



Notice

Notice is hereby given that an Extraordinary General Meeting of the Members of Reliance Jio Infocomm Limited will be held on Thursday, July 14, 2016 at 9:15 a.m. at 2nd Floor, Maker Chambers-IV, 222, Nariman Point, Mumbai - 400 021 to transact the following special business:-

1. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT in accordance with the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 50130,00,00,000 (Rupees Fifty Thousand One Hundred and Thirty Crore Only) comprising 5000,00,00,000 (Five Thousand Crore) Equity Shares of Rs. 10/- (Rupees Ten) each and 13,00,00,000 (Thirteen Crore) Preference Shares of Rs.10/- (Rupees Ten) each to Rs. 70130,00,00,000 (Rupees Seventy Thousand One Hundred and Thirty Crore Only) comprising 7000,00,00,000 (Seven Thousand Crore) Equity Shares of Rs. 10/- (Rupees Ten) each and 13,00,00,000 (Thirteen Crore) Preference Shares of Rs.10/- (Rupees Ten) each and consequently the existing Clause V of the Memorandum of Association of the Company, relating to the Share Capital be and is hereby altered by deleting the same and substituting in its place and stead, the following new Clause V:

‘V. The Authorised Share Capital of the Company is Rs. 70130,00,00,000 (Rupees Seventy Thousand One Hundred and Thirty Crore Only) comprising 7000,00,00,000 (Seven Thousand Crore) Equity Shares of Rs. 10/- (Rupees Ten) each and 13,00,00,000 (Thirteen Crore) Preference Shares of Rs.10/- (Rupees Ten) each, with the power to the Board to increase or reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Articles of Association of the Company.’



RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such steps as it may deem necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors

Sd/-
Jyoti Jain
Company Secretary

Date: June 15, 2016

Registered Office:
9th Floor, Maker Chambers IV,
222 Nariman Point,
Mumbai 400 021, Maharashtra, India.
CIN: U72900MH2007PLC234712
Website: www.jio.com



NOTES:

1. **A member entitled to attend and vote at the Extraordinary General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the meeting.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signatures of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
3. Attendance slip, proxy form and route map of the venue of the Meeting are annexed to the Notice.
4. A Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting and at the venue on the date of the Meeting.



**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013
(‘the Act’)**

The following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 1

Considering the business plans and fund requirements of the Company, it is proposed to increase the Authorised Share Capital of the Company from the existing Rs. 50130,00,00,000 (Rupees Fifty Thousand One Hundred and Thirty Crore Only) comprising 5000,00,00,000 (Five Thousand Crore) Equity Shares of Rs. 10/- (Rupees Ten) each and 13,00,00,000 (Thirteen Crore) Preference Shares of Rs.10/- (Rupees Ten) each to Rs. 70130,00,00,000 (Rupees Seventy Thousand One Hundred and Thirty Crore Only) comprising 7000,00,00,000 (Seven Thousand Crore) Equity Shares of Rs. 10/- (Rupees Ten) each and 13,00,00,000 (Thirteen Crore) Preference Shares of Rs.10/- (Rupees Ten) each.

Accordingly, the Board commends the Ordinary Resolution set out at Item No. 1 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company or any of their relatives is, in any way, concerned or interested, whether financially or otherwise, in the proposed resolution, set out at Item No. 1 of the Notice.

By Order of the Board of Directors

Sd/-

Jyoti Jain

Company Secretary

Date: June 15, 2016

Registered Office:

