

July 9, 2014

The Manager
DCS - CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

BSE Scrip Code: 500111

The Manager
Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051

NSE Scrip Symbol: RELCAPITAL

Dear Sir,

Sub: Declaration of result of Resolutions passed through Postal Ballot

We refer to our letter dated June 3, 2014 enclosing therewith the Postal Ballot Notice dated May 31, 2014, together with the Postal Ballot Form sent to the Members of the Company for seeking their consent to the businesses listed therein, by Postal Ballot (which includes electronic voting) pursuant to Section 110 of the Companies Act, 2013, read with the rules made thereunder.

Shri Anil Lohia, Chartered Accountant, appointed as Scrutinizer by the Board of Directors had submitted his report dated July 8, 2014 on postal ballot forms received from the Members, to the Chairman of the Company.

The Chairman has declared the result today i.e. July 9, 2014, based on the report submitted by the Scrutinizer, stating that the following special resolutions have been passed through Postal Ballot (including electronic voting).

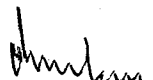
Resolution No.	Description
1	Private Placement of Non-Convertible Debentures and/or other Debt Securities
2	Issue of securities to the Qualified Institutional Buyers.
3	Insertion of new object clause and Alteration of the Memorandum of Association of the Company
4	Borrowing limits of the Company.
5	Creation of Charge / Mortgage on assets of the Company.

The results of the Postal Ballot as per format prescribed in Clause 35A of the Listing Agreement is attached as annexure to the letter.

Kindly inform your members accordingly.

Thanking you.

Yours faithfully,
For Reliance Capital Limited



V. R. Mohan

President & Company Secretary

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	4,49,60,753	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.



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

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 92 634	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

Verified and found to be correct.



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

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 16 327	59.86	4 05 15 579	2 748	99.99	0.01
Public - Others	4 49 60 753	1 93 373	0.46	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

Verified and found to be correct.



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

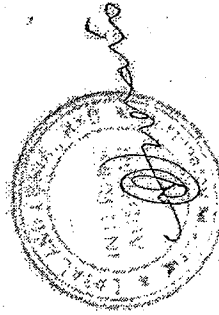
Resolution no :- 4

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 18 927	59.86	1 69 38 077	2 35 80 250	41.80	58.20
Public - Others	4 49 60 753	1 93 324	0.43	1 84 767	8 557	95.57	4.43
Total:	24 56 32 800	17 20 98 954	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.



Reliance Capital Limited

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

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 64 99 450	2 35 93 684	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.

