# LIANCE Communications

Anil Dhirubhai Ambani Group



REGEIVED 2010 MAY -5 A 7:27 FIGE OF INTERHALIONAL **Reliance Communications Limited** Dhirubhai Ambani Knowledge City Navi Mumbai - 400 710.

Tel.: +91 22 3038 6286 Fax: +91 22 3037 6622

www.rcom.co.in

Exemption File No. 82 - 35005

30<sup>th</sup> April, 2010

Mr. Paul M. Dudek Securities and Exchange Commission **Division of Corporation Finance** Office of International Corporate Finance 100 F Street, NE Washington, DC 20549 **USA** 



Dear Mr. Dudek.

We refer to your letter granting exemption under Rule 12g3-2 (b) of the Securities Act, 1934 and wish to inform you that we have submitted following letters to the Stock Exchanges in India as per the requirements of the Listing Agreement.

- (1) Letter dated 20th April, 2010 alongwith Shareholding pattern for the quarter ended 31st March, 2010.
- (2) Letter dated 29th April, 2010 alongwith Secretarial Audit Report for the quarter ended 31st March, 2010.
- (3) Letter dated 29th April, 2010 alongwith Certificate under Clause 47(c) for the six months ended 31st March, 2010.
- (4) Disclosure under regulation 8(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 for the year ended 31st March. 2010.

Copies of the aforesaid letters are enclosed herewith for your information and record.

Kindly take the same on record.

Thanking You.

Yours Faithfully, For Reliance Communications Limited

President and Company Secretary

EXR file No. 82-35005

# Reliance Communications Anil Dhirubhai Ambani Group

Reliance Communications Limited Dhirubhai Ambani Knowledge City Navi Mumbai - 400 710.

Tel.: +91 22 3038 6286 Fax: +91 22 3037 6622

www.rcom.co.in

Ref: SE/35/001/2010-11

April 20, 2010.

The General Manager
Corporate Relationship Department
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001

Fax No.: 2272 2037/39/41/61/3121/3719

BSE Scrip Code: 532712

The Manager National Stock Exchange of India Ltd. Exchange Plaza, C/1, Block G Bandra - Kurla Complex, Bandra (East) Mumbai 400 051

Fax No.: 2659 8237 / 38

**NSE Symbol: RCOM** 

Dear Sir,

Sub: Shareholding Pattern for the quarter ended 31st March, 2010.

Pursuant to Clause 35 of the Listing Agreement entered with the Stock Exchanges, we submit herewith Shareholding Pattern of the Company for the quarter ended 31<sup>st</sup> March, 2010.

Kindly take the same on record.

Yours faithfully

For Reliance Communications Limited

Hasit Shukla

President and Company Secretary

# I(a) STATEMENT SHOWING SHAREHOLDING PATTERN

	of the Company: RELIAN Code: BSE - 532712 NSE - I							
	of Security :- Equity			Quarter en			)10	
Cate		No of	No of Share holders (III)	Number of shares held	Total Shareholding as percentage of total number of shares		Shares Pledged o otherwise encumbered	
gory Code (1)	Category of Shareholder ( II )	Share holders		in dematerilised Form (V)	As a percen tage of (A+B) (VI)	As a percen tage of (A+B+C) (VII)	No of Shares ( VIII )	As a percenta ge) (IX)= VIII/IV*10 0)
(A)	Shareholding of Promoter and Promoter Group							
(1)	Indian							
(a)	Individuals/Hindu Undivided Family	11	9845089	9844989	0.48	0.48	0	0.00
(b)	Central Government/State Governments	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	34	1368295971	1368274468	66.69	66.29	0	0.00
(d)	Financial Institutions/Banks	0	0	0	0.00	0.00	0	0.00
(e)	Any Other (Specify)	. 1	16779000	16779000	0.82	0.81	0	0.00
	Sub -Total (A)(1)	46	1394920060	1394898457	67.99	67.58	0	0.00
(2)	Foreign							
(a)	Individuals(Non-Resident Individuals/ Foreign							
(1-)	Individuals)	0	0	0	0.00	0.00	0	0.00
(b)	Bodies Corporate	0	0	0	0.00	0.00	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Any Other (Specify)	0	0	0	0.00	0.00	0	0.00
	Sub -Total (A)(2)	0	0	0	0.00	0.00	0	0.00
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	46	1394920060	1394898457	67.99	67.58	0	0.00
(B)	Public Shareholding							
(1)	Institutions						N/A	N/A
(a)	Mutual Funds /UTI	253	318 41 872	31311627	1.55	1.54	0	0.00
(b)	Financial Institutions/Banks	406	5302933	5180505	0.26	0.26	0	0.00
(c)	Central Government/State Governments	61	952475	57116	0.05	0.05	0	0.00
(d)	Venture Capital Funds	0	7 O	0	0.00	0.00	0	0.00
(e)	Insurance Companies	29	163309680	163303601	7.96	7.91	0	0.00
(f)	Foreign Institutional Investors	527	158680969	158558200	7.73	7.69	0	0.00
(g)	Foreign Venture Capital Investors	0	0	0	<b>0</b> .00	0.00	0	0.00
(h)	Any Other (Specify)	0	0	0	0.00	0.00	0	0.00
l	Sub -Total (B)(1)	1276	3600 87 929	358411049	17.55	17.45		e Company

