

**ReLIANCE**

Communications

# Annual Report 2013-14



## **Dhirubhai H. Ambani**

(28<sup>th</sup> December, 1932 – 6<sup>th</sup> July, 2002)

Reliance Group – Founder and Visionary

# Profile

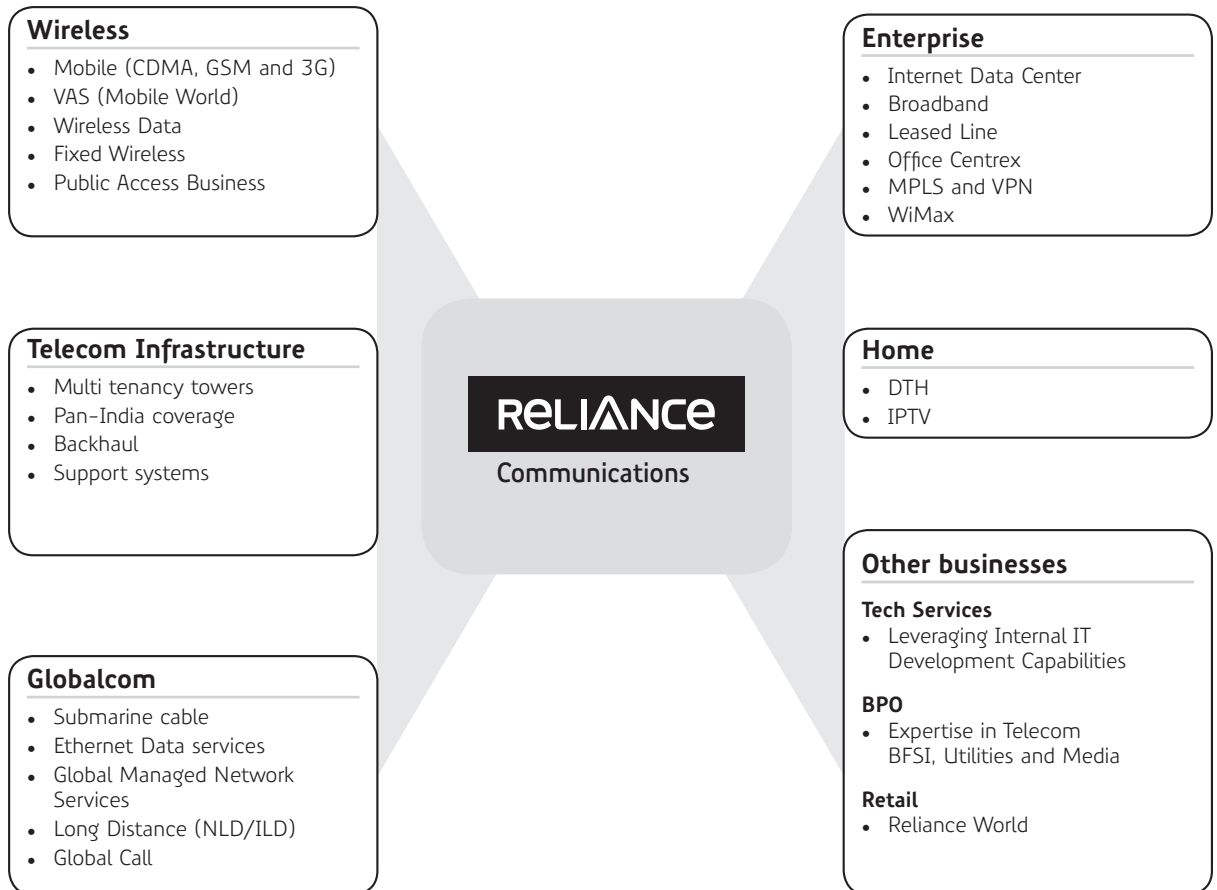
Reliance Communications Limited is the flagship Company of Reliance Group, one of the leading business houses in India.

