

June 26, 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

Dear Sir(s),

We would like to inform you that approval of the shareholders of the Company was sought for following resolutions through Postal Ballot Notice dated May 11, 2017:

1. Sale of entire investment of the Company in Religare Health Insurance Company Limited, a subsidiary company
2. Withdrawal of earlier special resolution passed for shifting of Registered Office of the Company from "National Capital Territory (NCT) of Delhi" to the "State of Maharashtra"

Post receipt of the Scrutinizer Report, results of the Postal Ballot Notice dated May 11, 2017 has been declared today at 4:00 P.M. at the Registered office of the Company i.e. 2nd Floor, Rajlok Building, 24, Nehru Place, New Delhi - 110019. All the aforesaid resolutions were passed with requisite majority.

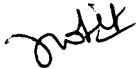
Further, details of voting results in the prescribed format, pursuant to Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 along with Scrutinizer Report are attached herewith.

This is for your information and record.

Thanking You,

Yours faithfully,

For **Religare Enterprises Limited**



**Mohit Maheshwari
Company Secretary**

Religare Enterprises Limited

CIN: L74899DL1984PLC146935

Regd. Office : 2nd Floor, Rajlok Building, 24, Nehru Place, New Delhi-110019

Corporate Office : GYS Global, A - 3,4,5, Sector 125, Noida, Uttar Pradesh - 201301

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

Name of the Company		Religare Enterprises Limited									
Date of the Postal Ballot		Notice dated May 11, 2017 (Voting start date: May 25, 2017 and voting end date: June 23, 2017 till 05:00 PM)									
Total number of shareholders on record date		24563									
No. of shareholders present in the meeting either in person or through proxy:											
Promoters and Promoter Group:		Not Applicable									
Public:		Not Applicable									
No. of Shareholders attended the meeting through Video Conferencing											
Promoters and Promoter Group:		Not Applicable									
Public:		Not Applicable									
Resolution No. 1		Sale of entire investment of the Company in Religare Health Insurance Company Limited, a subsidiary company									
Resolution required: (Ordinary/ Special)		Special Resolution									
Whether promoter/ promoter group are interested in the agenda/resolution?		No									
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		90,822,551	99.9999	90,822,551	0	100.0000	0.0000			
	Poll	90,822,601	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000			
	Total	90822601	90,822,551	99.9999	90,822,551	0	100.0000	0.0000			
Public Institutions	E-Voting		4,250	0.0121	4,250	0	100.0000	0.0000			
	Poll	35,163,780	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000			
	Total	35163780	4,250	0.0121	4,250	0	100.0000	0.0000			
Public Non Institutions	E-Voting		31,245,205	59.6874	31,245,205	0	100.0000	0.0000			
	Poll	52,348,117	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)		60	0.0001	60	0	100.0000	0.0000			
	Total	52348117	31,245,265	59.6875	31,245,265	0	100.0000	0.0000			
Total		178,334,498	122,072,066	68.4512	122,072,066	0	100.0000	0.0000			



Resolution No. 2										
Withdrawal of earlier special resolution passed for shifting of Registered Office of the Company from "National Capital Territory (NCT) of Delhi" to the "State of Maharashtra"										
Special Resolution										
Resolution required: (Ordinary/ Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
No										
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		90,822,551	99.9999	90,822,551	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)	90,822,601	0	0.0000	0	0	0.0000	0.0000		
	Total	90822601	90,822,551	99.9999	90,822,551	0	100.0000	0.0000		
Public Institutions	E-Voting		4,250	0.0121	4,250	0	100.0000	0.0000		
	Poll	35,163,780	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total	35163780	4,250	0.0121	4,250	0	100.0000	0.0000		
Public Non Institutions	E-Voting		31,245,205	59.6874	31,245,205	0	99.9998	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)	52,348,117	60	0.0000	60	0	0.0000	0.0000		
	Total	52348117	31,245,265	59.6875	31,245,265	0	100.0000	0.0000		
Total		178,334,498	122,072,066	68.4512	122,072,066	0	100.0000	0.0000		



Report of Scrutinizer

To,

The Chairman

Religare Enterprises Limited

(CIN: L74899DL1984PLC146935)

2nd Floor, Rajlok Building, 24, Nehru

Place New Delhi New Delhi DL 110019

Dear Sir,

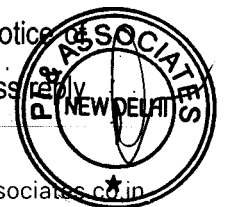
Subject: Postal ballot – Scrutinizer’s Report on result of Postal Ballot & E-Voting

