



**CONSOLIDATED SCRUTINIZER REPORT FOR E-VOTING & POLL
 FOR M/s. RANE HOLDINGS LIMITED**

To,
 The Chairman,
 Eighty Third (83rd) Annual General Meeting of Rane Holdings Limited
 "MAITHRI", 132, Cathedral Road,
 Chennai - 600086

Sub: Passing of resolution through electronic AND poll conducted at the Eighty Third (83rd) AGM of Rane Holdings Limited held on Thursday, August 8, 2019

The Board of Directors of the Company, at its meeting held on May 27, 2019 had appointed us as Scrutinizer to scrutinize the voting process in a fair and transparent manner. The e-voting was held between Monday, August 5, 2019 (09:00 A.M IST) and Wednesday, August 7, 2019 (05:00 P.M IST) and the poll was conducted on Annual General Meeting of the Company held on Thursday, August 8, 2019.

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 Monday, August 5, 2019 (09:00 A.M IST) to Wednesday, August 7, 2019 (05:00 P.M IST). The remote e-voting results were unblocked at 11.18 A.M IST by me after the completion of Eighty Third (83rd) 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 08.08.2019 attached herewith.

At the Eighty Third (83rd) Annual General Meeting of the Company held on Thursday, August 8, 2019, 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, 2019, together with reports of the Board of Directors and the Auditor 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	8012497	100	8012497	100	0	0.000	0	0.000
Poll	541653	100	541653	100	0	0.000	0	0.000
TOTAL	8554150	100	8554150	100	0	0.000	0	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.

For CR & ASSOCIATES

C. S. M. M. M.



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

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

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	8012497	100	8012497	100	0	0.000	0	0.000
Poll	541653	100	541437	99.960	216	0.040	0	0.000
TOTAL	8554150	100	8553934	99.997	216	0.003	0	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.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	8009362	100	8009362	100	0	0.000	0	0.000
Poll	541653	100	541653	100	0	0.000	0	0.000
TOTAL	8551015	100	8551015	100	0	0.000	0	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

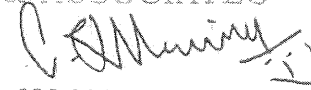
Item No.4:

To appoint Mr. Pradip Kumar Bishnoi (DIN:00732640) as an Independent 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	8009362	100	8009112	99.997	250	0.003	0	0.000
Poll	541653	100	541653	100	0	0.000	0	0.000
TOTAL	8551015	100	8550765	99.997	250	0.003	0	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.

For CR & ASSOCIATES




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Item No.5:

To re-appoint Dr. V Sumantran (DIN:02153989) as an Independent Director for a second term

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	8009362	100	8009112	99.997	250	0.003	0	0.000
Poll	541653	100	541653	100	0	0.000	0	0.000
TOTAL	8551015	100	8550765	99.997	250	0.003	0	0.000

The votes cast in FAVOUR of the resolution are three times more than the votes cast AGAINST and the Resolution is passed as a SPECIAL RESOLUTION.

Item No.6:

To approve appointment and remuneration of Mr. Harish Lakshman as Joint Managing Director in the designation of Vice Chairman.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	8008362	100	8008345	99.999	17	0.001	0	0.000
Poll	541653	100	541623	99.994	30	0.006	0	0.000
TOTAL	8550015	100	8549968	99.999	47	0.001	0	0.000

The votes cast in FAVOUR of the resolution are three times more than the votes cast AGAINST and the Resolution is passed as a SPECIAL RESOLUTION.

Item No.7:

To approve under Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the remuneration payable to Mr. L Lakshman (DIN:00012554), Chairman Emeritus (Non-Executive Director) exceeding fifty percent of the total annual remuneration payable to all Non-Executive Directors.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	8009362	100	7612728	95.048	396634	4.952	0	0.000
Poll	541653	100	541653	100	0	0.000	0	0.000
TOTAL	8551015	100	8154381	95.362	396634	4.638	0	0.000

The votes cast in FAVOUR of the resolution are three times more than the votes cast AGAINST and the Resolution is passed as a SPECIAL RESOLUTION.



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For CR & ASSOCIATES

C. S. Mani
Partner

Item No.8:

To approve under Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remuneration payable to Mr. L Ganesh, Chairman and Managing Director and Mr. Harish Lakshman, Vice-Chairman, both Promoter Executive Directors.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	8009362	100	8009345	99.999	17	0.001	0	0.000
Poll	541653	100	541653	100	0	0.000	0	0.000
TOTAL	8551015	100	8550998	99.999	17	0.001	0	0.000

The votes cast in FAVOUR of the resolution are three times more than the votes cast AGAINST and the Resolution is passed as a SPECIAL 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**

CERTIFIED TRUE COPY

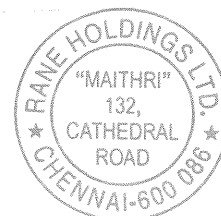
Place: Chennai

Date: 08.08.2019

For RANE HOLDINGS LIMITED

**Siva Chandrasekaran
Secretary**

**CR & ASSOCIATES
COMPANY SECRETARIES
"RAJI" 3B1, 3rd Floor, Gaiety Palace,
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Chennai - 600 002.
GST No. 33AAHFC7595H126**



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