Reliance Communications is India's foremost and truly integrated telecommunications service provider. The Company has a customer base of about 118 million including over 2.6 million individual overseas retail customers. Reliance Communications corporate clientele includes over 39,000 Indian and multinational corporations including small and medium enterprises and over 290 global, regional and domestic carriers.

Reliance Communications has established a pan-India, next generation, integrated (wireless and wireline), convergent (voice, data and video) digital network that is capable of supporting best-of-class services spanning the entire communications value chain, covering over 21,000 cities and towns and over 400,000 villages. Reliance Communications owns and operates the world's largest next generation IP enabled connectivity infrastructure, comprising over 280,000 kilometers of fibre optic cable systems in India, USA, Europe, Middle East and the Asia Pacific region.

## Mission: Excellence in Communication Arena

- To attain global best practices and become a world-class communication service provider – guided by its purpose to move towards greater degree of sophistication and maturity.
- To work with vigour, dedication and innovation to achieve excellence in service, quality, reliability, safety and customer care as the ultimate goal.
- To earn the trust and confidence of all stakeholders, exceeding their expectations and make the Company a respected household name.
- To consistently achieve high growth with the highest levels of productivity.
- To be a technology driven, efficient and financially sound organisation.
- To contribute towards community development and nation building.
- To be a responsible corporate citizen nurturing human values and concern for society, the environment and above all, the people.
- To promote a work culture that fosters individual growth, team spirit and creativity to overcome challenges and attain goals.
- To encourage ideas, talent and value systems.
- To uphold the guiding principles of trust, integrity and transparency in all aspects of interactions and dealings.



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Company Secretary and Manager		
Shri Prakash Shenoy		
Auditors		
M/s. Chaturvedi & Shah		
M/s. B S R & Co. LLP		
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Karvy Computershare Private Limited		
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Plot No. 13 & 13C, Madhapur Village		
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Post your request : http://kcpl.karvy.com/adag		

**10<sup>th</sup> Annual General Meeting on Tuesday, September 30, 2014 at 12.00 noon or soon after conclusion of the Annual General Meeting of Reliance Capital Limited convened on the same day, whichever is later, at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai 400 020**

## Letter to Shareowners



My dear fellow Shareowners,

The Indian telecom industry has entered into a new growth phase with positive developments on the policy framework, reduced competitive intensity and large data opportunity. During financial year 2013-14, the Government has taken progressive steps and provided clarity on most of the regulatory issues. The Government of India has also conducted successful spectrum auctions and released guidelines on mergers and acquisition and spectrum trading.

The positive steps by the government are however constrained due to certain limitations of economic factors. The industry continues to face inflationary cost pressure in terms of spectrum, power and fuel and manpower costs impacting financial performance. These factors have led to virtual consolidation in the industry, where top five operators hold nearly 85 per cent revenue market share. For the long term sustainability of the Indian telecom sector, the industry is focused on growing profitable and paid minutes. Hence, the industry is expected to increase the realisation per minute by increasing headline tariffs and by removing free and discounted minutes. RCOM has taken the lead in these initiatives.

Currently, the Industry has around 905 million wireless subscribers with approximately 75 per cent being unique users. With overall penetration of over 73 per cent and rural India penetration at 43 per cent, the voice market still provides an opportunity to add nearly 200 million new subscribers. Additionally, data market is going to be the next frontier of growth for the industry. India currently has approximately 233 million wireless data users and only 46 million wireless broadband users. The wireless data penetration is less than 26 percent while the wireless broadband penetration is merely 5 per cent of wireless subscribers. This clearly reflects that data has the potential to grow exponentially in the coming years.

These are very encouraging signs for the whole industry and in particular for RCOM. This is a great opportunity for RCOM as we are best positioned to leverage our "Built for Internet" network. Our unmatched Pan India access network deployed across technology platforms along with world's largest IP enabled backhaul network gives us a unique competitive advantage. RCOM has historically invested in creating robust backhaul network, fiberising most of urban centres and major cities, which are capable of high speed broadband services including providing 4G services.

