



08005384

RECEIVED

2008 OCT 15 A 11:10

OFFICE OF INTERNATIONAL
CORPORATE FINANCE

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

11th October, 2008

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

SUPL

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 all dated 11th October, 2008 as per requirements of the Listing Agreement to the Stock Exchanges in India.

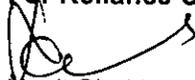
- (1) Compliance Report on Corporate Governance for the quarter ended 30th September, 2008.
- (2) Shareholding pattern for the quarter ended 30th September, 2008.
- (3) Free float indices for the quarter ended 30th September, 2008.
- (4) Secretarial Audit Report for the quarter ended 30th September, 2008.
- (5) Disclosure under regulation 8(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997
- (6) Certificate for the six months ended 30th September, 2008 as required under clause 47(c) of the Listing Agreement

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


Hasit Shukla
Company Secretary

Encl: As Above

PROCESSED

41
OCT 16 2008

THOMSON REUTERS

10/15

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/CC/03/2008-09

October 11, 2008

EXEMPTION FILE No. 82-35005

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: **Compliance Report on Corporate Governance for the quarter ended 30th September, 2008**

Pursuant to Clause 49 of the Listing Agreement, we submit herewith a Compliance Report on Corporate Governance for the quarter ended 30th September, 2008.

We confirm that the Company is in compliance with the provisions of Clause 49 of the Listing Agreement.

You are requested kindly take the same on your record.

Thanking You.

Yours faithfully
For Reliance Communications Limited


Hasif Shukla
Company Secretary

Encl: As above

RECEIVED
 2008 OCT 17 AM 11:11
 OFFICE OF THE SECRETARY
 COMPANY SECRETARIAT

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

Quarterly Compliance Report on Corporate Governance

Name of the Company: Reliance Communications Limited

Quarter ending on: 30th September, 2008

Particulars	Clause of Listing Agreement	Compliance status (Yes/No/N.A.)	Remarks
I. Board of Directors	49 (I)	YES	
(A) Composition of Board	49 (IA)	YES	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	YES	
(C) Other provisions as to Board and Committees	49 (IC)	YES	
(D) Code of Conduct	49 (ID)	YES	
II. Audit Committee	49 (II)	YES	
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	
(B) Meeting of Audit Committee	49 (IIB)	YES	
(C) Powers of Audit Committee	49 (IIC)	YES	
(D) Role of Audit Committee	49 II(D)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
III. Subsidiary Companies	49 (III)	YES	
IV. Disclosures	49 (IV)	YES	
(A) Basis of related party transactions	49 (IV A)	YES	
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	YES	



Particulars	Clause of Listing Agreement	Compliance status (Yes/No/N.A.)	Remarks
(E) Remuneration of Directors	49 (IV E)	YES	
(F) Management	49 (IV F)	YES	
(G) Shareholders	49 (IV G)	YES	
V. CEO/CFO Certification	49 (V)	YES	
VI. Report on Corporate Governance	49 (VI)	YES	
VII. Compliance	49 (VII)	YES	

For Reliance Communications Limited

Hasit Shukla
Company Secretary



Date: 11.10.2008

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/35/003/2008-09

EXEMPTION FILE NO. 82-35005

October 11, 2008

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

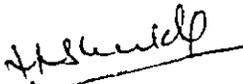
Dear Sir,

Sub: Shareholding Pattern for the quarter ended 30th September, 2008.

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 30th September, 2008.

Kindly take the same on record.

