



DIGITAL  
LIFE

February 19, 2019

**National Stock Exchange of India Limited**  
Exchange Plaza, C/1, G Block  
Bandra – Kurla Complex  
Bandra (East)  
Mumbai 400 051

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001

**Ref: List of non-convertible debentures mentioned in the Annexure**

Dear Sirs,

**Sub: Approval of the Composite Scheme of Arrangement amongst Reliance Jio Infocomm Limited and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors (the “Scheme”)**

Further to our letters dated December 11, 2018 and January 17, 2019, we would like to inform you that pursuant to the directions of the Hon’ble National Company Law Tribunal, Ahmedabad Bench (“NCLT”), vide its order dated January 11, 2019, the meetings of the secured creditors (including secured debenture holders), unsecured creditors (including unsecured debenture holders), preference shareholders and equity shareholders were held on February 18, 2019 and the resolutions were approved at the respective meetings.

The scrutinizer’s report of the respective meetings as provided by M/s. Dayal and Lohia, Chartered Accountants, scrutinizer appointed by the NCLT, are enclosed herewith.

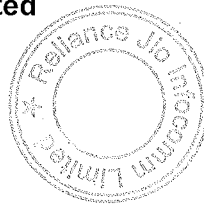
The Scheme shall be subject to all requisite statutory and regulatory approvals.

Thanking You,

Yours faithfully,

For **Reliance Jio Infocomm Limited**

  
**Jyoti Jain**  
Company Secretary  
(ICSI Membership No. A18825)



Encl.: As above

**Reliance Jio Infocomm Limited: CIN U72900GJ2007PLC105869**

Registered Office: Office - 101, Saffron, Nr. Centre Point, Panchwati 5 Rasta, Ambawadi, Ahmedabad-380006, Gujarat, India.  
Tel no: 079-35600100, www.jio.com



## Annexure: List of non-convertible debentures listed on the Exchanges

### Issue Description / Description of Security:

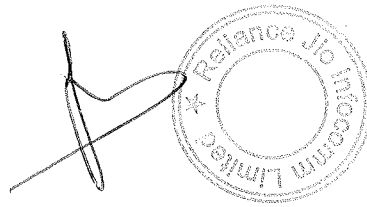
#### National Stock Exchange of India Limited

PPD1	: Infotel Broadband Ser. 8.95% 2020 (PPD-1)
PPD2	: Infotel Broadband Ser. 8.95% 2020 (PPD-2)
PPD3	: Reliance Jio Info 9.25% 2024 (PPD-3)
PPD4	: Reliance Jio Info 8.95% 2019 (PPD-4)
PPD5	: Reliance Jio Info 8.90% 2020 (PPD-5)
(Option 1)	
PPD5	: Reliance Jio Info 9.00% 2025 (PPD-5)
(Option 2)	
PPD8	: Reliance Jio Info 8.25% 2025 (PPD-8)
PPD9	: Reliance Jio Info 8.10% 2019 (PPD-9)
PPD10	: Reliance Jio Info 8.10% 2019 (PPD-10)
PPD11	: Reliance Jio Info 8.32% 2021 (Series - PPD-11)
PPD12	: Reliance Jio 8% 2023 PPD12
PPD13	: Reliance Jio Info 8% 2023 (PPD13)
PPD14	: Reliance Jio Info 7.97% 2022 Sr- PPD14
PPD15	: Reliance Jio Info 8.70% 2021 Sr-PPD15
PPD16	: Reliance Jio Info 8.70% 2021 (PPD16)

### Scrip code:

#### BSE Limited

PPD1	: 946839
PPD2	: 946866
PPD3	: 950380
PPD4	: 951268
PPD5	: 951555
(Option 1)	
PPD5	: 951556
(Option 2)	
PPD8	: 952917
PPD9	: 953866
PPD10	: 954038
PPD11	: 954293
PPD12	: 957846
PPD13	: 957862
PPD14	: 957904
PPD15	: 957992
PPD16	: 958110



**dayal and lohia**  
chartered accountants

**SCRUTINIZER'S REPORT**

To,  
**Shri Adil Zainulbhai**

Chairperson appointed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench, for the Meeting of Secured Creditors (including Secured Debenture Holders) of Reliance Jio Infocomm Limited held at Babubhai Chinai Committee Room, 2nd Floor, IMC Chamber of Commerce and Industry, IMC Building, IMC Marg, Churchgate, Mumbai - 400 020 on Monday, 18<sup>th</sup> February 2019 at 10:00 a.m.