### Performance review

The key financial highlights for the year under review on a consolidated basis are:

- (1) Total revenue of ₹ 22,321 crore (US\$ 3,725 Million)
- (2) Net profit after tax ₹ 1,137 crore (US\$ 190 Million)
- (3) Total operating expenditure ₹ 19,130 crore (US\$ 3,193 Million)
- (4) Total assets of ₹ 90,352 crore (US\$ 15,080 Million)

- (5) Stakeholders equity was ₹ 32,409 crore (US\$ 5,409 Million), while net debt (excluding cash and cash equivalents) was ₹ 40,869 crore (US\$ 6,821 Million), giving a net debt to equity ratio of 1.26 times.

### Fund raised

During the current financial year 2014-15, the Company has received overwhelming response in the Qualified Institutional Placement (QIP) Programme. Being the largest ever private sector QIP in the history of corporate India, the Company has raised ₹ 4,808 crore in the maiden QIP issue. It shows the confidence of the Investors, which will strengthen the financial position of our Company. The Promoters have subscribed to the securities of the Company for ₹ 1,300 crore under preferential issue.

### Segments

RCOM is a fully integrated and converged telecommunications service provider and operates across the full spectrum of wireless, wireline, voice, data, video, internet and IT infrastructure services. It has an extensive international presence through the provision of long distance voice, data and internet services, and submarine cable network infrastructure. The Company has a customer base of around 119.4 million as on March 31, 2014. Our corporate customers includes over 39,000 Indian and multinational corporations, including small and medium enterprises and 290 global, regional and domestic carriers. We have over 650 enterprise customers globally in developed markets of the US, UK, France, Germany, Benelux, Singapore and Australia.

During the financial year 2013-14, the business of the Company has been re-organised into two strategic customer-facing geographical business units: India and Global Operations. This simplified segment reporting will lead to enhanced transparency and disclosures of the financial performance of the Company. This is in-line with the Company's endeavour for a more transparent and robust reporting structure which will benefit all the stakeholders.

### 1) India Operations

India operations primarily focus on wireless services, enterprise services and B2B infrastructure services. In India, RCOM provides nationwide wireless telecom services to the consumer segment. RCOM also provides wireline voice and data, long distance services and broadband access to enterprise customers. In addition, it owns and operates Internet Data Centers (IDCs) and provides Direct To Home (DTH) services as well.

RCOM holds a balanced portfolio of spectrum across various frequency bands. RCOM is the only player in the country offering both GSM and CDMA services on a nationwide basis.

## Letter to Shareowners

The Company also provides 3G services in 13 circles including metros of Delhi, Mumbai and Kolkata. We are among the top telecom service providers of wireless communication services in the country. We have a wireless subscriber base of around 111 million as of March 31, 2014 representing a market share of 12.3 per cent. We currently serve 37.4 million data customers, out of which 12.9 million are 3G customers.

RCOM has always been at the forefront in innovation of new products and services for an enriched customer experience. In order to increase the data penetration, RCOM started a true internet revolution by offering 3G speeds @ 2G rates. In addition, we launched "Zero Plan" as a category, with tie-ups with some marquee smart-phone brands. RCOM has also entered into 2G and 3G Intra-Circle Roaming arrangements with various operators. This will help the Company to expand the network coverage and provide customers seamless connectivity advantage.

RCOM also caters to the enterprise business customers with various wireless and wireline technology solutions. RCOM provides long distance business services including wholesale voice, bandwidth and infrastructure services. We are one of the largest Internet Data Centre (IDC) provider in India with a total capacity of 11,00,000 sq ft including IDC 5, the fifth data center in Navi Mumbai, that is currently under final stage of completion.