Yours faithfully
For Reliance Communications Limited


Hasit Shukla
Company Secretary

Encl: As above

(a) STATEMENT SHOWING SHAREHOLDING PATTERN

Name of the Company: RELIANCE COMMUNICATIONS LIMITED						
Scrip Code : BSE - 532712 NSE - RCOM				As on: 30 th September, 2008		
Category Code	Category of Shareholder	No of Shareholders	Total No of Shares	Number of shares held in dematerialised Form	Total Shareholding as percentage of total number of shares	
					As a percentage of (A+B)	As a percentage of (A+B+C)
(A)	Shareholding of Promoter and Promoter Group					
(1)	Indian					
(a)	Individuals/Hindu Undivided Family	11	9845089	9844989	0.49	0.48
(b)	Central Government/State Governments	0	0	0	0.00	0.00
(c)	Bodies Corporate	27	1354965971	1354944468	67.22	65.65
(d)	Financial Institutions/Banks	0	0	0	0.00	0.00
(e)	Any Other (Specify)					
	Sub -Total (A)(1)	38	1364811060	1364789457	67.71	66.12
(2)	Foreign					
(a)	Individuals(Non-Resident Individuals/Foreign Individuals)	0	0	0	0.00	0.00
(b)	Bodies Corporate	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0.00
(d)	Any Other (Specify)	0	0	0	0.00	0.00
	Sub -Total (A)(2)	0	0	0	0.00	0.00
	Total of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	38	1364811060	1364789457	67.71	66.12
(B)	Public Shareholding					
(1)	Institutions					
(a)	Mutual Funds /UTI	368	525 30 762	52057652	2.61	2.55
(b)	Financial Institutions/Banks	421	3981914	3858953	0.20	0.19
(c)	Central Government/State Governments	63	1066795	61556	0.05	0.05
(d)	Venture Capital Funds	0	0	0	0.00	0.00
(e)	Insurance Companies	26	129855765	129849186	6.44	6.29
(f)	Foreign Institutional Investors	665	194462247	194339378	9.65	9.42
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00
(h)	Any Other (Specify)					
	Sub -Total (B)(1)	1543	3818 97 483	380166725	18.95	18.50
(2)	Non-Institutions					
(a)	Bodies Corporate	9293	50495683	49804617	2.50	2.45
(b)	i. Individual shareholders holding nominal sharecapital up to Rs.1Lakh.	2092340	190073643	140740783	9.43	9.21
	ii. Individual shareholders holding nominal sharecapital in excess of Rs.1Lakh.	154	15752485	15174989	0.78	0.76
1	NRIs/OCBs	20915	12770336	8606841	0.63	0.62
	Sub -Total (B)(2)	2122702	269092147	214327230	13.35	13.04
	Total Public Shareholding B=(B)(1)+(B)(2)	2124245	6509 89 630	594493955	32.29	31.54
	TOTAL (A) +(B)	2124283	20158 00 690	1959283412	100.00	97.66
(C)	Shares held by Custodians and against which Depository Receipts have been issued	1	48226191	48226191	0.00	2.34
	GRAND TOTAL (A)+(B)+(C)	2124284	20640 26 881	2007509603	100.00	100.00



RELIANCE COMMUNICATIONS LIMITED
(SHAREHOLDING PATTERN- 30.09.2008)

(b) Statement showing shareholding of persons belonging to the category "Promoter and Promoter Group"

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(l)(a) above)
1	AAA Communication Private Limited	1 30 81 10 172	63.38
2	Reliance Capital Limited	1 84 61 758	0.89
3	Sonata Investments Limited	1 37 75 000	0.67
4	Reliance Innoventures Private Limited	1 15 29 001	0.56
5	Smt. Kokila D. Ambani	46 65 227	0.23
6	Hansdhvani Trading Company Pvt. Ltd	30 00 040	0.15
7	Shri Anil D. Ambani	18 59 171	0.09
8	Mast Jaianmol A. Ambani (through Father and natural guardian Shri Anil D. Ambani)	16 69 759	0.08
9	Smt. Tina A. Ambani	16 50 832	0.08
10	Reliance General Insurance Co Ltd	90 000	0.00
11	Mast Jaianshul A. Ambani (through Father and natural guardian Shri Anil D. Ambani)	100	0.00
	TOTAL	1 36 48 11 060	66.12