Dear Sir,

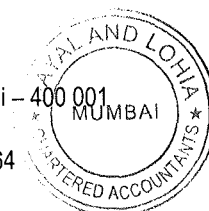
**Sub: Scrutinizer's Report on the result of the meeting of the Secured Creditors (including Secured Debenture holders) of Reliance Jio Infocomm Limited held on Monday, 18th February 2019 at 10:00 a.m.**

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I, Anil Lohia, Chartered Accountant, Partner, M/s. Dayal and Lohia (Firm Registration Number 102200W), being the Scrutinizer appointed for the purpose of scrutinizing the Poll held at the Meeting of the Secured Creditors (including Secured Debenture Holders) of Reliance Jio Infocomm Limited convened pursuant to the Order dated 11<sup>th</sup> January 2019 of the Ahmedabad Bench of the National Company Law Tribunal by Notice dated the 12<sup>th</sup> day of January 2019 and held on Monday, the 18<sup>th</sup> day of February, 2019 at 10.00 a.m. at Babubhai Chinai Committee Room, 2nd Floor, IMC Chamber of Commerce and Industry, IMC Building, IMC Marg, Churchgate, Mumbai - 400 020 (the "Meeting"), on the resolution(s) seeking the approval of the Secured Creditors (including Secured Debenture Holders) to the Composite Scheme of Arrangement, as duly amended, amongst Reliance Jio Infocomm Limited and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors (the 'Scheme') and having scrutinized the voting conducted at the said Meeting do hereby report to you, as the Chairperson of the said Meeting, the result of such Poll as follows:

1. At the time fixed for voting by the Chairperson, the empty Ballot Box was shown to the attendees and the same was locked in my presence.
2. After closure of the Poll, the sealed and locked Ballot Box was opened by me in the presence of two witnesses, **Mr. Sunil Khandelwal** and **Miss Jaya Lalwani**, who are not in the employment of the Company and the Poll Papers were duly scrutinized by me. The Poll Papers were identified with the records of the Company and Proxies / Authorizations lodged with the Company.

  
varma chambers, 213, 2nd floor, homji street, next to b.n.p. paribas, off. sir p.m. road, fort, mumbai - 400 001  
phones : (91-22) 22635352 - 49736975 • e-mail : dayalandlohia@gmail.com  
branch: 401, sheetal enclave, chincholi bunder, off. link road, malad (w), mumbai 400 064



3. The Poll Papers which were incomplete and / or which were otherwise found defective have been treated as invalid.
4. The details of the vote(s) cast at the Meeting with respect to the following resolution are mentioned below:

**Resolution 1:**

“**RESOLVED THAT** the Composite Scheme of Arrangement amongst Reliance Jio Infocomm Limited and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors (“**Scheme**”), as circulated alongwith the Notice dated 12th January, 2019 for convening the meeting of secured creditors (including secured debenture holders), in terms of Clause 28.1 of the Scheme, will stand inter alia partially modified such that the Resulting Company and the Transferor Company (as defined in the Scheme) shall provide an option to the shareholders of the Demerged Company and to the Transferor Company, at their option, to receive a part of the consideration, as referred to in Clause 13 of the Scheme for the demerger of the Demerged Undertaking and Clause 20 of the Scheme for the transfer of the Transferred Undertaking, in the form of preference shares and accordingly the words “as duly amended” will be added after the expression “Composite Scheme of arrangement” appearing in the motion/ resolution / Statement attached to the aforesaid Notice dated 12<sup>th</sup> January, 2019.”

