

Reliance Capital Limited
Report under clause 35A of SEBI Regulation in respect of Notice dated. May 31, 2014

Resolution no - 1

Special Resolution under Section 42 of the Companies Act, 2013 for issue of secured / unsecured Non-Convertible Debentures and / or other debt securities on a private placement basis.

Promoter/ Public	Shares Held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes - Against	% of Votes in Favour on Votes polled	% of Votes in Against on Votes polled
Promoter and Promoter Group **	13,29,82,303	13,13,82,303	98.80	13,13,82,303	-	100.00	-
Public- Institutional Holders	6,76,89,744	3,94,83,225	58.33	1,59,30,073	2,35,53,152	40.35	59.65
Public - Others	4,49,60,759	1,97,072	0.44	1,88,370	8,702	95.58	4.42
Total:	24,56,32,800	17,10,62,600	69.64	14,75,00,746	2,35,61,854	86.23	13.77

Note ** Trustees have not exercised voting rights for 16,00,000 equity shares held under the ESOP Scheme.

Verified and found to be correct.



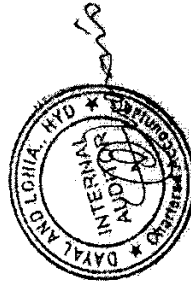
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Resolution no - 2
Special Resolution under Section 62 of the Companies Act, 2013 for issue of securities to the Qualified Institutional Buyers.

Promoter/ Public	Shares Held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes - Against	% of Votes in Favour on Votes polled	% of Votes in Against on Votes polled
Promoter and Promoter Group **	13 29 82 303	13 13 82 303	98.80	13 13 82 303	-	100.00	-
Public- Institutions Holders	6 76 89 744	4 05 18 327	59.86	1 60 31 462	2 44 86 865	39.57	60.43
Public - Others	4 49 60 753	1 92 334	0.43	1 82 873	9 461	95.08	4.92
Total:	24 56 32 800	17 20 92 964	70.06	14 75 96 638	2 44 96 326	85.77	14.23

Note ** Trustees have not exercised voting rights for 16,00,000 equity shares held under the ESOP Scheme

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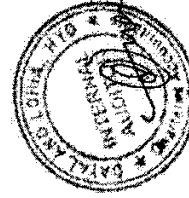
Resolution no - 3

Special Resolution under Section 13 of the Companies Act, 2013 for insertion of new object clause and alteration of Memorandum of Association of the Company.

Promoter/ Public	Shares Held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes - Against	% of Votes in Favour on Votes polled	% of Votes in Against on Votes polled
Promoter and Promoter Group **	13 29 82 303	13 13 82 303	98.80	13 13 82 303	-	100.00	-
Public- Institutions Holders	6 76 89 744	4 05 18 327	59.86	4 05 15 579	2 748	99.99	0.01
Public - Others	4 49 60 753	1 93 373	0.43	1 88 393	4 980	97.42	2.58
Total:	24 56 32 800	17 20 94 003	70.06	17 20 86 275	7 728	99.99	0.01

Note ** Trustees have not exercised voting rights for 16,00,000 equity shares held under the ESOP Scheme

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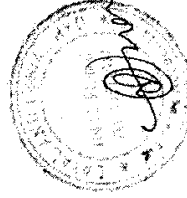
Resolution no - 4

Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for borrowing limits of the Company.

Promoter/ Public	Shares Held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes - Against	% of Votes in Favour on Votes polled	% of Votes in Against on Votes polled
Promoter and Promoter Group **	13 29 82 303	13 13 82 303	98.80	13 13 82 303	-	100.00	-
Public- Institutions Holders	6 76 89 744	4 05 18 327	59.86	1 69 38 077	2 35 80 250	41.80	58.20
Public - Others	4 49 80 753	1 93 324	0.43	1 84 767	8 557	95.57	4.43
Total:	24 56 32 800	17 20 93 954	70.06	14 85 05 147	2 35 88 807	86.29	13.71

Note ** Trustees have not exercised voting rights for 16,00,000 equity shares held under the ESOP Scheme

Verified and found to be correct.



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Resolution no - 5

Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of charge / mortgage on assets of the Company.

Promoter/ Public	Shares Held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in Favour on Votes polled	% of Votes in Against on Votes polled
Promoter and Promoter Group **	13 29 82 303	13 13 82 303	98.80	13 13 82 303	-	100.00	-
Public- Institutions Holders	6 76 89 744	4 05 18 327	59.86	1 69 38 077	2 35 80 250	41.80	58.20
Public - Others	4 49 60 753	1 92 484	0.43	1 79 070	13 414	93.03	6.97
Total:	24 56 32 800	17 20 93 114	70.06	14 84 99 450	2 35 93 664	86.29	13.71

Note ** Trustees have not exercised voting rights for 16,00,000 equity shares held under the ESOP Scheme

Verified and found to be correct.

