



SCRUTINIZER'S REPORT

To
The Chairman
M/s. RANE ENGINE VALVE LIMITED
"Maithri" 132, Cathedral Road,
Chennai 600 086

Dear Sir,

1. The Board of Directors of M/s. RANE ENGINE VALVE LIMITED at its meeting held on October 26, 2015 had appointed me as a Scrutinizer for conducting and scrutinizing the postal ballot voting on the Special Resolution pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013, relating to adoption of new set of Articles of Association.

2. I submit my report as under:

(i) The company has completed on November 17, 2015 the dispatch of postal ballot forms along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on November 06, 2015.

The Company published advertisements relating to dispatch of postal ballot forms/ e-mails in Business Standard (English) and Dinamani (Tamil) newspapers on November 18, 2015

(ii) The members of the Company as on the "cut-off" date November 06, 2015 were entitled to vote on the resolution through physical postal ballot forms or E-Voting platform provided by National Securities Depository Limited (NSDL).

(iii) Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.

(iv) The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.

(v) The ballot box was opened on December 18, 2015 after the closing hours in my presence and the votes cast through e-voting were unblocked after the completion of E-voting process at 11.15 A.M. on 18.12.2015 in the presence of 2 witnesses, Mr. Anil Kumar Jain & Mr. Pankaj Mehta, who are not in the employment of Company.

(vi) There is no duplicate vote between postal ballot and e-voting.

(vii) The votes cast through postal ballot forms and e-voting platform were scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company / list of beneficiaries as on November 06, 2015.

(viii) All postal ballot forms received upto the close of working hours on December 17, 2015, the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny.

(Signature)

(ix) No envelope containing postal ballot forms was received after closing hours on 17.12.2015.

(x) Envelopes containing postal ballot forms returned undelivered aggregated to 324 (Three Hundred and Twenty Four) vide serial number 1 to 324. These envelopes were also not opened and they are separately kept.

(xi) I did not find any defaced or mutilated ballot paper.

3. The summary of votes cast through e-voting & postal ballot forms is given below:

S.No	Particulars	E-voting		Postal ballot forms		Total	
		Nos	No of shares	Nos	No of shares	Nos	No of shares
1.	Total votes cast.	37	34,87,236	97	14,079	134	35,01,315
2.	Less Invalid votes	0	0	0	0	0	0
3.	Net valid votes	37	34,87,236	97	14,079	134	35,01,315
4.	Total votes favoring the resolution.	37	34,87,236	97	14,079	134	35,01,315
5.	Total votes against the resolution.	0	0	0	0	0	0

% of votes in favor of the resolution : 100

% of votes against the resolution : 0

4. I shall hand over the postal ballot forms and other related papers / registers and records for safe custody to the Company.

5. You may accordingly declare the result of the voting by Postal ballot.

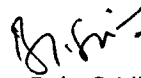
Thanking You

Date: December 22, 2015

Place : Chennai

For A.K.JAIN & ASSOCIATES
Company Secretaries




Balu Sridhar
Partner (Scrutinizer)
M. No. F5869
C.P. No. 3550