

October 1, 2015

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001
BSE Scrip Code: 500111

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai 400 051
NSE Scrip Symbol: RELCAPITAL

Dear Sirs,

Sub. : Voting results as per Clause 35A of the Listing Agreement.

We refer to our letter dated October 1, 2015 and wish to inform you that at the 29th Annual General Meeting ("AGM") of the Company held on September 30, 2015 at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai 400 020, the Members of the Company have duly approved, through e-voting and Voting through Ballot at meeting, all the businesses as specified in the notice convening the said meeting.

Shri Anil Lohia, Chartered Accountant, appointed as Scrutinizer by the Board of Directors had submitted his report dated October 1, 2015 on e-voting and Voting through Ballot at meeting, to the Chairman of the Company.

The details of the voting results are enclosed in the format prescribed under Clause 35A of the Listing Agreement.

We request you to kindly bring the aforesaid information to the notice of your members.

Thanking you.

Yours faithfully,
For **Reliance Capital Limited**

V. R. Mohan
President & Company Secretary

Enclosed: As above.

RELIANCE CAPITAL LIMITED - 29th AGM

Date of AGM - September 30, 2015

Total Number of shareholders on record date : September 23, 2015, cut off date for recognising the voting rights of the shareholders, total number of shareholders - 1030727

No. of Shareholders present in the meeting either in person or through Proxy: 287

Promoters and Promoter Group: 12

Public : 275

No. of Shareholders who attended the meeting through Video Conferencing

Promoters and Promoter Group: Not arranged

Public : Not arranged

Details of the Agenda : Resolution - 1 : To consider and adopt: a) the audited financial statement of the Company for the financial year ended March 31, 2015 and the report of the Board of Directors and Auditors thereon, and b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2015 and the report of the Auditors thereon.

Resolution required : (Ordinary / Special) : Ordinary

Mode of voting: (Show of hands / Poll / Postal Ballot /E-voting) : E-voting and Voting through Ballot at meeting

The details of the voting on the above resolution are as under:

Promoters / Public	No. of Shares Held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of Votes in Favour on Votes Polled	% of Votes in Against on Votes Polled
Promoter and Promoter Group	132982303	131382303	52.005	131382303	0	78.032	0.000
Public - Institutional Holders	69932609	36977242	14.637	36917348	59894	21.926	0.036
Public - Others	49717888	11050	0.004	10677	373	0.006	0.000
Total	252632800	168370595	66.646	168310328	60267	99.964	0.036

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Details of the Agenda : Resolution -2 : To declare dividend on equity shares..

Resolution required : (Ordinary / Special) : Ordinary

Mode of voting: (Show of hands / Poll / Postal Ballot /E-voting) : E-voting and Voting through Ballot at meeting

The details of the voting on the above resolution are as under:

Promoters / Public	No. of Shares Held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of Votes in Favour on Votes Polled	% of Votes in Against on Votes Polled
Promoter and Promoter Group	132982303	131382303	52.0052	131382303	0	77.6798	0.0000
Public - Institutional Holders	69932609	37739742	14.9386	37739742	0	22.3136	0.0000
Public - Others	49717888	11061	0.0044	10934	127	0.0065	0.0001
Total	252632800	169133106	66.9482	169132979	127	99.9999	0.0001

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Details of the Agenda : Resolution - 3 : : To appoint a Director in place of Shri Amitabh Jhunjhunwala (DIN: 00045174), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required : (Ordinary / Special) : Ordinary

Mode of voting: (Show of hands / Poll / Postal Ballot /E-voting) : E-voting and Voting through Ballot at meeting

The details of the voting on the above resolution are as under:

Promoters / Public	No. of Shares Held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of Votes in Favour on Votes Polled	% of Votes in Against on Votes Polled
Promoter and Promoter Group	132982303	131382303	52.005	131382303	0	77.680	0.000
Public - Institutional Holders	69932609	37739742	14.939	33860730	3879012	20.020	2.293
Public - Others	49717888	10922	0.004	10532	390	0.006	0.000
Total	252632800	169132967	66.948	165253565	3879402	97.706	2.294

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Details of the Agenda : Resolution - 4 : : To appoint Auditors and to fix their remuneration.