As part of our B2B infrastructure business initiatives, RCOM has entered into a strategic partnership and comprehensive framework of business co-operation with Reliance Jio Infocomm. The partnership will provide for optimal utilization of the existing and future infrastructure of both companies on reciprocal basis, including inter-city fiber, intra-city fiber, towers and related assets. Reliance Jio will utilize RCOM's nationwide fiber network and tower infrastructure for accelerated roll-out of its 4G services across the country. Under this framework, we have now signed three agreements with Reliance Jio; an inter-city optic fiber sharing agreement, a nationwide telecom towers infrastructure sharing agreement and very recently, RCOM extended this framework by signing a Master Services Agreement with Reliance Jio for sharing of RCOM's extensive intra-city optic fiber infrastructure.

RCOM is free cash flow (FCF) positive and will see further improvement in FCF in the future. The company's capex intensity is low as RCOM has pre-invested in telecom network infrastructure. Unlike most of the GSM incumbents, the Company has low payout on regulatory front as the spectrum renewal for most of the circles is approximately 7 years away. Thus, all incremental revenue growth is likely to be value accretive to RCOM.

## 2) Global Operations

During the financial year 2013-14, Reliance Globalcom unveiled the Company's new brand and announced that it will begin operating as "Global Cloud Xchange". The launch of its new corporate identity aligns with the Company's strategic plan to deliver the world's first true cloud ecosystem globally. Today, we are living in an era where mobile applications, social media, key technology drivers and applications will exponentially boost volume of digital information being shared every second. Our new cloud ecosystem means delivering an interwoven portfolio of infrastructure and data center solutions with sophisticated cloud orchestration capabilities.

The Global Business Unit offers the most comprehensive portfolio of Enterprise, IT infrastructure and International long distance voice, video and data network services on an integrated and highly scalable platform across the globe. Our business segments comprise Carrier, Enterprise and Consumer

business units. We provide carrier's carrier voice, carrier's carrier bandwidth, enterprise data and consumer voice services.

Our International Data business is supported by our ownership of one of the largest private submarine cable system in the world spanning 68,400 RKms., with 46 landing stations in 27 countries. The network seamlessly interconnects with our 190,000 route Kilometres fibre optic cables within India. As part of wholesale offering, we offer international (submarine cable) network infrastructure on both an Indefeasible Right of Use ("IRU") and leased circuit basis, internet bandwidth, IPLC to carriers, ISPs, content providers and enterprises globally.

We are among the leading Managed Ethernet services provider in the U.S. and have a strong position in the global enterprise data market. We also own 22,000 kms of metro fibre network in the U.S. in 14 metros allowing us to offer our customers seamless end-to-end connectivity to these key business markets.

## Corporate Governance

RCOM has always maintained the highest governance standards and practices by adopting, as is the norm for all constituent companies of the Group, the "Reliance Group – Corporate Governance Policies and Code of Conduct". These Policies and Code prescribe a set of systems, processes and principles, which conform to the highest international standards and are reviewed periodically to ensure their continuing relevance, effectiveness and responsiveness to the needs of investors, both local and global, and all other stakeholders.

## Social Commitments

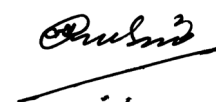
"Relationship and Trust; this is the foundation of our growth". This belief of our Founder for the Reliance Group is the beacon guiding our Business and Social Policy at RCOM. The legacy of building long standing and equitable ties with all our stakeholders has been strengthened by each passing year with the Company promoting and practicing its socio-economic, health and environmental initiatives so as to foster inclusive growth.

Over the years our focus has been to work on key thematic areas as perceived by the stakeholders, which includes Education, Employability, Economic Empowerment, Environment and initiating Technology driven endeavours enabling us to make a greater impact on the quality of life of our stakeholder groups including the communities.

## Our Commitment

Despite Indian economy facing varied challenges in sustaining growth, we remain optimistic on growth prospects. We believe India's economic slowdown will soon reverse direction and improve sentiments. The Company's fundamentals remain strong and the opportunities at hand point to a strong growth path, supporting the positive outlook.