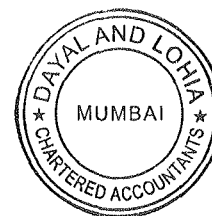
(A) Voted in favour of the resolution:

Number of Secured Creditors (including Secured Debenture Holders) present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
213	14064,83,33,300	99.7872

(B) Voted against the resolution:

Number of Secured Creditors (including Secured Debenture Holders) present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
2	30,00,00,000	0.2128

*RL*



(C) Invalid votes:

Number of Secured Creditors (including Secured Debenture Holders) whose votes were declared invalid	Number of votes cast by them
6	261,70,00,000

(D) On the basis of the aforesaid, the result of the Poll is as under:

	Number of Secured Creditors (including Secured Debenture Holders) present in person and / or by proxy and voting	Total Value of Votes in terms of amount outstanding (Rupees)	Number of Votes	% of Total Number of valid votes
Votes in favour of the resolution	213	14064,83,33,300	14064,83,33,300	99.7872
Votes against the resolution	2	30,00,00,000	30,00,00,000	0.2128
<b>Total</b>	<b>215</b>	<b>14094,83,33,300</b>	<b>14094,83,33,300</b>	<b>100.0000</b>
<b>Resolution passed with requisite majority</b>				

**Resolution 2:**

**"RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 read with Section 52 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "**Board**"), the arrangement embodied in the Composite Scheme of Arrangement, as duly amended, amongst Reliance Jio Infocomm Limited

*RL*



and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors ("**Scheme**"), placed before the meeting, be and is hereby approved;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this Resolution and effectively implement the arrangement embodied in the Scheme and to make any modifications or amendments to the Scheme at any time and for any reason whatsoever, and to accept such modifications, amendments, limitations and / or conditions, if any, which may be required and / or imposed by the NCLT while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and / or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper."

(A) Voted in favour of the resolution:

Number of Secured Creditors (including Secured Debenture Holders) present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
213	14064,83,33,300	99.7872

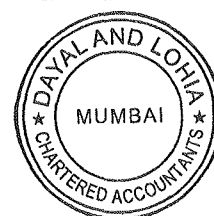
(B) Voted against the resolution:

Number of Secured Creditors (including Secured Debenture Holders) present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
2	30,00,00,000	0.2128

(C) Invalid votes:

Number of Secured Creditors (including Secured Debenture Holders) whose votes were declared invalid	Number of votes cast by them
6	261,70,00,000

*DL*



(D) On the basis of the aforesaid, the result of the Poll is as under:


	Number of Secured Creditors (including Secured Debenture Holders) present in person and / or by proxy and voting	Total Value of Votes in terms of amount outstanding (Rupees)	Number of Votes	% of Total Number of valid votes
Votes in favour of the resolution	213	14064,83,33,300	14064,83,33,300	99.7872
Votes against the resolution	2	30,00,00,000	30,00,00,000	0.2128
<b>Total</b>	<b>215</b>	<b>14094,83,33,300</b>	<b>14094,83,33,300</b>	<b>100.0000</b>
<b>Resolution passed with requisite majority</b>				

5. All the Poll Papers have been duly accounted and all relevant records including the list of Secured Creditors (including Secured Debenture Holders) who voted "FOR", "AGAINST" the resolution(s) and those whose votes were considered "INVALID", were handed over to the Company Secretary of the Company for safe keeping.

Thanking you

Yours faithfully,

For **M/s. Dayal and Lohia**  
Chartered Accountants  
(Firm Registration No. 102200W)

  
**(Anil Lohia)**  
Partner  
(Membership No. 31626)



Countersigned by:



**(Adil Zainulbhai)**  
Chairperson

Date: 19<sup>th</sup> February, 2019  
Place: Mumbai

**SCRUTINIZER'S REPORT**

To,  
**Shri Adil Zainulbhai**

Chairperson appointed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench for the Meeting of Unsecured Creditors (including Unsecured Debenture Holders) of Reliance Jio Infocomm Limited held at Babubhai Chinai Committee Room, 2nd Floor, IMC Chamber of Commerce and Industry, IMC Building, IMC Marg, Churchgate, Mumbai - 400 020 on Monday, 18<sup>th</sup> February 2019 at 11:30 a.m.