(2)	Non-Institutions						N/A	N/A
(a)	Bodies Corporate	8855	49746217	49072586	2.42	2.41	0	0.00
(b)	i. Individual shareholders holding nominal sharecapital up to							
1	Rs.1Lakh.	2130724	214721718	169192589	10.47	10.40	0	0.00
-	ii. Individual shareholders holding nominal					·		
- 1 -	sharecapital in excess of Rs.1Lakh.	176	17259171	16683155	0.84	0.84	0	0.00
(c)	Any Other (Specify)	0	0	0	0.00	0.00	N/A	N/A
1	NRIs/OCBs	21829	14894323	11076029	0.73	0.72	0	0.00
	Sub -Total (B)(2)	2161584	296621429	246024359	14.46	14.37	0	0.00
	Total Public Shareholding B=(B)(1)+(B)(2)	2162860	6567 09 358	604435408	32.01	31.82	0	0.00
	TOTAL (A) +(B)	2162906	20516 29 418	1999333865	100.00	99.40	0	0.00
(C)	Shares held by Custodians and against which Depository							
	Receipts have been issued	1	12397463	12397463	0.00	0.60	0	0.00
	GRAND TOTAL (A)+(B)+(C)	2162907	20640 26 881	2011731328	100.00	100.00	0	0.00

		Total share	s held	Shares Pledged or otherwise encumbered			
Sr No (1)	Name of the shareholder ( II )	No. of shares (III)	As a % of Grand total (A)+(B) +(C) ( IV )	No of Shares Pledged (V)	As a % (VI)=(V)/(III)* 100	As a % of grand total (A)+(B)+(C ) of Sub- clause (I)(a) (VII)	
1	AAA Communication Private Limited	808110172	39.15	0	0.00	0.00	
2	AAA Industries Private Limited	250000000	12.11	0	0.00	0.00	
3	ADA Enterprises and Ventures Private Limited	250000000	12.11	0	0.00	0.00	
4	Hansdhwani Trading Company Pvt. Ltd	3000040	0.15	0	0.00	0.00	
5	Mast Jaianmol A. Ambani (through Father and natural guardian Shri Anil D. Ambani)	1669759	0.08	0	0.00	0.00	
6	Mast Jaianshul A. Ambani (through Father and natural guardian Shri Anil D. Ambani)	100	0.00	0	0.00	0.00	
7	Reliance ADA Group Trustees Private Limited - Trustees of RCOM ESOS Trust	16779000	0.81	0	0.00	0.00	
8	Reliance Capital Limited	8941758	0.43	0	0.00	0.00	
9	Reliance General Insurance Co Ltd	90000	0.00	0	0.00	0.00	
10	Reliance Innoventures Private Limited	11529001	0.56	0	0.00	0.00	
11	Shri Anil D. Ambani	1859171	0.09	0	0.00	0.00	
12	Smt. Kokila D. Ambani	4665227	0.23	0	0.00	0.00	
13	Smt. Tina A. Ambani	1650832	0.08	0	0.00	0.00	
14	Solaris Information Technologies Private Limited	15850000	0.77	0	0.00	0.00	
15	Sonata Investments Limited	20775000	1.01	0	0.00	0.00	
	TOTAL	1394920060	67.58	0	0.00	Comme 00	
					selian.	THE TOTAL	

# I(c) Statement showing shareholding of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No. Name of the shareholder		No of shares	Shares as a percentage of total number of shares{i.e.,Grand Total (A)+(B)+(C) indicated in statement at para(I)(a) above}
			mulcated in Statement at para(i)(a) above}
1	Life Insurance Corporation of India	149702497	7.25
	TOTAL	149702497	7.25

I(d) Statement showing details of locked -in shares

Sr. No.	Name of the shareholder	Category of shareholders (Promoters/ Public)	No of locked-in shares	Locked-in shares as a percentage of total number of shares{i.e.,Grand Total (A)+(B)+(C) indicated in statement at para(I)(a) above}
	Nil	Nil	Nil	1000
	Total			