We continue to strive for innovation in order to offer unique value proposition to our customers in terms of product and service portfolio, network experience and customer service. Our founder, the legendary Shri Dhirubhai Ambani, gave us a simple mantra: to aspire to the highest global standards of quality, efficiency, operational performance and customer care. We remain committed to upholding that vision and creating ever greater value for all our stakeholders.



**Anil Dhirubhai Ambani**  
Chairman

# Reliance Communications Limited

## Notice

Notice is hereby given that the 10<sup>th</sup> Annual General Meeting of the Members of **Reliance Communications Limited** will be held on Tuesday, September 30, 2014 at 12.00 noon or soon after conclusion of the Annual General Meeting of Reliance Capital Limited convened on the same day, whichever is later, at Birla Matushri Sabhagar, 19, New Marine Lines, Mumbai 400 020, to transact the following business:

### Ordinary Business:

1. To consider and adopt:
  - a) the audited financial statement of the Company for the financial year ended March 31, 2014 and the reports of the Board of Directors and Auditors thereon.
  - b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2014 and the reports of the Auditors thereon.
2. To appoint a Director in place of Shri Anil D. Ambani (DIN 00004878), who retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration and in this regard, to consider and, if thought fit, to pass with or without modification(s), the following resolution as an

### Ordinary Resolution:

"RESOLVED THAT M/s. Chaturvedi & Shah, Chartered Accountants (Firm Registration No. 101720W) and M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), be and are hereby appointed as the Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, on such remuneration as shall be fixed by the Board of Directors."

### Special Business:

#### 4. Issue of securities to the Qualified Institutional Buyers

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"a) RESOLVED THAT pursuant to Section 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act") and provisions of the Memorandum and Articles of Association of the Company, the Listing Agreements entered into with the Stock Exchanges and subject to the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("SEBI ICDR Regulations"), the provisions of the Foreign Exchange Management Act, 1999 and the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, applicable rules, regulations, guidelines or laws and / or any approval, consent, permission or sanction of the Central Government, Reserve Bank of India and any other appropriate authorities, institutions or bodies (hereinafter collectively referred to as the "appropriate

authorities"), and subject to such conditions as may be prescribed by any one of them while granting any such approval, consent, permission and / or sanction (hereinafter referred to as the "requisite approvals"), which may be agreed to by the Board of Directors of the Company (hereinafter called the "Board" which term shall include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the power conferred by this resolution), the Board be and is hereby authorised to create, issue, offer and allot equity shares / fully convertible debentures / partly convertible debentures / non convertible debentures with warrants / any other securities (other than warrants), which are convertible into or exchangeable with equity shares on such date as may be determined by the Board but not later than 60 months from the date of allotment (collectively referred to as "QIP Securities"), to the Qualified Institutional Buyers (QIBs) as predefined in the SEBI ICDR Regulations, whether or not such QIBs are Members of the Company, on the basis of placement document(s), at such time or times in one or more tranche or tranches, at par or at such price or prices, and on such terms and conditions and in such manner as the Board may, at its absolute discretion determine, in consultation with the Lead Managers, Advisors or other intermediaries, provided however that the aggregate amount raised by issue of QIP Securities as above shall not result in increase of the issued and subscribed equity share capital of the Company by more than 25 per cent of the then issued and subscribed equity share capital of the Company.

- b) RESOLVED FURTHER THAT the Relevant Date for the determination of applicable price for the issue of the QIP Securities shall be the date on which the Board of the Company decide to open the proposed issue, or the date on which the holders of the securities which are convertible into or exchangeable with equity shares at a later date becomes entitled to apply for the said shares, as the case may be ("Relevant Date").
- c) RESOLVED FURTHER THAT the Board be and is hereby authorised to issue and allot such number of equity shares as may be required to be issued and allotted upon conversion of any Securities referred to in paragraph (a) above or as may be necessary in accordance with the terms of the offering, all such shares shall rank pari passu with the then existing shares of the Company in all respects, as may be provided under the terms of the issue and in the offering document.
- d) RESOLVED FURTHER THAT such of these QIP Securities to be issued as are not subscribed may be disposed of by the Board to such person or persons and in such manner and on such terms as the Board may in its absolute discretion thinks fit in accordance with the provisions of law.
- e) RESOLVED FURTHER THAT the issue to the holders of the Securities with equity shares underlying such securities shall be, inter alia, subject to suitable adjustment in the number of shares, the price and the time period, etc., in the event of any change in the