Dear Sir,

**Sub: Scrutinizer's Report on the result of the meeting of the Unsecured Creditors (including Unsecured Debenture holders) of Reliance Jio Infocomm Limited held on Monday, 18th February 2019 at 11:30 a.m.**

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I, Anil Lohia, Chartered Accountant, Partner, M/s. Dayal and Lohia (Firm Registration Number 102200W), being the Scrutinizer appointed for the purpose of scrutinizing the Poll held at the Meeting of the Unsecured Creditors (including Unsecured Debenture Holders) of Reliance Jio Infocomm Limited convened pursuant to the Order dated 11<sup>th</sup> January 2019 of the Ahmedabad Bench, of the National Company Law Tribunal by Notice dated the 12<sup>th</sup> day of January 2019 and held on Monday, the 18<sup>th</sup> day of February, 2019 at 11.30 a.m. at Babubhai Chinai Committee Room, 2nd Floor, IMC Chamber of Commerce and Industry, IMC Building, IMC Marg, Churchgate, Mumbai - 400 020 (the "Meeting"), on the resolution(s) seeking the approval of the Unsecured Creditors (including Unsecured Debenture Holders) to the Composite Scheme of Arrangement, as duly amended, amongst Reliance Jio Infocomm Limited and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors (the '**Scheme**') and having scrutinized the voting conducted at the said Meeting do hereby report to you, as the Chairperson of the said Meeting, the result of such Poll as follows:

1. At the time fixed for voting by the Chairperson, the empty Ballot Box was shown to the attendees and the same was locked in my presence.
2. After closure of the Poll, the sealed and locked Ballot Box was opened by me in the presence of two witnesses, **Mr. Sunil Khandelwal** and **Miss Jaya Lalwani**, who are not in the employment of the Company and the Poll Papers were duly scrutinized by me. The Poll Papers were identified with the records of the Company and Proxies/Authorizations lodged with the Company.



3. The Poll Papers which were incomplete and/or which were otherwise found defective have been treated as invalid.
4. The details of the vote(s) cast at the Meeting with respect to the following resolutions are mentioned below:

### Resolution 1

**“RESOLVED THAT** the Composite Scheme of Arrangement amongst Reliance Jio Infocomm Limited and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors (**“Scheme”**), as circulated alongwith the Notice dated 12th January, 2019 for convening the meeting of unsecured creditors (including unsecured debenture holders), in terms of Clause 28.1 of the Scheme, will stand inter alia partially modified such that the Resulting Company and the Transferor Company (as defined in the Scheme) shall provide an option to the shareholders of the Demerged Company and to the Transferor Company, at their option, to receive a part of the consideration, as referred to in Clause 13 of the Scheme for the demerger of the Demerged Undertaking and Clause 20 of the Scheme for the transfer of the Transferred Undertaking, in the form of preference shares and accordingly the words “as duly amended” will be added after the expression “Composite Scheme of arrangement” appearing in the motion/ resolution / Statement attached to the aforesaid Notice dated 12<sup>th</sup> January, 2019.”

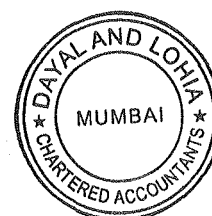
(A) Voted in favour of the resolution:

Number of Unsecured Creditors (including Unsecured Debenture Holders) present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
427	94034,85,75,725	99.9203

(B) Voted against the resolution:

Number of Unsecured Creditors (including Unsecured Debenture Holders) present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
2	75,00,00,000	0.0797

ERL



(C) Invalid votes:

Number of Unsecured Creditors (including Unsecured Debenture Holders) whose votes were declared invalid	Number of votes cast by them
1	0

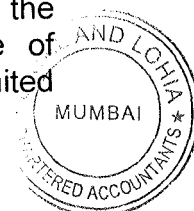
(D) On the basis of the aforesaid, the result of the Poll is as under:

	Number of Unsecured Creditors (including Unsecured Debenture Holders) present in person and / or by proxy and voting	Total Value of Votes in terms of amount outstanding (Rupees)	Number of Votes	% of Total Number of valid votes
Votes in favour of the resolution	427	94034,85,75,725	94034,85,75,725	99.9203
Votes against the resolution	2	75,00,00,000	75,00,00,000	0.0797
<b>Total</b>	<b>429</b>	<b>94109,85,75,725</b>	<b>94109,85,75,725</b>	<b>100.0000</b>
<b>Resolution passed with requisite majority</b>				

