

CR & ASSOCIATES COMPANY SECRETARIES



CONSOLIDATED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR M/s. RANE (MADRAS) LIMITED

To,
The Chairman,
Fourteenth (14th) Annual General Meeting of Rane (Madras) Limited
"MAITHRI", 132, Cathedral Road,
Chennai - 600086

Sub: Passing of resolution through electronic AND poll conducted at the Fourteenth (14th) AGM of Rane (Madras) Limited held on Wednesday, July 25, 2018

The Board of Directors of the Company, at its meeting held on April 30, 2018 had appointed us as Scrutinizer to scrutinize the voting process in a fair and transparent manner. The e-voting was held between Sunday, July 22, 2018 (9:00 A.M IST) to Tuesday, July 24, 2018 (5:00 P.M IST) and the poll was conducted on Annual General Meeting of the Company held on Wednesday, July 25, 2018.

The Company had appointed National Securities Depository Limited, (NSDL) as the Service Provider, for extending the Facility of electronic voting to the shareholders of the Company from Sunday, July 22, 2018 (9:00 A.M IST) to Tuesday, July 24, 2018 (5:00 P.M IST). The remote e-voting results were unblocked at 11.10 A.M IST by me after the completion of Fourteenth (14th) Annual General Meeting in the presence of two witnesses not in the employment of the Company. For further details, refer our Scrutinizer's report dated 25.07.2018 attached herewith.

At the Fourteenth (14th) Annual General Meeting of the Company held on Wednesday, July 25, 2018, 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 result of the E-voting together with that of the Poll is as under:

Item No.1: To consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2018, report of the Board of Directors and the Auditors' Report thereon.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	7129191	100	7129131	99.999	60	0.001	0	0.000
Poll	236	100	233	98.729	0	0.000	3	1.271
TOTAL	7129427	100	7129364	99.999	60	0.001	3	0.000

The votes cast in FAVOUR of the resolution are more than the votes cast AGAINST and the Resolution is passed as an ORDINARY RESOLUTION.

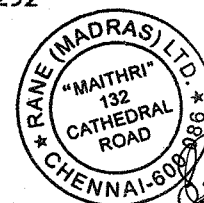
Item No.2: To declare dividend on equity shares

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	7129191	100	7129131	99.999	60	0.001	0	0.000
Poll	236	100	233	98.729	0	0.000	3	1.271
TOTAL	7129427	100	7129364	99.999	60	0.001	3	0.000

The votes cast in FAVOUR of the resolution are more than the votes cast AGAINST and the Resolution is passed as an ORDINARY RESOLUTION.

'Raji', 3B1, 3rd Floor, Gaiety Palace, No. 1L, Blackers Road, Mount Road, Chennai - 600 002
Ph: 044 - 2852 8292, 4260 6292, Mobile: +91 98840 68292, 99625 68292

Email: fcs.rms@gmail.com, csrms@hotmail.com



Item No.3: To appoint a Director in the place of Mr. L Lakshman (DIN: 00012554), who retires by rotation and being eligible, offers himself for re-appointment

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	7129191	100	7129131	99.999	60	0.001	0	0.000
Poll	236	100	233	98.729	0	0.000	3	1.271
TOTAL	7129427	100	7129364	99.999	60	0.001	3	0.000

The votes cast in FAVOUR of the resolution are more than the votes cast AGAINST and the Resolution is passed as an ORDINARY RESOLUTION.

SPECIAL BUSINESS

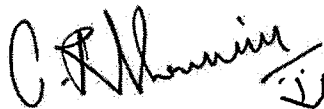
Item No.4: To approve payment of commission to Mr. L Ganesh, Chairman and Non-Executive Director

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	7119191	100	7118971	99.997	220	0.003	0	0.000
Poll	236	100	233	98.729	0	0.000	3	1.271
TOTAL	7119427	100	7119204	99.997	220	0.003	3	0.000

The votes cast in FAVOUR of the resolution are more than the votes cast AGAINST and the Resolution is passed as an ORDINARY RESOLUTION.

We hereby confirm that, we are maintaining the Registers received from the Registrar and Share Transfer Agent electronically, in respect of the votes cast through E-Voting and Poll by the shareholders of the Company, which will be handed over to the Chairman/Company Secretary of the company along with this report.

**FOR CR & ASSOCIATES
COMPANY SECRETARIES**



**C. RAMASUBRAMANIAM
PARTNER
M. NO. 6125 CP NO.6549**

**Place: Chennai
Date: 25.07.2018**

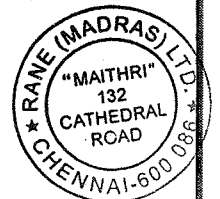
**CR & ASSOCIATES
COMPANY SECRETARIES
"RAJI" 3B1, 3rd Floor, Gaiety Palace,
No. 1L - Blackers Road, Mount Road,
Chennai - 600 002.
GST No. 33AAHFC7595H1Z6**

CERTIFIED TRUE COPY

For Rane (Madras) Limited



**S. Shree
Secretary**



'Raji', 3B1, 3rd Floor, Gaiety Palace, No. 1L, Blackers Road, Mount Road, Chennai - 600 002.

Ph: 044 - 2852 8292, 4260 6292, Mobile: +91 98840 68292, 99625 68292

Email: fcs.rms@gmail.com, csrms@hotmail.com