RELIANCE COMMUNICATIONS LIMITED
(SHAREHOLDING PATTERN - 30.09.2008)

l(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(l)(a) above}
1	Life Insurance Corporation of India	115856469	5.61
	TOTAL	115856469	5.61



RELIANCE COMMUNICATIONS LIMITED
(SHAREHOLDING PATTERN - 30.09.2008)

(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(l)(a) above}
1	AAA Communication Private Limited	Promoter	205371142	9.95
	TOTAL		205371142	9.95



RELIANCE COMMUNICATIONS LIMITED
(SHAREHOLDING PATTERN - 30.09.2008)

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

Sr No	Type of outstanding DR (ADRs,GRDs, 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	48226191	48226191	2.34
	TOTAL		48226191	2.34



RELIANCE COMMUNICATIONS LIMITED
(SHAREHOLDING PATTERN -30.09.2008)

11(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,GRDs, 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(1)(a) above)
1	Deutsche Bank Trust Company Americas , As depository for GDR Holders*	GDR	48226191	2.34
	TOTAL		48226191	2.34

* Name of individual GDR holders are not available.



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

October 11, 2008

Shri Hitesh Porwal
Index Cell
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

Dear Sir,

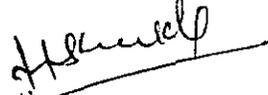
Sub: Free-float Indices

We forward herewith Shareholding Pattern of the Company as of 30th September, 2008 for the purpose of Free-float Indices in prescribed Form No. A, B and C.

The same disclosure is sent to you by e-mail today at indexcell@bseindia.com

Kindly take the same on record.

Yours faithfully
For Reliance Communications Limited


Hasit Shukla
Company Secretary

Encl: As above

SHAREHOLDING PATTERN SUMMARY FOR FREE-FLOAT INDICES

Name of the Company : RELIANCE COMMUNICATIONS LIMITED			
	Scrip Code	532712	Quarter Ended 30 th September, 2008
Category Code	Category	No. of Shares Held	% of Shareholding
I	CONTROLLING/STRATEGIC HOLDINGS		
A	BASED IN INDIA		
1	Indian Individuals/HUFs & Relatives	98 45 089	0.48
2	Indian Corporate Bodies/ Trusts/ Partnerships	1 32 26 39 213	64.08
3	Persons Acting in Concert (also include Suppliers/ Customers)	3 23 26 758	1.57
4	Other Directors & Relatives (other than in 1 above)	0	0.00
5	Employee Welfare Trusts/ESOPs (already converted into shares but locked in)	0	0.00
6	Banks/Financial Institutions	0	0.00
7	Central/ State Govt.	0	0.00
8	Central/ State Govt. Institutions	0	0.00
9	Venture Funds/ Private Equity Funds	0	0.00
	Sub Total A	1 36 48 11 060	66.12
B	BASED OVERSEAS		
10	Foreign Individuals (including FDI)	0	0.00
11	Foreign Corporate Bodies (including FDI)	0	0.00
12	Non Resident Indians (Individuals)	0	0.00
13	Non Resident Indian Corporate Bodies	0	0.00
	Sub Total B	0	0.00
C	GDRs/ADRs/ ADSs	0	0.00
	Sub Total C	0	0.00
D	OTHERS (Please specify here)	0	0.00
	Sub Total D	0	0.00
E	ANY OTHER SHARES LOCKED-IN (except covered above)	0	0.00
	Sub Total E	0	0.00
	Sub Total I	1 36 48 11 060	66.12