**Resolution:2**

**"RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 read with Section 52 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon'ble National Company Law Tribunal, Ahmedabad Bench ("**NCLT**") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "**Board**"), the arrangement embodied in the Composite Scheme of Arrangement, as duly amended, amongst Reliance Jio Infocomm Limited

*RL*



and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors ("**Scheme**"), placed before the meeting, be and is hereby approved;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this Resolution and effectively implement the arrangement embodied in the Scheme and to make any modifications or amendments to the Scheme at any time and for any reason whatsoever, and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and /or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper."

(A) Voted in favour of the resolution:

Number of Unsecured Creditors (including Unsecured Debenture Holders) present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
427	94034,85,75,725	99.9203

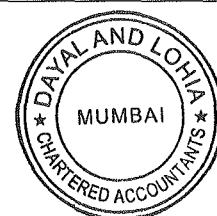
(B) Voted against the resolution:

Number of Unsecured Creditors (including Unsecured Debenture Holders) present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
2	75,00,00,000	0.0797

(C) Invalid votes:

Number of Unsecured Creditors (including Unsecured Debenture Holders) whose votes were declared invalid	Number of votes cast by them
1	0

*DL*



(D) On the basis of the aforesaid, the result of the Poll is as under:

	Number of Unsecured Creditors (including Unsecured Debenture Holders) present in person and / or by proxy and voting	Total Value of Votes in terms of amount outstanding (Rupees)	Number of Votes	% of Total Number of valid votes
Votes in favour of the resolution	427	94034,85,75,725	94034,85,75,725	99.9203
Votes against the resolution	2	75,00,00,000	75,00,00,000	0.0797
<b>Total</b>	<b>429</b>	<b>94109,85,75,725</b>	<b>94109,85,75,725</b>	<b>100.0000</b>
<b>Resolution passed with requisite majority</b>				

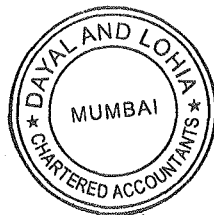
5. All the Poll Papers have been duly accounted and all relevant records including the list of Unsecured Creditors (including Unsecured Debenture Holders) who voted "FOR", "AGAINST" the resolution(s) and those whose votes were considered "INVALID", were handed over to the Company Secretary of the Company for safe keeping.

Thanking you

Yours faithfully,

For **M/s. Dayal and Lohia**  
Chartered Accountants  
(Firm Registration No. 102200W)

  
**(Anil Lohia)**  
Partner  
(M.No. 31626)



Countersigned by:

  
**(Adil Zainulbhai)**  
Chairperson

Date: 19<sup>th</sup> February, 2019  
Place: Mumbai

**SCRUTINIZER'S REPORT**

To,  
**Shri Adil Zainulbhai**

Chairperson appointed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench, for the Meeting of Preference Shareholders of Reliance Jio Infocomm Limited held at Babubhai Chinai Committee Room, 2<sup>nd</sup> Floor, IMC Chamber of Commerce and Industry, IMC Building, IMC Marg, Churchgate, Mumbai - 400 020 on Monday, 18<sup>th</sup> February 2019 at 12:30 p.m.

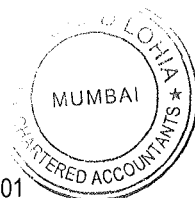
Dear Sir,

**Sub: Scrutinizer's Report on the result of the meeting of the Preference Shareholders of Reliance Jio Infocomm Limited held on Monday, 18<sup>th</sup> February 2019 at 12:30 p.m.**