# II(a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs,GDRs, SDRs,etc.)	Number of outstanding DRs	No of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares{i.e.,Grand Total (A)+(B)+(C) indicated in statement at para(I)(a) above}
1	GDRs	12397463	12397463	0.60
	TOTAL	12397463	12397463	0.60

# II(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares are in excess of 1% of the total number of shares

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs,GDRs, SDRs,etc.)	No of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares{i.e.,Grand Total (A)+(B)+(C) indicated in statement at para(I)(a) above}
		Nil		

ill(a)	Statement showing the voting pattern of Shareholders, if more than one class of shares / securities is					
	issued by the i					
			Not applicable			



EAR fire No. 82-35005

# **Reliance** Communications

Anil Dhirubhai Ambani Group

**Reliance Communications Limited** 

Dhirubhai Ambani Knowledge City Navi Mumbai - 400 710.

Tel.: +91 22 3038 6286 Fax: +91 22 3037 6622

www.rcom.co.in

April 29, 2010

The General Manager Corporate Relationship Department The Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai 400 001

Fax No.: 2272 2037/39/41/61/3121/3719

BSE Scrip Code: 532712

The Manager National Stock Exchange of India Ltd. Exchange Plaza, C/1, Block G Bandra - Kurla Complex, Bandra (East) Mumbai 400 051

Fax No.: 2659 8237 / 38

**NSE Symbol: RCOM** 

Dear Sir,

Sub: Secretarial Audit Report for the quarter ended 31st March, 2010.

Pursuant to the Circular No.D&CC/FITIC/CIR ~16/2002 dated December 31, 2002 issued by the Securities and Exchange Board of India, we forward herewith a Secretarial Audit Report dated 13<sup>th</sup> April, 2010 issued by M/s. Haribhakti & Co, Chartered Accountants for the quarter ended 31<sup>st</sup> March, 2010, as required.

Kindly take the same on record.

Yours faithfully

For Reliance Communications Limited

Hasit Shukla

President and Company Secretary

# HARIBHAKTI & CO.

Chartered Accountants

42. Free Press House, 215, Nariman Point, Mumbai - 400 021. India. B: + 91 22 66391101-4 f F: + 91 22 22856237 Room No. 417 & 418, 4th Floor, Model House, Dwarkapuri Colony, Panjagutta, Hyderabad - 500 082. T: +91 40 30621888 f F: +91 40 6620277

E: hbhakti@vsnl.com | www.bdoharibhakti.com

The Board of Directors Reliance Communications Limited H' Block, 1st Floor Dhirubhai Ambani Knowledge City Navi Mumbai - 400 710

### SECRETARIAL AUDIT REPORT

We have examined the Register of Members, beneficiary details furnished by the depositories and other records / documents maintained by M/s. Reliance Communications Limited (hereinafter referred to as the "Company")} and its Registrar and Share Transfer Agents for issuing Certificate in accordance with Circular D&CC/FITTC/CIR-16/2002 dated December 31, 2002 issued by Securities and Exchange Board of India.

In our opinion and to the best of our information and according to the explanations given to us and based on such verification as considered necessary, we hereby certify the following:-

1	For	Quarter	Ended

- 2 ISIN
- 3 Face Value
- 4 Name of the Company
- 5 Registered Office Address
- 6 Correspondence Address
- 7 Telephone & Fax Nos.
- 8 Email address
- 9 Names of the Stock Exchanges where the company's securities are listed

10	Issued	Capital

- 11 Listed Capital (Exchange wise) For Exchanges listed in '9' above (as per company records)
- 12 Held in dematerialised form in CDSL
- 13 Held in dematerialised form in NSDL
- 14 Physical
- 15 Total No. of Shares (12+13+14)
- 16 Reasons for difference if any, between:

a)	(10&11):	

b) (10&15):

c) (11&15):

	March 31, 2010	 
 	INE330H01018	
	Rs. 5/- per Equity Share	

Reliance Cor	nmunications Limited
H' Block, 1st	Floor, Dhirubhai Ambani Knowledge City, Navi
Mumbai 400	710
H' Block, 1st	Floor, Dhirubhai Ambani Knowledge City, Navi
Mumbai 400	710
Tel No: 022 -	- 3038 6286, Fax No: 022 - 3037 6622
	hasit.shukla@relianceada.com

1. Bombay Stock Exchange Limited

2. National Stock Exchange of India Limited

Number of Shares	% of Total Issued Cap.
206 40 26 881	100.00
206 40 26 881	100.00