....contd



II	FREE FLOAT	No.of Shares Held	% of Shareholding
A	BASED IN INDIA		
1	Indian Individuals/HUFs	20 57 72 694	9.97
2	Indian Corporate Bodies/Trusts/Partnerships	5 04 95 683	2.45
3	Independent Directors & Relatives	1 948	0.00
4	Present Employees	26 310	0.00
5	Banks/Financial Institutions	39 81 914	0.19
6	Central/State Govt.	0	0.00
7	Central/ State Govt. Institutions	10 66 795	0.05
8	Insurance Companies	12 98 55 765	6.29
9	Mutual Funds	5 25 30 762	2.55
10	Venture Funds/ Private Equity Funds	0	0.00
11	Customers	0	0.00
12	Suppliers	0	0.00
	Sub Total A	44 37 31 871	21.50
B	BASED OVERSEAS		
13	Foreign Individuals	0	0.00
14	Foreign Corporate Bodies	2 81 554	0.01
15	Foreign Institutional Investors (SEBI-registered)	19 44 62 247	9.42
16	Non Resident Indians (Individuals)	1 24 88 782	0.61
17	Non Resident Indian Corporate Bodies	0	0.00
	Sub Total B	20 72 32 583	10.04
C	GDRs/ADRs/ADSs	4 82 26 191	2.34
	Sub Total C	4 82 26 191	2.34
D	OTHERS (Please specify here)		
	Pending confirmation	25 176	0.00
	Sub Total D	25 176	0.00
	Sub Total II	69 92 15 821	33.88
	Grand Total	2 06 40 26 881	100.00

BROAD SUMMARY OF HOLDINGS	No.of Shares Held	% of Shareholding
Total Controlling/ Strategic Holdings	1 36 48 11 060	66.12
Total Free-float	69 92 15 821	33.88
Grand Total	2 06 40 26 881	100.00

SUMMARY OF DOMESTIC/FOREIGN HOLDINGS	No.of Shares Held	% of Shareholding
Total Domestic Holding	1 80 85 68 107	87.62
Total Foreign Holding	25 54 58 774	12.38
Grand Total	2 06 40 26 881	100.00



CONTROLLING/STRATEGIC HOLDERS

(Include every single holder and list them Categorywise)

Name of the Company : RELIANCE COMMUNICATIONS LIMITED				
	Scrip Code	532712	Quarter Ended	30 th September, 2008
Sl.No.	Holders Name	No.of Shares Held	% of Shareholding	Category Code
1	SMT. KOKILA D. AMBANI	46 65 227	0.23	I-A-1
2	SHRI ANIL D AMBANI	18 59 171	0.09	I-A-1
3	MASTER JAIANMOL A. AMBANI (through Father and natural guardian Shri Anil D. Ambani)	16 69 759	0.08	I-A-1
4	SMT. TINA A AMBANI	16 50 832	0.08	I-A-1
5	MASTER JAIANSHUL A. AMBANI (through Father and natural guardian Shri Anil D. Ambani)	100	0.00	I-A-1
6	RELIANCE INNOVENTURES PRIVATE LIMITED	1 15 29 001	0.56	I-A-2
7	AAA COMMUNICATION PRIVATE LIMITED	1 30 81 10 172	63.38	I-A-2
8	HANSDHWANI TRADING COMPANY PVT. LTD.	30 00 040	0.15	I-A-2
9	RELIANCE CAPITAL LIMITED	1 84 61 758	0.89	I-A-3
10	SONATA INVESTMENTS LIMITED	1 37 75 000	0.67	I-A-3
11	RELIANCE GENERAL INSURANCE CO LTD	90 000	0.00	I-A-3
	Total	1 36 48 11 060	66.12	



FREE-FLOAT HOLDERS
DISCLOSE ONLY HOLDINGS OF 1% & ABOVE
(List holders Categorywise)

Name of the Company : RELIANCE COMMUNICATIONS LIMITED

Scrip Code

532712

Quarter Ended

30th September, 2008

Sl.No.	Holders Name	No.of Shares Held	% of Shareholding	Category Code	Relationship, if any with anyone in I
1	LIFE INSURANCE CORPORATION OF INDIA	11 58 56 469	5.61	II-A-8	NIL
2	DEUTSCHE BANK TRUST COMPANY AMERICAS	4 82 26 191	2.34	II-C	NIL
	Total	16 40 82 660	7.95		



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

October 11, 2008

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

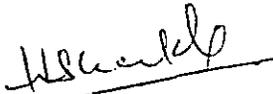
Dear Sir,

Sub: Secretarial Audit Report for the quarter ended 30th September, 2008

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 10th October, 2008 issued by M/s. Haribhakti & Co, Chartered Accountants for the quarter ended 30th September, 2008, as required.