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I, Anil Lohia, Chartered Accountant, Partner, M/s. Dayal and Lohia (Firm Registration Number 102200W), being the Scrutinizer appointed for the purpose of scrutinizing the Poll held at the Meeting of the Preference Shareholders of Reliance Jio Infocomm Limited convened pursuant to the Order dated 11<sup>th</sup> January 2019 of the Ahmedabad Bench of the National Company Law Tribunal by Notice dated the 12<sup>th</sup> day of January 2019 and held on Monday, the 18<sup>th</sup> day of February, 2019 at 12:30 p.m. at Babubhai Chinai Committee Room, 2<sup>nd</sup> Floor, IMC Chamber of Commerce and Industry, IMC Building, IMC Marg, Churchgate, Mumbai - 400 020 (the "Meeting"), on the resolution(s) seeking the approval of the Preference Shareholders to the Composite Scheme of Arrangement, as duly amended, amongst Reliance Jio Infocomm Limited and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors (the 'Scheme') and having scrutinized the voting conducted at the said Meeting do hereby report to you, as the Chairperson of the said Meeting, the result of such Poll as follows:

1. At the time fixed for voting by the Chairperson, the empty Ballot Box was shown to the attendees and the same was locked in my presence.
2. After closure of the Poll, the sealed and locked Ballot Box was opened by me in the presence of two witnesses, **Mr. Sunil Khandelwal** and **Miss Jaya Lalwani**, who are not in the employment of the Company and the Poll Papers were duly scrutinized by me. The Poll Papers were identified with the records of the Company and Proxies / Authorizations lodged with the Company.
3. I did not find any invalid poll paper.



4. The details of the vote(s) cast at the Meeting with respect to the following resolutions are mentioned below:

**Resolution 1:**

**“RESOLVED THAT** the Composite Scheme of Arrangement amongst Reliance Jio Infocomm Limited and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors (**“Scheme”**), as circulated alongwith the Notice dated 12th January, 2019 for convening the meeting of preference shareholders, in terms of Clause 28.1 of the Scheme, will stand inter alia partially modified such that the Resulting Company and the Transferor Company (as defined in the Scheme) shall provide an option to the shareholders of the Demerged Company and to the Transferor Company, at their option, to receive a part of the consideration, as referred to in Clause 13 of the Scheme for the demerger of the Demerged Undertaking and Clause 20 of the Scheme for the transfer of the Transferred Undertaking, in the form of preference shares and accordingly the words “as duly amended” will be added after the expression “Composite Scheme of arrangement” appearing in the motion / resolution / Statement attached to the aforesaid Notice dated 12<sup>th</sup> January, 2019.”

- (A) Voted in favour of the resolution:

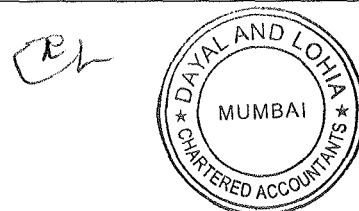
Number of Preference Shareholders present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
2	1312,50,00,000	100.0000

- (B) Voted against the resolution:

Number of Preference Shareholders present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00000

- (C) Invalid votes:

Number of Preference Shareholders whose votes were declared invalid	Number of votes cast by them
0	0



(D) On the basis of the aforesaid, the result of the Poll is as under:

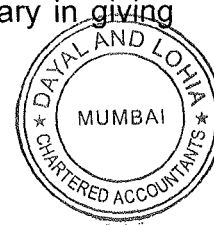
	Number of Preference Shareholders present in person and / or by proxy and voting	Number of Votes	% of Total Number of valid votes
Votes in favour of the resolution	2	1312,50,00,000	100.0000
Votes against the resolution	0	0	0.0000
<b>Total</b>	<b>2</b>	<b>1312,50,00,000</b>	<b>100.0000</b>
<b>Resolution passed unanimously</b>			

**Resolution 2:**

**"RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 read with Section 52 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon'ble National Company Law Tribunal, Ahmedabad Bench ("**NCLT**") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "**Board**"), the arrangement embodied in the Composite Scheme of Arrangement, as duly amended, amongst Reliance Jio Infocomm Limited and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors ("**Scheme**"), placed before the meeting, be and is hereby approved;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this Resolution and effectively implement the arrangement embodied in the Scheme and to make any modifications or amendments to the Scheme at any time and for any reason whatsoever, and to accept such modifications, amendments, limitations and / or conditions, if any, which may be required and / or imposed by the NCLT while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and / or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper."

