

A. K. JAIN & ASSOCIATES
COMPANY SECRETARIES



S. Anil Kumar Jain B.Com., FCS

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

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

SCRUTINIZER REPORT

To,
The Vice-Chairman
M/s. Rane Holdings Limited
"Maithri", 132, Cathedral Road,
Chennai – 600 086

Dear Sir,

1. The Board of Directors of M/s. RANE HOLDINGS LIMITED at its meeting held on May 26, 2017 had appointed me as a Scrutinizer for scrutinizing the postal ballot including e-voting process in a fair and transparent manner pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and as amended from time to time for resolution(s) set out in the Postal Ballot Notice dated May 26, 2017.

2. I hereby submit my report as under:

(i) The company had completed on June 12, 2017, 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 June 2, 2017.

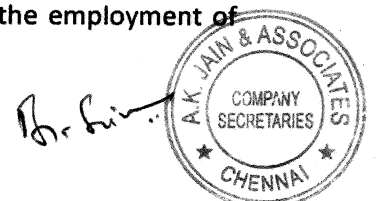
(ii) The Company published advertisements relating to dispatch of postal ballot forms/ e-mails in Business Standard (English) and Dinamani (Tamil) Newspapers on June 13, 2017.

(iii) The members of the Company as on the "cut-off" date i.e. June 2, 2017 were entitled to vote on the resolution through physical postal ballot forms or remote E-voting facility provided by National Securities Depository Limited (NSDL).

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

(v) 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.

(vi) The ballot box was opened on July 12, 2017 after the closing hours in my presence and the votes cast through remote E-voting facility were unblocked at 6.00 P.M. after the completion of postal ballot voting process on July 12, 2017, in the presence of 2 witnesses, Mr. Pankaj Mehta & Ms. Manasi R Rao, who are not in the employment of Company.



No. 2, (New No. 3), Raja Annamalai Road, First Floor, Purasaiwalkam, Chennai - 600 084.
Phone : 2665 1224 / 4555 8281 Cell : 98411 76001 / 98413 22315 E-mail : akjainassociates@gmail.com



(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 June 2, 2017.

(viii) All postal ballot forms received up to the close of working hours on July 12, 2017, being the last date fixed by the company for receipt of the forms, were considered for my scrutiny.

(ix) Envelopes, if any, containing postal ballot forms received after closing hours on July 12, 2017, were not considered for my scrutiny. Such envelopes aggregate to "0" (Zero).

(x) Envelopes containing postal ballot forms returned undelivered aggregated to 548.

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

(xii) 19 Ballot Papers representing 7,581 shares were treated as INVALID on the following grounds:

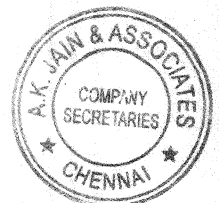
Grounds for Rejection	No. of Ballot Papers	No. of Equity Shares
Signature Mismatch	13	6,922
Incomplete	1	160
Duplicate Voting	2	110
Not Signed	3	389
TOTAL	19	7,581

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

Resolution 1: (Special)		To make loan(s) / give guarantee(s) / provide security (ies) in connection with loan(s) / acquire by way of subscription, purchase or otherwise, the securities of any other bodies corporate under section 186 of the Companies Act, 2013					
		Remote E-voting		Postal ballot forms		Total	
		Nos.	No of shares	Nos.	No of shares	Nos.	No of shares
1.	Total votes cast	119	75,93,140	264	10,96,709	383	86,89,849
2.	Less Invalid votes	0	0	19	7,581	19	7,581
3.	Net valid votes	119	75,93,140	245	10,89,128	364	86,82,268
4.	Total votes favoring the resolution	112	75,92,757	236	10,87,459	348	86,80,216
5.	Total votes against the resolution	7	383	9	1,669	16	2,052



B. Srinivasan



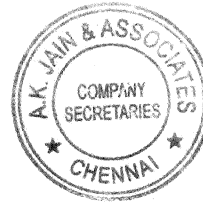
% of valid votes in favor of the resolution : 99.98
% of valid votes against the resolution : 0.02

4. This special resolution is passed with requisite majority and you may accordingly declare the result of the voting by Postal ballot.

5. The register, all other papers and relevant records relating to electronic voting and postal ballot shall remain in our safe custody until the Chairman, considers, approves and signs the minutes of the Postal Ballot and the same shall thereafter be handed over to the Company Secretary or such other person authorized by the Board for safe keeping.

For A.K.JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 13.07.2017



B. Sri
BALU SRIDHAR
Partner
Scrutinizer
M.No. F5869
C P No.3550

For Rane Holdings Limited

[Signature]
Harish Lakshman
Vice Chairman

