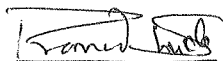


**Scrutinizer's Report**  
**[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (3) (xi) of the**  
**Companies (Management and Administration) Rules, 2014]**

To  
The Chairman of 40<sup>th</sup> Annual General Meeting of the members of  
Reliance Industries Limited (the Company) to be held on the 18<sup>th</sup> day of June, 2014 at Birla  
Matushri Sabhagar, 19, New Marine Lines, Mumbai – 400 020

Dear Sir,


1. I, Ketan Vora, a Chartered Accountant in practice, have been appointed by the Board of Directors of Reliance Industries Limited (the Company) as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 40<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, to be held on the 18<sup>th</sup> day of June, 2014 at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai – 400 020.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the 40<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited, the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under:-
  - i. The e-voting period remained open from Thursday, 12<sup>th</sup> June, 2014 (10:00 A.M) to Sunday, 15<sup>th</sup> June, 2014 (10:00 A.M)
  - ii. The members of the Company as on the "cut-off" date i.e. 23<sup>rd</sup> May, 2014 were entitled to vote on the resolutions (items no. 1 to 15 as set out in the notice of the 40<sup>th</sup> AGM of the Company)
  - iii. The votes cast were unblocked on June 17, 2014 in the presence of 2 witnesses, Mr. Pramod Shukla and Mr. Sanjeev Shah who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Pramod Shukla



Name: Sanjeev Shah

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Elphinstone (W), Mumbai - 400013

- iv. Thereafter, the details containing *inter alia*, list of Equity Share Holders, who voted “for”, “against” each of the resolutions that were put to vote, were generated from the e-voting website of Karvy Computershare Private Limited (“Karvy”) i.e. <https://evoting.karvy.com/> and based on such reports generated, the result of the e-voting is as under:

Item No. 1:-

Ordinary Resolution to consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2014, the reports of the Board of Directors and Auditors thereon and the audited consolidated financial statement of the Company for the financial year ended March 31, 2014.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2068	2016607045	99.9999

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
45	2316	0.0001

(iii) **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 2:-

Ordinary Resolution to declare a dividend on equity shares.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2076	2017263532	99.9998

*KV*

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Elphinstone (W), Mumbai - 400013

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
42	3200	0.0002

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 3:-

Ordinary Resolution to appoint a Director in place of Shri Nikhil R. Meswani (DIN: 00001620), who retires by rotation at the Annual General Meeting and being eligible has offered himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1985	2006989620	99.4906

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
135	10276658	0.5094

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 4:-

Ordinary Resolution to appoint M/s. Chaturvedi & Shah, Chartered Accountants, Deloitte Haskins & Sells LLP, Chartered Accountants and M/s. Rajendra & Co., Chartered Accountants, as Auditors and fixing their remuneration.

*Vef*

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(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1783	1867548857	92.6892

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
330	147301203	7.3108

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 5:-

Ordinary Resolution to appoint Smt. Nita M. Ambani (DIN: 03115198) as a Director to fill up the vacancy of the retiring director Shri Ramniklal H. Ambani (DIN: 00004785), who retires at this Annual General Meeting.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1957	2006925291	99.4901

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
161	10286067	0.5099

*Vg*

Ketan Vora  
Indiabulls Finance Centre, Tower 3, 31st Floor, Elphinstone Mill Compound, Senapati Bapat Marg,  
Elphinstone (W), Mumbai - 400013

(iii)Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 6:-

Ordinary Resolution to appoint Shri Adil Zainulbhai (DIN: 06646490) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1961	1996664988	98.9815

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
145	20545096	1.0185

(iii)Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 7:-

Ordinary Resolution to appoint Shri Yogendra P. Trivedi (DIN: 00001879) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1953	1995079844	98.9029



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(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
161	22130273	1.0971

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 8:-

Ordinary Resolution to appoint Prof. Ashok Misra (DIN: 00006051) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2022	2015138231	99.8973

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
85	2071919	0.1027

(iv) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 9:-

Ordinary Resolution to re-appoint Shri Mukesh D. Ambani (DIN: 00001695) as Managing Director.



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(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2048	2012298488	99.7537

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
64	4968365	0.2463

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 10:-


Ordinary Resolution to re-appoint Shri P.M.S. Prasad (DIN: 00012144) as a Whole-time Director designated as Executive Director.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2036	2017262235	99.9998

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
68	3690	0.0002

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(iii)Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 11:-

Special Resolution to approve the payment of remuneration to non-executive directors.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1973	2017137866	99.9967

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
126	66959	0.0033

(iii)Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 12:-

Ordinary Resolution to approve the payment of remuneration to executive directors.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2006	2017196210	99.9995



(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
100	9867	0.0005

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 13:-

Ordinary Resolution to approve the remuneration of the Cost Auditors for the financial year ending March 31, 2015.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1996	2001397612	99.2136

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
115	15863460	0.7864

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 14:-

Special Resolution to approve offer or invitation to subscribe to Non-Convertible Debentures on private placement.



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(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1945	1991725369	99.9993

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
152	14167	0.0007

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Item No. 15:-

Special Resolution to adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1980	1991557001	99.5441

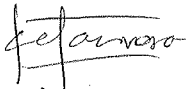
(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
102	9121356	0.4559

(iii)Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
16	8783123

Thanking You,  
Yours faithfully,



Ketan Vora  
Practicing Chartered Accountant  
Membership No. 100459  
Place: Mumbai  
Date: June 18, 2014