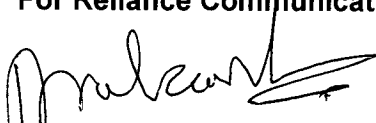


CERTIFIED TRUE COPY OF EXTRACT OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY AT THEIR MEETING HELD ON 2ND NOVEMBER, 2015.

RESOLVED FURTHER THAT an undertaking with regard to non-applicability of requirements as prescribed in terms of Paragraph 5.16(a) of the Securities and Exchange Board of India ("SEBI") Circular No.CIR/CFD/DIL/5/2013 dated 4 February 2013 as modified by Paragraph 7 of SEBI Circular No.CIR/CFD/DIL/8/2013 dated 21 May 2013 in respect of the Scheme duly certified by the Statutory Auditors of the Company i.e., M/s. Chaturvedi & Shah, Chartered Accountants as placed before the Board be accepted and approved and that Shri Prakash Shenoy, Company Secretary and Manager and Shri Manikantan, Chief Financial Officer of the Company be and are hereby severally authorized to sign the aforesaid undertaking.

**Certified True Copy
For Reliance Communications Limited**


**Prakash Shenoy
Company Secretary**



Date: 19th November, 2015