Kindly take the same on record.

Yours faithfully
For Reliance Communications Limited


Hasit Shukla
Company Secretary

Encl: As above

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 (formerly known as Reliance Communication Ventures Limited (hereinafter referred to as the "Company")) and its Registrar and Share Transfer Agents for issuing Certificate in accordance with Circular D&CC/FITC/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

September 30, 2008

2 ISIN

INE330H01018

 3 Face Value

Rs. 5/- per Equity Share

4 Name of the Company

Reliance Communications Limited

 5 Registered Office Address

H' Block, 1st Floor, Dhirubhai Ambani Knowledge City, Navi Mumbai 400 710
--

 6 Correspondence Address

H' Block, 1st Floor, Dhirubhai Ambani Knowledge City, Navi Mumbai 400 710
--

 7 Telephone & Fax Nos.

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

 8 Email address

hasit.shukla@relianceada.com

9 Names of the Stock Exchanges where the company's securities are listed

1. Bombay Stock Exchange Limited
2. National Stock Exchange of India Limited.

	Number of Shares	% of Total Issued Cap.
10 Issued Capital	206 40 26 881	100.00
11 Listed Capital (Exchange - wise) - For Exchanges listed in '9' above (as per company records)	206 40 26 881	100.00

12 Held in dematerialised form in CDSL	3 42 89 885	1.66
13 Held in dematerialised form in NSDL	197 32 19 718	95.60
14 Physical	5 65 17 278	2.74
15 Total No. of Shares (12+13+14)	206 40 26 881	100.00

16 Reasons for difference if any, between:

a) (10&11):	NA
b) (10&15):	NA
c) (11&15):	NA

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

Particulars***	No. of Shares.	Applied / Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	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)

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

YES
NA

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

NA

20 Has the company resolved the matter mentioned in point no.19 above in the current quarter ? If not, reason why ?

NA

21 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	5	168	Delay in receipt of Physical DRFs & Share Certificates from DP.
	14	6 343	Rejected since Physical DRFs & Share Certificates not received from DP within 30 days.
Total	19	6 511	
Pending for more than 21 days	1	216	Non-receipt of Physical DRFs & Share Certificates from DP
Total	1	216	

22 Name, Telephone & Fax No. of the Compliance Officer of the Co.

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

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

24 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

Mumbai, 10th October 2008

**CERTIFIED TRUE COPY
FOR RELIANCE COMMUNICATIONS LIMITED**

Hasit Shukla

**HASIT SHUKLA
COMPANY SECRETARY**

Vipul Thaker

**Vipul Thaker
PARTNER
M. No.: 049523**

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

October 11, 2008

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

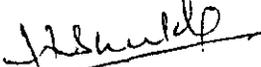
Dear Sir,

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 duly completed Form dated October 11, 2008 being the details of shareholdings of Promoters of the Company as on September 23, 2008, being the first day of Book closure fixed by the Company to determine the entitlement for payment of dividend for the year ended 31st March, 2008. We are sending the said statement 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
Company Secretary

Encl: As above

**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**

Reliance Communications Limited

11th October, 2008

Name of Stock Exchanges where shares of reporting/target company are listed

Bombay Stock Exchange Ltd. 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)

Names of persons holding more than 15% shares or voting rights

Details of shares holding / Voting rights (in number and %) of persons mentioned at (I) as informed u/r 8(1) to target company.