9th Floor, Maker Chambers IV,

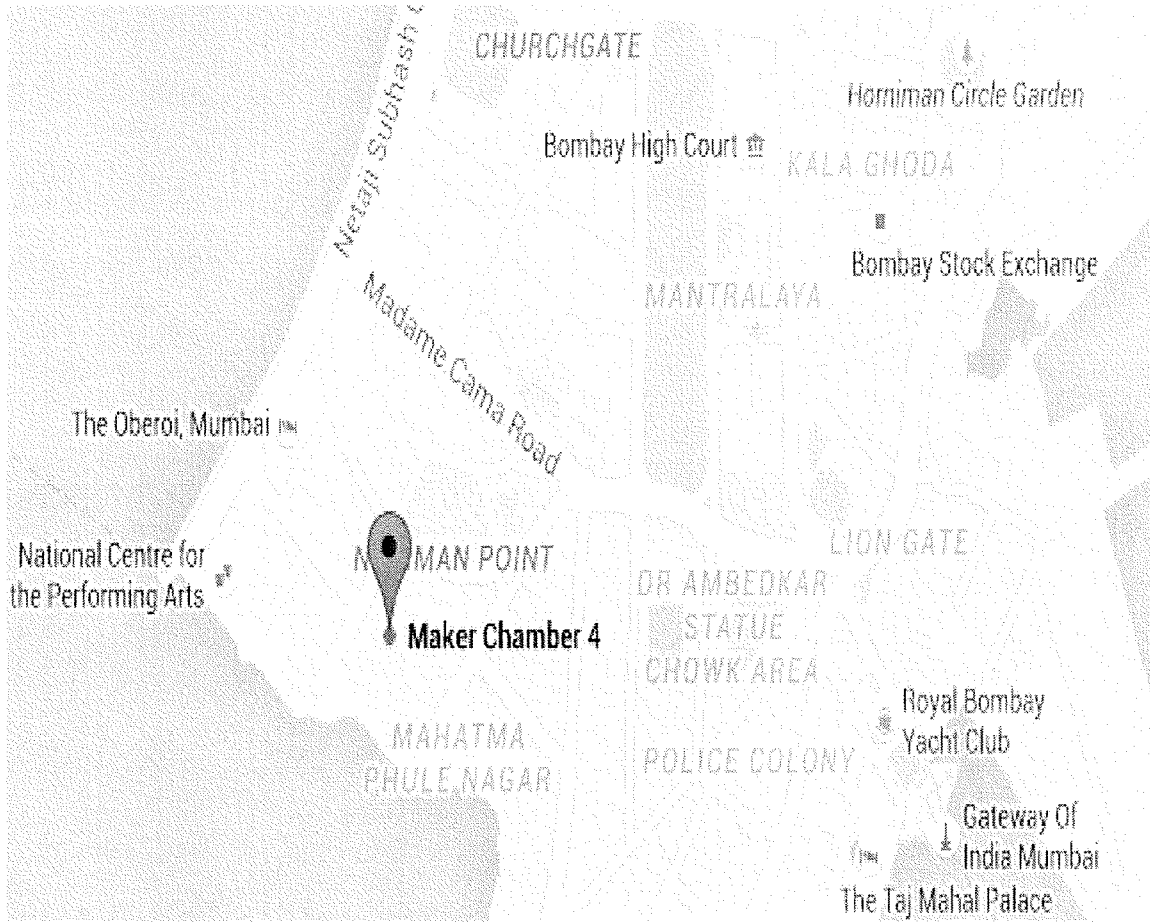
222 Nariman Point,

Mumbai 400 021, Maharashtra, India.

CIN: U72900MH2007PLC234712

Website : www.jio.com

ROUTE MAP TO THE EGM VENUE



Landmark: Near Oberoi Hotel

Reliance Jio Infocomm Limited

CIN: U72900MH2007PLC234712

Attendance Slip

Registered Office: 9th floor, Maker Chambers IV, 222, Nariman Point, Mumbai-400021

PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholder may obtain additional Slip at the venue of the meeting.

DP Id*	
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Folio No.	
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Client Id*	
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No. of Shares	
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Name of the Share Holder	
Address of the Shareholder	

I hereby record my presence at the **Extraordinary General Meeting** of the Company held on Thursday, July 14, 2016 at 09:15 a.m. at 2nd floor, Maker Chambers IV, 222, Nariman Point, Mumbai-400021.

*Applicable for investors holding shares in electronic form.

Signature of Shareholder/ proxy

Reliance Jio Infocomm Limited

CIN: U72900MH2007PLC234712

Registered Office: 9th floor, Maker Chambers IV, 222, Nariman Point, Mumbai-400021

Form No. MGT 11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):		email id:	
		Folio No/* Client Id:	
Registered address:		*Dp Id:	

I/We, being the member(s) of _____ shares of Reliance Jio Infocomm Limited, hereby appoint:

- 1) _____ of _____ having e-mail id _____ or failing him
- 2) _____ of _____ having e-mail id _____ or failing him
- 3) _____ of _____ having e-mail id _____

And whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **Extraordinary General Meeting** of the Company, to be held on Thursday,

July 14, 2016 at 09:15 a.m. at 2nd floor, Maker Chambers IV, 222, Nariman Point, Mumbai-400021 and at any adjournment thereof in respect of such resolution as indicated below:

**I wish my above Proxy to vote in the manner as indicated in the below box:

Resolution	For	Against
Approval for increase in Authorised Share Capital		

*Applicable for investors holding shares in electronic form.

Signed this.....day of.....2016

Signature of the Shareholder

Affix revenue stamp 15 p

Signature of first proxy holder Signature of second proxy holder Signature of third proxy holder

Notes:

- (1) **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company either in person or through post not later than 48 hours before the commencement of the meeting.**
- (2) **A Proxy need not be a member of the Company.**
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- ** (4) This is only optional. Please put a '✓' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (6) In the case of jointholders, the signature of any one holder will be sufficient, but names of all the jointholders should be stated.
- (7) This form of Proxy shall be signed by the appointer or his attorney duly authorized in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
- (8) This form of Proxy is valid only if it is properly stamped as per the applicable law. Unstamped or inadequately stamped Proxies or Proxies upon which the stamps have not been cancelled are invalid.
- (9) A Proxy form which does not state the name of the Proxy shall not be considered valid.
- (10) Undated Proxy shall not be considered valid.
- (11) If a Company receives multiple Proxies for the same holdings of a member, the Proxy which is dated last shall be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple Proxies shall be treated as invalid.