6 71 64 194	3.26	
194 45 67 134	94.21	
5 22 95 553	2.53	
206 40 26 881	100.00	

NA	
NA	
NA	

## HARIBHAKTI & CO.

### CHARTERED ACCOUNTANTS

17 Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars*** No. of Shares	Applied / Listed or Not Applied Excha for listing (Specify)	nges intimated to	Whether intimated to NSDL	In-prin. appr. Pending from SE (Specify Names)
------------------------------	---	-------------------	---------------------------	--

\*\*\* Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction. Forfeiture, Any other (to specify)

Register of Members is updated (Yes / No) if not, updated upto which date

·		YES	
	-	NA	

Reference of previous quarter with regards to excess dematerialised shares, if any

_		-	_	 _
	NA			

Has the company resolved the matter mentioned in point no.19 above in the current quarter? If

ÑΑ	

Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:

Total No. of demat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 Days	8	603	Delay in receipt of Physical DRFs & Share Certificates from DP.
	12		Rejected since Physical DRFs & Share Certificates not received from DP within 30
Total	20	1 057	days

Name, Telephone & Fax No. of the Compliance Officer of the Company

Name, Address, Tel. & Fax No., Regn. No. of the Auditor

Shri Hasit Shukla

Tel No.: 022 - 3038 6286 Fax No.: 022 - 3037 6622

Haribhakti & Co.

Chartered Accountants 42, Free Press House,

215, Nariman Point

Mumbai - 400 021 Tel.: 022 6639 1101 Fax: 022 2285 6237

Appointment of common agency for share registry work if yes (name & address)

Karvy Computershare Pvt. Ltd. Plot No. 17-24, Vittal Rao Nagar Madhapur

Hyderabad - 500 081

25 Any other detail that the auditor may like to provide (e.g. BIFR company, delisting from SE, company changed its name etc.) - Nil

For Haribhakti & Co. Chartered Accountants

HUZEIFA UNWALA PARTNER M. No.: 105711

**CERTIFIED TRUE COPY** FOR RELIANCE COMMUNICATIONS LIMITED

> HASIT SHUKLA COMPANY SECRETARY

Place: Hyderabad Date: 13/4/2010

FXR file No. 82-35005

# Reliance Communications

Anil Dhirubhai Ambani Group

Reliance Communications Limited Dhirubhai Ambani Knowledge City Navi Mumbai - 400 710.

Tel.: +91 22 3038 6286 Fax: +91 22 3037 6622

www.rcom.co.in

Ref: SE/47C/01/2010-11

April 29, 2010

The General Manager
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001

Fax No.: 2272 2037/39/41/61/3121/3719

**BSE Scrip Code: 532712** 

The Manager National Stock Exchange of India Ltd. Exchange Plaza, C/1, Block G Bandra - Kurla Complex, Bandra (East) Mumbai 400 051

Fax No.: 2659 8237 / 38 **NSE Symbol: RCOM** 

Dear Sir,

Sub: Certificate under Clause 47(c) for the six months ended 31st March, 2010.

In terms of Clause 47(c) of the Listing Agreement, we forward herewith a certificate dated 29<sup>th</sup> April, 2010 issued by M/s. Dipak Rachchha & Co., Company Secretaries for the period 1<sup>st</sup> October, 2009 to 31<sup>st</sup> March, 2010.

Kindly take the same on record.

Thanking You.

Yours faithfully

For Reliance Communications Limited

Hasit Shukla

President and Company Secretary

Dipak J. Rachchha M.Com., LLB., M.B.A., F.C.S.



401, Akshat Tower, Opp. Rajpath Club, Sarkhej-Gandhinagar Highway, Ahmedabad-380054. Phone: (0) 079-40030884 (M) 98250 66179 E-mail: drachchha@rediffmail.com

### CERTIFICATE

On the basis of examination of all relevant books, registers, forms, documents and papers made available to us by Karvy Computershare Private Limited, Registrar and Transfer Agents of Reliance Communications Limited and on the basis of information and explanations given to us by them as well as by the company, we hereby certify that, during the period commencing from 1<sup>st</sup> October 2009 and ended on 31<sup>st</sup> March 2010, all the 6467 valid documents lodged for transfer, excluding those where objections were raised on technical grounds, were dispatched within one month from the date of lodgement for transfer.

In the case of valid share certificates received for split/consolidation/renewal/exchange, the issue thereof was made within one month from the date of lodgment except those where objections were raised on technical grounds.

This certificate is issued pursuant to clause 47 (c) of the listing Agreement entered into with Stock Exchanges.