*RL*



(A) Voted in favour of the resolution:

Number of Preference Shareholders present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
2	1312,50,00,000	100.0000

(B) Voted against the resolution:

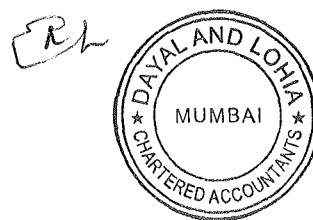
Number of Preference Shareholders present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0.0000

(C) Invalid votes:

Number of Preference Shareholders whose votes were declared invalid	Number of votes cast by them
0	0

(D) On the basis of the aforesaid, the result of the Poll is as under:

	Number of Preference Shareholders present in person and / or by proxy and voting	Number of Votes	% of Total Number of valid votes
Votes in favour of the resolution	2	1312,50,00,000	100.0000
Votes against the resolution	0	0	0.0000
<b>Total</b>	<b>2</b>	<b>1312,50,00,000</b>	<b>100.0000</b>
<b>Resolution passed unanimously</b>			





5. All the Poll Papers have been duly accounted and all relevant records including the list of Preference Shareholders who voted "FOR" the resolution(s), were handed over to the Company Secretary of the Company for safe keeping.

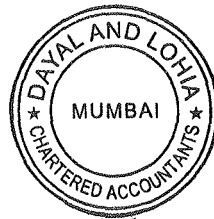
Thanking you

Yours faithfully,

For **M/s. Dayal and Lohia**  
Chartered Accountants  
(Firm Registration No. 102200W)



**(Anil Lohia)**  
Partner  
(Membership No. 31626)



Countersigned by:



**(Adil Zainulbhai)**  
Chairperson

Date: 19<sup>th</sup> February, 2019  
Place: Mumbai

**SCRUTINIZER'S REPORT**

To,  
**Shri Adil Zainulbhai**

Chairperson appointed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench, for the Meeting of Equity Shareholders of Reliance Jio Infocomm Limited held at Babubhai Chinai Committee Room, 2nd Floor, IMC Chamber of Commerce and Industry, IMC Building, IMC Marg, Churchgate, Mumbai - 400 020 on Monday, 18<sup>th</sup> February 2019 at 01:00 p.m.

Dear Sir,

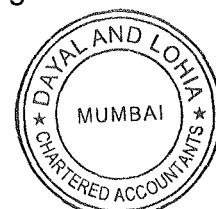
**Sub: Scrutinizer's Report on the result of the meeting of the Equity Shareholders of Reliance Jio Infocomm Limited held on Monday, 18<sup>th</sup> February 2019 at 01:00 p.m.**

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I, Anil Lohia, Chartered Accountant, Partner, M/s. Dayal and Lohia (Firm Registration Number 102200W), being the Scrutinizer appointed for the purpose of scrutinizing the Poll held at the Meeting of the Equity Shareholders of Reliance Jio Infocomm Limited convened pursuant to the Order dated 11<sup>th</sup> January 2019 of the Ahmedabad Bench of the National Company Law Tribunal by Notice dated the 12<sup>th</sup> day of January 2019 and held on Monday, the 18<sup>th</sup> day of February, 2019 at 01:00 p.m. at Babubhai Chinai Committee Room, 2nd Floor, IMC Chamber of Commerce and Industry, IMC Building, IMC Marg, Churchgate, Mumbai - 400 020 (the "Meeting"), on the resolution(s) seeking the approval of the Equity Shareholders to the Composite Scheme of Arrangement, as duly amended, amongst Reliance Jio Infocomm Limited and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors (the '**Scheme**') and having scrutinized the voting conducted at the said Meeting do hereby report to you, as the Chairperson of the said Meeting, the result of such Poll as follows:

1. At the time fixed for voting by the Chairperson, the empty Ballot Box was shown to the attendees and the same was locked in my presence.
2. After closure of the Poll, the sealed and locked Ballot Box was opened by me in the presence of two witnesses, **Mr. Sunil Khandelwal** and **Miss Jaya Lalwani**, who are not in the employment of the Company and the Poll Papers were duly scrutinized by me. The Poll Papers were identified with the records of the Company and Proxies / Authorizations lodged with the Company.
3. I did not find any invalid poll paper.