Notice

equity capital structure of the Company consequent upon any merger, demerger, amalgamation, takeover or any other re-organisation or restructuring in the Company.

- f) RESOLVED FURTHER THAT the Board may at its absolute discretion issue Equity Shares at a discount of not more than five per cent or such other discount as may be permitted under the applicable regulations to the QIP Floor Price as determined in accordance with the SEBI ICDR Regulations.
- g) RESOLVED FURTHER THAT the QIP Securities shall be issued and allotted within twelve months from the date of this resolution or such other time as may be allowed under the SEBI ICDR Regulations.
- h) RESOLVED FURTHER THAT for the purpose of giving effect to any issue or allotment of QIP Securities or instruments representing the same, as described in paragraph (a) above, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may at its absolute discretion, deem necessary or desirable for such purpose, including without limitation the entering into of underwriting, marketing and institution / trustees / agents and similar agreements and to remunerate the managers, underwriters and all other agencies / intermediaries by way of commission, brokerage, fees and the like as may be involved or connected in such offerings of Securities, with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in regard to any such issue or allotment as it may in its absolute discretion deem fit.
- i) RESOLVED FURTHER THAT for the purpose aforesaid, the Board be and is hereby authorised to settle all questions, difficulties or doubts that may arise in regard to the issue, offer and allotment of QIP Securities and utilisation of the issue proceeds including but without limitation to the creation of such mortgage /

hypothecation / charge on the Company's assets under Section 180(1)(a) of the said Act in respect of the aforesaid QIP Securities either on pari passu basis or otherwise or in the borrowing of loans as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

- j) RESOLVED FURTHER THAT the Board shall have the authority and power to accept any modifications in the proposal as may be required or imposed by the Government of India / Reserve Bank of India / Securities and Exchange Board of India / Stock Exchanges where the shares of the Company are listed or such other appropriate authorities at the time of according / granting their approvals, consents, permissions and sanctions to issue, allotment and listing thereof and as may be agreed to by the Board.
- k) RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any other Officer(s) / Authorised Representative(s) of the Company to give effect to this resolution."

By Order of the Board of Directors

**Prakash Shenoy**  
Company Secretary

Registered Office:  
H Block, 1<sup>st</sup> Floor  
Dhirubhai Ambani Knowledge City  
Navi Mumbai 400 710  
CIN:L45309MH2004PLC147531  
Website: www.rcom.co.in

August 14, 2014

Notes :

1. Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the special business to be transacted at the Annual General Meeting (the "Meeting") is annexed hereto.
2. **A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll, instead of herself / himself and the proxy need not be a member of the Company. The instrument appointing the Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before commencement of the Meeting. A Proxy form is sent herewith.**
3. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. However, a member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other shareholder.
4. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of their board resolution authorising their representatives to attend and vote on their behalf at the Meeting.
5. Members / Proxies are requested to bring their duly filled attendance slip sent herewith along with their copy of the annual report to the Meeting.
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Members who hold shares in electronic form are requested to write their DP ID and Client ID numbers and those who hold shares in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting to facilitate identification of membership at the Meeting.

