

RELIANCE

Infrastructure

NOTICE OF POSTAL BALLOT

Members are hereby informed that pursuant to Sections 108 and 110 and other applicable provisions of the Companies Act, 2013, as amended and the rules and regulations made there under, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the dispatch of Notice of postal ballot dated Thursday, March 16, 2017 along with the explanatory statement thereto ("Postal Ballot Notice") and postal ballot form to the members of the Company, in respect of the resolution for further issue of capital, has been completed on Saturday, March 25, 2017.

The Postal Ballot Notice along with the postal ballot form was dispatched (i) through e-mail to those members whose e-mail addresses were registered with the Company or Depository Participants with whom such members maintain demat accounts as on Friday, March 17, 2017 ('Cut-Off Date'); (ii) through physical mode along with a postage prepaid self-addressed business reply envelope to all the members at their registered address, for seeking their approval by way of a Special Resolution through postal ballot.

The aforesaid resolution is to be transacted by means of postal ballot including voting by electronic means (e-voting) in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Karvy Computershare Private Limited ("Karvy" or "Registrar") has been engaged by the Board of the Directors of the Company ("Board") for providing the e-voting platform.

Members whose names appear in the register of members of the Company or in the register of beneficial owners maintained by the depositories as on the Cut-Off Date, i.e., Friday, March 17, 2017 will be entitled to cast their votes by way of postal ballot or e-voting. Any person who was not a member of the Company as of the Cut-Off Date should accordingly treat the Postal Ballot Notice as for information purposes only.

Voting through postal ballot and e-voting will commence on Sunday, March 26, 2017 (10.00 A.M.) and will close on Monday, April 24, 2017 (5.00 P.M.). Postal ballot forms received after the 5.00 P.M. on Monday, April 24, 2017 will be considered invalid. E-voting will be disabled by Karvy at 5.00 P.M. on Monday, April 24, 2017.

Members seeking duplicate postal ballot forms may write to Sri Trevor Alvaries, Assistant General Manager, Karvy Computershare Private Limited, Company's Registrar & Transfer Agents, Karvy Selenium Tower B, Plot Number 31 & 32, Survey No 116/22, 115/24, 115/25 Financial District, Nanakramguda, Hyderabad 500 032; Telephone +91 0406 716; E-mail: rinfra@karvy.com.

Members having any query or grievances connected with the voting by postal ballot, including e-voting, may refer to the 'Frequently Asked Questions' section and the e-voting manual available at [https://evoting.karvy.com]. Members may also address grievances and queries to Sri Trevor Alvaries, Assistant General Manager, Karvy Computershare Private Limited, The Company's Registrar & Transfer Agent, Karvy Selenium Tower B, Plot Number 31 & 32, Survey No 116/22, 115/24, 115/25 Financial District, Nanakramguda, Hyderabad 500 032; Telephone +91 0406 716; E-mail: rinfra@karvy.com.

Shri Anil Lohia Partner or in his absence Shri Rinkit Kiran Uchat, Partner of M/s. Dayal & Lohia, Chartered Accountants have been appointed as the Scrutinizer for conducting the postal ballot voting process in a fair and transparent manner. The results of the postal ballot and e-voting will be declared on or before 5.00 P.M. on Tuesday, April 25, 2017 at the registered office of the Company. Such results, along with the report of the scrutinizers will be made available on the Company's website www.rinfra.com under the section 'Investor Relations' and will also be submitted to BSE Limited and the National Stock Exchange of India Limited. Karvy will also display the results of the postal ballot process on its e-voting website at www.evoting.karvy.com.

The Postal Ballot Notice and Postal Ballot Form will be available on the Company's website (www.rinfra.com) and Karvy's website (www.evoting.karvy.com).

Place : Mumbai
Date : March 26, 2017

For Reliance Infrastructure Limited

Ramesh Shenoy
Company Secretary
FCS No. 2479

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