Pursuant to the resolution passed by the Board of Directors of the Company on 10th May, 2017, I, Nitesh Latwal, Partner, PI & Associates, Practising Company Secretaries was appointed as Scrutinizer to receive, process and scrutinize the postal ballot process in a fair and transparent manner pursuant to Section 110 & 108 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 resolutions to be passed by members of the Company through postal ballot and remote e-voting facility provided by Karvy Computershare Pvt. Ltd. (“KARVY”):

Special Business	
ITEM No. 1	Sale of entire investment of the Company in Religare Health Insurance Company Limited, a subsidiary company
ITEM No. 2	Withdrawal of earlier special resolution passed for shifting of Registered Office of the Company from “National Capital Territory (NCT) of Delhi” to the “State of Maharashtra”

I hereby submit my report as under:

1. The Company has on 24 May, 2017 completed the dispatch/ sending of emails of Notice of Postal Ballot dated 11 May, 2017, Postal Ballot Form along with postal prepaid business



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LOCATIONS

Bengaluru | Bhubaneswar | Hyderabad | Indore | Kolkata | Pune | Trivandrum | Lucknow | Ludhiana | Vadodara

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envelope to its members whose names appeared on the Register of Members/ List of Beneficiaries as on 12 May, 2017 "cutoff date".

2. The Company has made 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 May 25, 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 opted for e-voting facility, cast 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 Friday, June 23, 2017 after 5.00 P.M.
7. The particulars of all postal ballot forms received from the Members in physical form(s) as well as e-voting report generated from KARVY have been entered in a separate Register maintained for the purpose.
8. All postal ballot forms received and e-votes cast up to 5.00 P.M. on Friday, June 23, 2017 i.e. the last date and time fixed by the Company for receipt of the postal ballot forms were considered.
9. The postal ballot forms and electronic votes were matched with the Register of Members of the Company as on Friday, May 12, 2017.
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, May 12, 2017 was Rs. 1783,344,980/- (One Seventy Eight Crores Thirty Three Lakhs Forty Four Thousand Nine Hundred Eighty only) divided into 178,334,498 (Seventeen Crores Eighty Three Lakhs Thirty Four Thousand Four Hundred Ninety Eight) Equity Shares of Rs. 10/- (Rupees Ten only) each.

A. VOTING BY POSTAL BALLOT

ITEM No. 1: Special Resolution

Particulars	Special Resolution				Percentage
	Number of Valid Votes			Total	
	Postal-Ballot	e-Votes	Total		
Assent	60	122,072,006	122,072,066	100	
Dissent	Nil	Nil	Nil	0	
Total	60	122,072,006	122,072,066	100	

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

ITEM No. 2: Special Resolution

Particulars	Special Resolution				Percentage
	Number of Valid Votes			Total	
	Postal-Ballot	e-Votes	Total		
Assent	60	122,072,006	122,072,066	100	
Dissent	Nil	Nil	Nil	0	
Total	60	122,072,006	122,072,066	100	

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

Therefore, the above-mentioned Special Resolution(s) have been passed with requisite majority.



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

13. You may accordingly declare the result of the voting by Postal Ballot.

For PI and Associates

Countersigned by

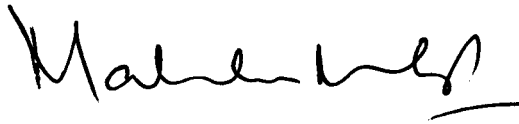


Nitesh Latwal

Partner

Company Secretaries

ACS No: A32109, C.P. – 16276



Malvinder Mohan Singh

Chairman

Place: New Delhi

Date: June 24, 2017

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	15	60	0.00	Passed with requisite Majority	
E – Voting	35	122,072,006	100		
Total (A)	50	122,072,066	100		
(ii) Voted against the Resolution					
Physical Voting	Nil	Nil	Nil		
E – Voting	Nil	Nil	Nil		
Total (B)	Nil	Nil	Nil		
Grand Total (A) + (B)	50	122,072,066	100		
(iii) Invalid vote	1	7	0.00		
(iv) Abstain Voting	Nil	Nil	Nil		



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Annexure B

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				Passed with requisite Majority
Physical Ballot	15	60	0.00	
E – Voting	35	122,072,006	100	
Total (A)	50	122,072,066	100	
(ii) Voted against the Resolution				
Physical Voting	Nil	Nil	Nil	
E – Voting	Nil	Nil	Nil	
Total (B)	Nil	Nil	Nil	
Grand Total (A) + (B)	50	122,072,066	100	
(iii) Invalid vote	1	7	0.00	
(iv) Abstain Voting	Nil	Nil	Nil	



[Handwritten Signature]