## Notice

8. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays between 11:00 a.m. and 1:00 p.m. up to the date of the Meeting. The certificate from the Auditors of the Company confirming the compliance of the SEBI (Employees Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines, 1999 with respect to the Company's ESOS Plans will be available for inspection at the Meeting.
  9. The Company's Register of Members and Transfer Books will remain closed from Saturday, September 20, 2014 to Tuesday, September 30, 2014 (both days inclusive) for the purpose of Annual General Meeting.
  10. Members are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. The Company or its Registrar and Transfer Agent cannot change bank particulars or bank mandates for shares held in electronic form.
  11. Members holding shares in physical form are requested to advise any change of address or bank mandates immediately to the Company / Registrar and Transfer Agent, Karvy Computershare Private Limited.
  12. Pursuant to the provisions of Section 205A(5) and 205C of the Companies Act, 1956, the Company will be transferring the unpaid or unclaimed dividends for the financial year 2006-07, to the Investor Education and Protection Fund (IEPF) established by the Central Government within stipulated period of time. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on August 27, 2013 (date of last Annual General Meeting) on the website of the Company ([www.rcom.co.in](http://www.rcom.co.in)), as also on the Ministry of Corporate Affairs' website.
  13. Non-Resident Indian members are requested to inform Karvy Computershare Private Limited immediately on:
    - a. the change in the residential status on return to India for permanent settlement; and
    - b. the particulars of the bank account(s) maintained in India with complete name, branch, account type, account number and address of the bank, if not furnished earlier.
  14. Re-appointment of Director:

At the ensuing Meeting, Shri Anil D. Ambani, Chairman of the Company retires by rotation under the provision of the Companies Act, 2013 and being eligible, offer himself for re-appointment. The details pertaining to Shri Anil D. Ambani pursuant to the requirements of Clause 49 of the listing agreement are furnished in the statements on Corporate Governance forming part of this Annual Report.
  15. Members are advised to refer the section titled "Investor Information" provided in this Annual Report.
  16. Members are requested to fill in and send the Feedback Form provided in the 'Investor Relations' section on the Company's website [www.rcom.co.in](http://www.rcom.co.in) to aid the Company in its constant endeavour to enhance the standards of service to investors.
- The Statement containing the salient features of the balance sheet, the statement of profit and loss and auditors' report (Abridged Financial Statements), is sent to the members, along with the Abridged Consolidated Financial Statements. Any member interested in obtaining a copy of the full Annual Report, may write to the Registrar and Transfer Agent of the Company.
17. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrar and Transfer Agent.
  18. Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail this facility may send their nomination in the prescribed Form SH 13 duly filled in to Karvy Computershare Private Limited, Madhura Estate, Municipal No. 1-9/13/C Plot No. 13 & 13C, Madhapur Village, Hyderabad 500 081, or call on Tel: +91 40 4030 8000; Toll Free No. 1800 4250 999 / E-mail: [rcom@karvy.com](mailto:rcom@karvy.com). The prescribed form in this regard may also be obtained from Karvy Computershare Private Limited at the address mentioned above. Members holding shares in electronic form are requested to contact their DP directly for recording their nomination.
  19. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Registrar and Transfer Agent for consolidation into a single folio.
  20. Members who have not registered their E-mail addresses so far are requested to register their E-mail address so that they can receive the Annual Report and other communications from the Company electronically.
  21. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rules made thereunder and Clause 35B of the Listing Agreement, the Company is offering e-voting facility to all Members of the Company through Notice dated August 14, 2014. Karvy Computershare Private Limited ("Karvy"), our Registrar and Transfer Agent will be facilitating e-voting to enable the Members to cast their votes electronically. The Members can cast their vote online from 10.00 a.m. on September 24, 2014 to 6.00 p.m. on September 26, 2014. The Members shall refer to the detailed procedure on e-voting given in the e-voting instruction slip. The Board of Directors have appointed Shri Anil Lohia, Partner, M/s. Dayal & Lohia, Chartered Accountants as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman appointed by the Board after completion of the scrutiny and the results of e-voting will be announced on or after the meeting of the Company. The resolutions shall be taken as passed effectively on the date of declaration of the result. The result of the e-voting will be posted on the website of the Company at [www.rcom.co.in](http://www.rcom.co.in).