

September 11, 2017

The National Stock Exchange of India Ltd
Corporate Communications Department
"Exchange Plaza", 5th Floor,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400051

BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

Scrip Symbol: RELIGARE EQ

Scrip Code: 532915

**Subject: Declaration of Postal Ballot Result under Regulation 44 of SEBI (Listing
Obligation and Disclosure Requirement) Regulations, 2015**

Dear Sir(s),

This is with reference to our announcement filed with the stock exchanges short while ago on the captioned subject, you are requested to note that the resolution passed by the shareholders was the **ordinary resolution** which has been inadvertently mentioned as the special resolution. Therefore, kindly read the word special resolution as an **ordinary resolution**.

This is for your information and record.

Thanking You,

Yours faithfully,

For Religare Enterprises Limited

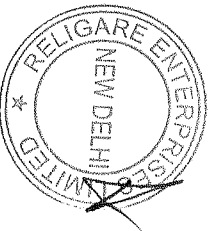

Reena Jayara
Authorized Signatory



DETAILS OF VOTING RESULTS
AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATIONS, 2015

Name of the Company	Religare Enterprises Limited							
Date of the Postal Ballot	Notice dated July 26, 2017 (Voting start date: August 11, 2017 (09:00 AM) and voting end date: September 9, 2017 till 05:00 PM)							
Total number of shareholders on record date	28033							
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable							
Promoters and Promoter Group:	Not Applicable							
Public:	Not Applicable							
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable							
Promoters and Promoter Group:	Not Applicable							
Public:	Not Applicable							
Resolution No. 1	Approval of Related Party Transaction in form of investment upto Rs. 500,00,00,000/- (Rupees Five Hundred Crores only) in Religare Capital Markets Limited, Subsidiary Company.							
Resolution required: (Ordinary/ Special)	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes. They have not voted on the Resolution.							
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Postal Ballot (if applicable)		84,163,059	0	0	0	0	0
	Total		84,163,059	0	0	0	0	0
Public Institutions	E-Voting		9,976,282	27.81	4,780	9,971,502	0.04791	99.9521
	Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Postal Ballot (if applicable)		35,873,240	0	0	0	0	0
	Total		35,873,240	9,976,282	27.81	4,780	9,971,502	0.04791
Public Non Institutions*	E-Voting		12,711,842	21.76	12,588,083	123,759	99.03	0.97
	Poll		Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Postal Ballot (if applicable)		58,418,949	65,833	0.113	65,833	0	100
	Total		58,418,949	12,777,675	21.87	12,653,916	123,759	99.03
Total		178,455,248	22,753,957	12.75	12,658,696	1,00,95,264	55.63	44.37

* The voting result has been prepared ignoring the 2,75,68,309 shares held by the Defendants (i.e. shares held by SGGD Projects Development Private Limited, Bestest Developers Private Limited and Ms. Shobnam Dhillon) and the votes cast thereon which are a subject matter of the suit being Comm. CS (L) No. 486 of 2017 filed by IDBI Trusteeship Services Ltd. before the Hon'ble Bombay High Court.



Report of Scrutinizer

To,
The Chairperson
Religare Enterprises Limited
(CIN: L74899DL1984PLC146935)
2nd Floor, Rajlok Building, 24,
Nehru Place, New Delhi - 110019

Dear Sir,

Subject: Postal ballot – Scrutinizer’s Report on result of Postal Ballot & E-Voting

Pursuant to the resolution passed by the Board of Directors of the Company on July 26, 2017, I, Nitesh Latwal, Partner, PI & Associates, Practising Company Secretaries was appointed as a Scrutinizer to receive, process and scrutinize the postal ballot process including voting through electronic means in a fair and transparent manner pursuant to Section 108 & 110 of the Companies Act, 2013 (“the Act”) read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 in respect of below-mentioned resolution to be passed by members of the Company through postal ballot and remote e- voting facility provided by Karvy Computershare Pvt. Ltd. (“KARVY”), Authorized Agency to provide E-voting facility.

Special Business	
<u>ITEM No. 1</u>	Approval of Related Party Transaction in form of investment upto Rs. 500, 00, 00,000/- (Rupees Five Hundred Crores only) in Religare Capital Markets Limited, Subsidiary Company.

I hereby submit my report as under:

1. The Company has on August 10, 2017 completed the dispatch/ sending of emails of Notice of Postal Ballot dated July 26, 2017, Postal Ballot Form along with postal prepaid business reply envelope to its members whose names appeared on the Register of Members/ List of Beneficiaries as on July 28, 2017 “cut - off date”.