Names	As on March 31 (for the year)		As on March 31 (previous year....)		Changes, if any, between (A) & (B)		As on record date for dividend (previous year)		Changes, if any between (D) & (E)	
	(A)		(B)		(C)		(D)		(E)	
	Share/VR	%	Share/VR	%	Share/VR	%	Share/VR	%	Share/VR	%
N.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)

Names of the Promoters / person having control / persons acting in concert

Shares holding / Voting rights (in number and %) of persons mentioned at (II) as informed to target company under regulation 8(2).

Names	As on March 31 (for the year)		As on March 31 (previous year.....)		Changes, if any, between (A) & (B)		As on record date for dividend (previous year 2006-07)		Changes, if any between (D) & (E)	
	(A)		(B)		(C)		(D)		(E)	
	Share/VR	%	Share/VR	%	Share/VR	%	Share/VR	%	Share/VR	%
1. AAA Communication Pvt. Ltd	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	1308110172	63.38	1308110172	63.98
2. Reliance Capital Limited	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	18461758	0.89	18461758	0.90
3. Sonata Investments Limited	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	13775000	0.67	13775000	0.67



Names of the Promoters / person having control / persons acting in concert	Shares holding / Voting rights (in number and %) of persons mentioned at (II) as informed to target company under regulation 8(2).											
	As on March 31 (for the year)		As on March 31 (previous year		Changes, if any, between (A) & (B)		As on record date for dividend (for the year 2007-08)		As on record date for dividend (previous year 2006-07)		Changes, if any, between (D) & (E)	
	Share/ VR	%	Share/ VR	%	Share/ VR	%	Share/ VR	%	Share/ VR	%	Share/ VR	%
4. Reliance Innoventures Private Limited	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	11529001	0.56	11529001	0.56	11529001	0.56
5. Smt. Kokila D. Ambani	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	4665227	0.23	4665227	0.23	4665227	0.23
6. Hanshwani Trading Company Pvt. Ltd.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	3000040	0.14	3000040	0.14	3000040	0.15
7. Shri. Anil D. Ambani	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	1859171	0.09	1859171	0.09	1859171	0.09
8. Master Jaanmol A. Ambani (through Father and natural guardian Shri Anil D. Ambani)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	1669759	0.08	1669759	0.08	1669759	0.08
9. Smt. Tina A. Ambani	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	1650832	0.08	1650832	0.08	1650832	0.08
10. Reliance General Insurance Co. Ltd.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	90000	0.00	90000	0.00	90000	0.00
11. Master Jaanshul A. Ambani (through Father and natural guardian Shri Anil D. Ambani)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	100	0.00	100	0.00	100	0.00
Total:							1364811060	66.12	1364811060	66.12	1364811060	66.75

Place: Mumbai
Date : 11.10.2008



For Reliance Communications Limited

 Hasit Shukla
 Company Secretary

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/002/2008-09

EXEMPTION FILE NO. 82-35005

October 11, 2008

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 - Kuria 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 30th September, 2008**

In terms of Clause 47(c) of the Listing Agreement, we forward herewith a certificate issued by M/s. Dipak Rachchha & Co., Company Secretaries for the period 1st April, 2008 to 30th September, 2008.

Kindly take the same on record.

Thanking You.

Yours faithfully
For Reliance Communications Limited


Hasit Shukla
Company Secretary

Encl: As above

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 1st April, 2008 and ended on 30th September, 2008, all the 11144 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: 10.10.08

Place: Ahmedabad

DIPAK RACHCHHA & Co.
Company Secretaries,

Rachchha DS

(DIPAK RACHCHHA)
Proprietor

END

**CERTIFIED TRUE COPY
FOR RELIANCE COMMUNICATIONS LIMITED**

Hasit Shukla

HASIT SHUKLA
COMPANY SECRETARY