



S. Anil Kumar Jain B.Com., FCS

Balu Sridhar M.A.C.S., FCS., LLB

Pankaj Mehta B.Com (C.S.), ACS

CONSOLIDATED SCRUTINISER REPORT
[Pursuant to Section 108 of the Companies Act, 2013, and
Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
of the 11th Annual General Meeting of the shareholders of RANE BRAKE LINING LIMITED, held on
21.07.2016 at The Music Academy (Mini Hall), New No.168, TTK Road, Royapettah, Chennai -
600014.

Dear Sir,

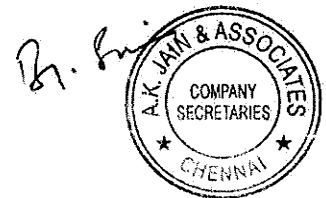
**Sub: Consolidated Scrutinizer Report on remote e-voting conducted pursuant to the provisions of
Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and
Administration) Rules, 2014 and as amended from time to time and poll conducted at the 11th
AGM of RANE BRAKE LINING LIMITED on July 21, 2016.**

The Board of Directors of the Company, at its meeting held on May 23, 2016 had appointed me as
the Scrutinizer for e-voting held between 18th July, 2016 (9.00 a.m.) and 20th July, 2016 (5.00 p.m.)
and for the poll conducted at the 11th Annual General Meeting of the Company held on July 21,
2016.

The Company had appointed National Securities Depository Limited (NSDL), as the Service
Provider, for extending the facility of e-voting to the shareholders of the Company from July 18,
2016 (09:00 A.M.) till July 20, 2016 (05.00 P.M.). The e-voting results were unblocked by me after
the conclusion of Annual General Meeting held on July 21, 2016 at 11.10 A.M. For further details,
refer Scrutinizer's report on e-voting dated July 21, 2016 attached herewith.

At the 11th AGM of the Company held on July 21, 2016, the Chairman of the Company had suo-
moto called for a poll to facilitate the members present in the meeting, who could not participate
in the e-voting, to record their votes through the poll process.

The results of voting through remote e-voting and through ballot papers at the AGM venue are as
under:



| Item No | Type of Resolution | Subject Matter |
|---------|--------------------|--|
| 1 | Ordinary | To consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2016, reports of the Board of Directors and the Auditors' thereon. |
| 2 | Ordinary | To confirm interim dividend paid on equity shares. |
| 3 | Ordinary | To re-appoint Mr. Harish Lakshman (DIN: 00012602), who retires by rotation, as a director. |
| 4 | Ordinary | To ratify the appointment of M/s. VARMA & VARMA, Chartered Accountants, as Statutory Auditors' |
| 5 | Ordinary | To appoint Mr. Vinay Lakshman (DIN: 07295820) as Director. |
| 6 | Special | To approve appointment of Mr. Vinay Lakshman (DIN: 07295820) as Managing Director and terms & conditions thereof. |

| Item No. | Total valid Votes received through | | | Votes in favour of the resolution | | Votes against the resolution | |
|----------|------------------------------------|--------------|-----------|-----------------------------------|------------|------------------------------|------------|
| | E-voting | Ballot Paper | Total | No | % of votes | No | % of votes |
| 1 | 39,68,853 | 15,97,234 | 55,66,087 | 55,66,087 | 100 | 0 | 0 |
| 2 | 39,68,853 | 15,97,234 | 55,66,087 | 55,66,087 | 100 | 0 | 0 |
| 3 | 39,68,553 | 15,97,234 | 55,65,787 | 55,65,787 | 100 | 0 | 0 |
| 4 | 39,68,853 | 15,97,234 | 55,66,087 | 55,66,087 | 100 | 0 | 0 |
| 5 | 39,61,553 | 15,97,234 | 55,58,787 | 55,58,787 | 100 | 0 | 0 |
| 6 | 39,61,505 | 15,97,034 | 55,58,539 | 55,58,539 | 100 | 0 | 0 |

All the six resolutions have been passed with the requisite majority.

For A.K.JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 21.07.2016



B. Sridhar
BALU SRIDHAR
Partner
Scrutinizer
M.No. F5869