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CORPORATE OFFICE

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LOCATIONS

Hyderabad | Trivandrum | Vadodara

2. The Company had published an advertisement regarding completion of dispatch of postal ballot notice and other related papers in English Daily "The Financial Express" and in Hindi Daily "Jansatta" on August 11, 2017.
3. The shareholders of the Company had the option to vote either through the postal ballot forms or through the e-voting facility. Shareholders who opted for e-voting facility, casted their votes on the designated website 'https://evoting.karvy.com via KARVY e-voting platform.
4. The physical Postal Ballots received by post/courier/by hand were kept under my safe custody in sealed form before commencing the scrutiny of such postal ballot forms and the voting through ballots was updated on voting platform of the KARVY. The e-voting was maintained by KARVY in electronic registry.
5. I monitored the process of electronic voting through the scrutinizer's secured link provided by KARVY on the designated website.
6. The e-voting was unblocked on Saturday, September 9, 2017 after 05:00 P.M.
7. All postal ballot forms received and e-votes cast up to 05.00 P.M. on Saturday, September 9, 2017 i.e. the last date and time fixed by the Company for receipt of the postal ballot forms were considered.
8. I have received only one postal ballot in physical form and after unblocking e-voting mechanism, have also generated e-voting report from KARVY which have been entered in a separate Register maintained for the purpose.
9. The postal ballot form and electronic votes were matched with the Register of Members of the Company as on "cut - off date" i.e. July 28, 2017 which was provided by the KARVY.
10. I did not find any defaced or mutilated ballot papers/forms.
11. The total issued & paid up Equity Share Capital of the Company as on Friday, July 28, 2017 was Rs. 1,784,552,480/- (one billion seven hundred eighty-four million five hundred fifty-two thousand four hundred eighty) divided into 178,455,248 (one hundred seventy-eight



million four hundred fifty-five thousand two hundred forty-eight) Equity Shares of Rs. 10/- (Rupees Ten only) each.

12. Please take note that a suit (Comm. CS (L) No. 486 of 2017) has been filed before Hon'ble High Court at Judicature at Bombay by IDBI Trusteeship Services Limited (Plaintiff) against SGGD Projects Development Private Limited, Bestest Developers Private Limited and Ms. Shabnam Dhillon (Collective referred to as Defendants No 1, 2 and 3) and other defendants, challenging the voting rights of Defendants No 1, 2 and 3 with respect to 2,75,68,309 equity shares of the Company held by them and pledged to IDBI Trusteeship Services Limited. In the said matter, as per the directions dated September 11, 2017 of Hon'ble High Court, Bombay, votes casted with respect to 2, 75, 68,309 equity shares held by the Defendant No 1, 2 and 3 have not been considered while preparing the results of the postal ballot.

A. VOTING BY POSTAL BALLOT

ITEM No. 1: Ordinary Resolution

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Postal-Ballot	e-Votes	Total	
Assent	65,833	12,592,863	12,658,696	55.63
Dissent	Nil	10,095,261	10,095,261	44.37
Total	65,833	22,688,124	22,753,957	100

The detailed break up of voting through e-voting and postal ballot forms in respect of the Resolution is enclosed with this report & marked as 'Annexure A'.

Therefore, the above-mentioned Ordinary Resolution has been passed with requisite majority.

13. I will hand over the postal ballot forms and other related papers/registers and records to the Company after signing of minutes by the Chairperson of the Company.



14. You may accordingly declare the result of the voting by Postal Ballot and E-Voting.

For PI and Associates
Company Secretaries



Nitish Latwal
Nitish Latwal
Partner

ACS No: A32109, C.P. – 16276

Countersigned by

Malvinder Mohan Singh

Malvinder Mohan Singh
Chairperson

Date: September 11, 2017

Place: New Delhi

Annexure A

Assent / Dissent	Number of ballot received	Number of votes cast by them	% of total number of valid votes cast	Remarks	
(i) Voted in favor of the Resolution					
Physical Ballot	1	65,833	0.289	Resolution is passed with requisite majority	
E – Voting	48	12,592,863	55.494		
Total (A)	49	12,658,696	55.63		
(ii) Voted against the Resolution					
Physical Voting	Nil	Nil	0		
E – Voting	6	10,095,261	44.37		
Total (B)	6	10,095,261	44.37		
Grand Total (A) + (B)	55	22,753,957	100		
(iii) Invalid vote	Nil	Nil	Nil		
(iv) Abstain Voting	1	6	0		



Witness