*ER*



4. The details of the vote(s) cast at the Meeting with respect to the following resolutions are mentioned below:

**Resolution 1:**

**“RESOLVED THAT** the Composite Scheme of Arrangement amongst Reliance Jio Infocomm Limited and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors (**“Scheme”**), as circulated alongwith the Notice dated 12th January, 2019 for convening the meeting of equity shareholders, in terms of Clause 28.1 of the Scheme, will stand inter alia partially modified such that the Resulting Company and the Transferor Company (as defined in the Scheme) shall provide an option to the shareholders of the Demerged Company and to the Transferor Company, at their option, to receive a part of the consideration, as referred to in Clause 13 of the Scheme for the demerger of the Demerged Undertaking and Clause 20 of the Scheme for the transfer of the Transferred Undertaking, in the form of preference shares and accordingly the words “as duly amended” will be added after the expression “Composite Scheme of arrangement” appearing in the motion/ resolution / Statement attached to the aforesaid Notice dated 12<sup>th</sup> January, 2019.”

- (A) Voted in favour of the resolution:

Number of Equity Shareholders present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
7	4492,22,26,916	100.00000

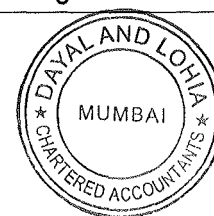
- (B) Voted against the resolution:

Number of Equity Shareholders present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0.0000

- (C) Invalid votes:

Number of Equity Shareholders whose votes were declared invalid	Number of votes cast by them
0	0

*AL*



(D) On the basis of the aforesaid, the result of the Poll is as under:

	Number of Equity Shareholders present in person and / or by proxy and voting	Number of Votes	% of Total Number of valid votes
Votes in favour of the resolution	7	4492,22,26,916	100.0000
Votes against the resolution	0	0	0.0000
<b>Total</b>	<b>7</b>	<b>4492,22,26,916</b>	<b>100.0000</b>
<b>Resolution passed unanimously</b>			

#### Resolution 2:

**"RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 read with Section 52 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon'ble National Company Law Tribunal, Ahmedabad Bench ("**NCLT**") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "**Board**"), the arrangement embodied in the Composite Scheme of Arrangement, as duly amended, amongst Reliance Jio Infocomm Limited and Jio Digital Fibre Private Limited and Reliance Jio Infratel Private Limited and their respective shareholders and creditors ("**Scheme**"), placed before the meeting, be and is hereby approved;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this Resolution and effectively implement the arrangement embodied in the Scheme and to make any modifications or amendments to the Scheme at any time and for any reason whatsoever, and to accept such modifications, amendments, limitations and / or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and / or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper."

*ER*



(A) Voted in favour of the resolution:

Number of Equity Shareholders present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
7	4492,22,26,916	100.0000

(B) Voted against the resolution:

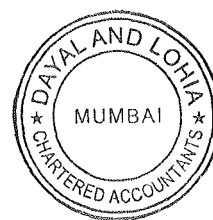
Number of Equity Shareholders present in person and / or by proxy and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0.0000

(C) Invalid votes:

Number of Equity Shareholders whose votes were declared invalid	Number of votes cast by them
0	0

(D) On the basis of the aforesaid, the result of the Poll is as under:

	Number of Equity Shareholders present in person and / or by proxy and voting	Number of Votes	% of Total Number of valid votes
Votes in favour of the resolution	7	4492,22,26,916	100.0000
Votes against the resolution	0	0	0.0000
<b>Total</b>	<b>7</b>	<b>4492,22,26,916</b>	<b>100.0000</b>
<b>Resolution passed unanimously</b>			



*RL*

5. All the Poll Papers have been duly accounted and all relevant records including the list of Equity Shareholders who voted "FOR" the resolution(s) were handed over to the Company Secretary of the Company for safe keeping.

Thanking you

Yours faithfully,

For **M/s. Dayal and Lohia**  
Chartered Accountants  
(Firm Registration No. 102200W)



**(Anil Lohia)**  
Partner  
(Membership No. 31626)



Countersigned by:



**(Adil Zainulbhai)**  
Chairperson

Date: 19<sup>th</sup> February, 2019  
Place: Mumbai