

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 40th Annual General Meeting (Post-IPO) of the Equity Shareholders of **Reliance Industries Limited** held on Friday, 21st July, 2017 at 11.00 a.m. at Birla Matushri Sabhagar, 19, Sir Vitthalidas Thackersey Marg, Near Bombay Hospital & Medical Research Centre, New Marine Lines, Mumbai - 400 020.

Dear Sir,

1. I, Nilesh Shah, a Chartered Accountant in practice, have been appointed as Scrutinizer by the Board of Directors of Reliance Industries 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 calling the 40th Annual General Meeting (Post-IPO) ("AGM") of the Equity Shareholders of the Company, held on Friday, 21st July, 2017 at 11.00 a.m. at Birla Matushri Sabhagar, 19, Sir Vitthalidas Thackersey Marg, Near Bombay Hospital & Medical Research Centre, New Marine Lines, Mumbai - 400 020.

Management's Responsibility

2. The management of the Company is responsible to ensure compliance with the requirements of the 2013 Act 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] on the resolutions stated in the Notice calling the AGM.

Scrutinizer's Responsibility

3. My responsibility as Scrutinizer for the voting process through electronic means (i.e. by remote e-voting and Insta Poll at the AGM) 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 authorized under the Rules and engaged by the Company to provide e-voting



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facilities for voting through electronic means (i.e. by remote e-voting and Insta Poll at the AGM).

4. I have issued separate Scrutinizer's Report dated 22nd July, 2017 on the remote e-voting and on the poll through electronic voting system on the resolutions stated in the Notice calling 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) 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.	% 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) – To consider and adopt audited financial statement of the Company for the financial year ended 31 st March, 2017, the Reports of the Board of Directors and Auditors thereon (As an Ordinary Resolution)	2510345105	99.9998	5011	0.0002	13160149
Item No. 1(b) – To consider and adopt the audited consolidated financial statement of the Company for the financial year	2510344918	99.9998	5151	0.0002	13160149



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ended 31 st March, 2017 and the report of the Auditors thereon (As an Ordinary Resolution)					
Item No. 2 - To declare dividend on equity shares (As an Ordinary Resolution)	2510847146	99.9998	4355	0.0002	13160149
Item No. 3 - To re-appoint Smt. Nita M. Ambani (DIN:03115198), a Director retiring by rotation (As an Ordinary Resolution)	2248687959	89.7147	257800273	10.2853	13160149
Item No. 4 - To re-appoint Shri Hital R. Meswani (DIN:00001623), a Director retiring by rotation (As an Ordinary Resolution)	2503428480	99.7053	7398306	0.2947	13160149
Item No. 5 - To appoint Auditors and fix their remuneration (As	2509249485	99.9362	1601958	0.0638	13160149



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an Ordinary Resolution)					
Item No. 6 – To re-appoint Shri Pawan Kumar Kapil (DIN: 02460200) as a Whole Time Director (As a Special Resolution)	2506131138	99.8401	4013287	0.1599	13160149
Item No. 7 – To re-appoint Shri Nikhil R. Meswani (DIN: 00001620) as a Whole Time Director (As an Ordinary Resolution)	2506132673	99.8402	4011698	0.1598	13160149
Item No. 8 – To re-appoint Shri Yogendra P. Trivedi (DIN: 00001879) as an Independent Director (As a Special Resolution)	2447688965	97.7210	57084791	2.2790	13160149



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Item No. 9 - To re-appoint Prof. Ashok Misra (DIN: 00006051) as an Independent Director (As a Special Resolution)	2497485171	99.7090	7288570	0.2910	13160149
Item No. 10 - To re-appoint Shri Mansingh L. Bhakta (DIN: 00001963) as an Independent Director (As a Special Resolution)	2464155733	98.3784	40617986	1.6216	13160149
Item No. 11 - To re-appoint Prof. Dipak C. Jain (DIN: 00228513) as an Independent Director (As a Special Resolution)	2487611455	99.3148	17162262	0.6852	13160149
Item No. 12 - To re-appoint Dr. Raghunath A. Mashelkar (DIN: 00074119) as an Independent Director (As a	2467822486	98.5559	36159622	1.4441	13160149



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Special Resolution)					
Item No. 13 – To appoint Dr. Shumeet Banerji (DIN: 02787784) as an Independent Director (As an Ordinary Resolution)	2504690196	99.9794	516213	0.0206	13160149
Item No. 14 – To alter the Articles of Association of the Company (As a Special Resolution)	2334677968	92.9836	176171666	7.0164	13160149
Item No. 15 – To ratify the remuneration of Cost Auditors for the financial year ending 31 st March, 2018 (As an Ordinary Resolution)	2510688794	99.9936	161207	0.0064	13160149
Item No.16 – To approve offer or invitation to subscribe to Redeemable Non-Convertible Debentures on Private	2510842831	99.9997	7146	0.0003	13160149



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Placement. (As a Special Resolution)					

5. 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.

6. a) This report is issued in accordance with the terms of my engagement letter dated 14th June, 2017.

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.

Restriction on Use

7. 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 other party to whom it is shown or into whose hands it may come without my prior consent in writing.

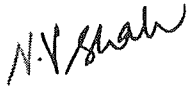


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Thanking You,

Yours faithfully,



Nilesh Shah

Practising Chartered Accountant
Membership No. 49660

Partner

Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration No. 117366W / W - 100018)

Place: Mumbai

Date: 22nd July, 2017

Countersigned by:
For **Reliance Industries Limited**



K. Sethuraman
Group Company Secretary and
Chief Compliance Officer

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