Accountant
Membership No. 048940

Partner
Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W / W - 100018)

Place: Mumbai

Date: 13 August 2019

UDIN: 19048940AAAAA2590

Countersigned by:
For **Reliance Industries Limited**



Savithri Parekh
Joint Company Secretary and
Compliance Officer