Resolution required : (Ordinary / Special) : Ordinary

Mode of voting: (Show of hands / Poll / Postal Ballot /E-voting) : E-voting and Voting through Ballot at meeting

The details of the voting on the above resolution are as under:

Promoters / Public	No. of Shares Held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of Votes in Favour on Votes Polled	% of Votes in Against on Votes Polled
Promoter and Promoter Group	132982303	131382303	52.0052	131382303	0	77.6798	0.0000
Public - Institutional Holders	69932609	37739742	14.9386	37739742	0	22.3136	0.0000
Public - Others	49717888	11065	0.0044	10670	395	0.0063	0.0002
Total	252632800	169133110	66.9482	169132715	395	99.9998	0.0002

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Details of the Agenda : Resolution - 5 : : To appoint Smt. Chhaya Virani (DIN: 06953556) as an Independent Director of the Company.

Resolution required : (Ordinary / Special) : Ordinary

Mode of voting: (Show of hands / Poll / Postal Ballot /E-voting) : E-voting and Voting through Ballot at meeting

The details of the voting on the above resolution are as under:

Promoters / Public	No. of Shares Held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of Votes in Favour on Votes Polled	% of Votes in Against on Votes Polled
Promoter and Promoter Group	132982303	131382303	52.0052	131382303	0	78.3304	0.0000
Public - Institutional Holders	69932609	36335742	14.3828	36335742	0	21.6635	0.0000
Public - Others	49717888	10857	0.0043	10262	595	0.0061	0.0004
Total	252632800	167728902	66.3924	167728307	595	99.9996	0.0004

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Details of the Agenda : Resolution - 6 : : To appoint Shri Soumen Ghosh (DIN: 01262099) as the Whole-time Director of the Company.

Resolution required : (Ordinary / Special) : Ordinary

Mode of voting: (Show of hands / Poll / Postal Ballot /E-voting) : E-voting and Voting through Ballot at meeting

The details of the voting on the above resolution are as under:

Promoters / Public	No. of Shares Held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of Votes in Favour on Votes Polled	% of Votes in Against on Votes Polled
Promoter and Promoter Group	132982303	131382303	52.005	131382303	0	77.680	0.000
Public - Institutional Holders	69932609	37739742	14.939	37739269	473	22.313	0.000
Public - Others	49717888	10922	0.004	10541	381	0.006	0.000
Total	252632800	169132967	66.948	169132113	854	99.999	0.001

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Details of the Agenda : Resolution - 7 : : To consider payment of Commission to Non-Executive Directors.

Resolution required : (Ordinary / Special) : Special

Mode of voting: (Show of hands / Poll / Postal Ballot /E-voting) : E-voting and Voting through Ballot at meeting

The details of the voting on the above resolution are as under:

Promoters / Public	No. of Shares Held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of Votes in Favour on Votes Polled	% of Votes in Against on Votes Polled
Promoter and Promoter Group	132982303	131382303	52.005	131382303	0	85.219	0.000
Public - Institutional Holders	69932609	22776436	9.016	9259464	13516972	6.006	8.768
Public - Others	49717888	10900	0.004	10219	681	0.007	0.000
Total	252632800	154169639	61.025	140651986	13517653	91.232	8.768

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Details of the Agenda : Resolution - 8 : : To approve Private Placement of Non-Convertible Debentures and/or other Debt Securities.

Resolution required : (Ordinary / Special) : Special

Mode of voting: (Show of hands / Poll / Postal Ballot /E-voting) : E-voting and Voting through Ballot at meeting

The details of the voting on the above resolution are as under:

Promoters / Public	No. of Shares Held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of Votes in Favour on Votes Polled	% of Votes in Against on Votes Polled
Promoter and Promoter Group	132982303	131382303	52.005	131382303	0	77.736	0.000
Public - Institutional Holders	69932609	37617807	14.890	22342424	15275383	13.220	9.038
Public - Others	49717888	10880	0.004	9344	1536	0.006	0.001
Total	252632800	169010990	66.900	153734071	15276919	90.961	9.039

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Details of the Agenda : Resolution - 9 : : To consider issue of securities to the Qualified Institutional Buyers.

Resolution required : (Ordinary / Special) : Special

Mode of voting: (Show of hands / Poll / Postal Ballot /E-voting) : E-voting and Voting through Ballot at meeting

The details of the voting on the above resolution are as under:

Promoters / Public	No. of Shares Held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of Votes in Favour on Votes Polled	% of Votes in Against on Votes Polled
Promoter and Promoter Group	132982303	131382303	52.005	131382303	0	77.715	0.000
Public - Institutional Holders	69932609	37662742	14.908	36336693	1326049	21.494	0.784
Public - Others	49717888	10965	0.004	9344	1621	0.006	0.001
Total	252632800	169056010	66.918	167728340	1327670	99.215	0.785