Date: 29.04.10.

Place: Ahmedabad

Conganuse Color

DIPAK RACHCHHA & Co. Company Secretaries,

(DIPAK RACHCHHA)
Proprietor

CERTIFIED TRUE COPY
FOR RELIANCE COMMUNICATIONS LIMITED

HASIT SHUKLA COMPANY SECRETARY

FAR. File NO 82-35005

# Reliance Communications

Anil Dhirubhai Ambani Group

Reliance Communications Limited Dhirubhai Ambani Knowledge City Navi Mumbai - 400 710.

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April 29, 2010

The General Manager Corporate Relationship Department The Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai 400 001

Fax No.: 2272 2037/39/41/61/3121/3719

BSE Scrip Code: 532712

The Manager National Stock Exchange of India Ltd. Exchange Plaza, C/1, Block G Bandra - Kurla Complex, Bandra (East) Mumbai 400 051 Fax No.: 2659 8237 / 38

NSE Symbol: RCOM

Dear Sir,

Sub: Disclosure under regulation 8(3) of the Securities and Exchange Board of India (substantial Acquisition of Shares and Takeovers) Regulations, 1997.

We enclose herewith Form dated April 29, 2010 containing the details of shareholding of Promoters of the Company as on the last date of the financial year of the Company i.e. March 31, 2010, as required under regulation 8(3) of the Securities and Exchange Board of India (substantial Acquisition of Shares and Takeovers) Regulations, 1997.

Kindly take the same on record.

Yours faithfully

For Reliance Communications Limited

\*Hasit Shukla

President and Company Secretary

# Disclosure of details of share holding by target / reporting company to Stock Exchanges, in terms of regulation 8(3) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations 1997

	(Substant	iai Acq	uisition of S	nares o	(Substantial Acquisition of Shares & Takeovers) Regulations 1997	Kegulati	1997					
Name of the Company						Reliance	Reliance Communications Limited	ations I	imited			
Date of reporting						31st March, 2010	ch, 2010					<u> </u>
Name of Stock Exchanges where shares of reporting/target company are listed	eporting/target	company	are listed			Bombay National	Bombay Stock Exchange Limited and National Stock Exchange of India Lin	ange Li ange of	Bombay Stock Exchange Limited and National Stock Exchange of India Limited			
(I) Information about persons holding more than 15% shares or voting rights in terms of Regulation 8 (1)	ore than 15% sl	nares or	voting rights i	n terms o	f Regulation 8 (1							
Names of persons holding more than 15% shares or voting rights	Details of share	ss holding	g / Voting right	s (in num	Details of shares holding / Voting rights (in number and %) of persons mentioned at (I) a informed u/r 8(1) to target company.	sons ment	oned at (I) a	informe	ed u/r 8(1) to ta	rget com	oany.	
Names	As on March 31 2010	1 2010	As on March	March 31 2009	Changes, if any		As on record	F	As on record date for	to for	Changes if	Τ
					between (A) & (B)		date for dividend	1 1	As on record date redividend (previous vear)	sno	Changes, II any between	
							(current year)	·.·				· · ·
	A		æ .		C		D		Œ		í.	T
	Share/ VR	%	Share/ VR	%	Share/ VR	%	Share/ VR	%	Share/ VR	%	Share/ 9	%
N.A.	N.A.	Z.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
(II) Information about promoter(s) or every person having control over a company and also persons acting in concert with him in terms of Regulation 8(2)	person having c	ontrol ov	er a company a	nd also p	ersons acting in co	oncert with	him in term	s of Reg	gulation 8(2)			T
Names of the Promoters / person having control / persons acting in concert	Shares holding / Voting rights	/ Voting	rights (in num	ber and %	(in number and %) of persons mentioned at (II) as informed to target company under regulation 8(2).	ioned at (I	I) as informe	d to tar	get company ur	nder regul	ation 8(2).	
Names	As on March 31 2010	1 2010	As on March	March 31 2009	Changes, if any, between	, between	As on record	<u> </u>	As on record date for	late for	l g	ji j
							lend			smort And	(D) & (E)	
	A		В		υ		Ω		ш		[II.	
	Share/ VR	%	Share/ VR	%	Share/ VR	%	Share/ VR	%	Share/ VR	%	Share/ 9	%
1. AAA Communication Pvt. Lt.d	808110172	39.15	1308110172	63.38	- 500000000	(24.22)	N.A.	N.A.	N.A.	N.A.		N.A.



For Reliance Communications Limited

Parity Supering President

Place: Mumbai Date: 29.04.2010

Hasit Shukla President and Company Secretary

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