

**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

**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 12<sup>th</sup> Annual General Meeting of the shareholders of M/s. RANE BRAKE LINING LIMITED, held  
on August 23, 2017 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 12<sup>th</sup> AGM of RANE BRAKE LINING LIMITED on August 23, 2017.**

The Board of Directors of the Company, at its meeting held on May 17, 2017 had appointed me as the Scrutinizer for e-voting held between Sunday 20<sup>th</sup> August, 2017 (9.00 a.m.) and Tuesday 22<sup>th</sup> August, 2017 (5.00 p.m.) and for the poll conducted at the 12<sup>th</sup> Annual General Meeting of the Company held on August 23, 2017.

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 August 20, 2017 (09:00 A.M) till August 22, 2017 (05.00 P.M). The e-voting results were unblocked by me after the conclusion of Annual General Meeting held on August 23, 2017 at 11.25 A.M. For further details, refer Scrutinizer's report on e-voting dated August 23, 2017.

At the 12<sup>th</sup> AGM of the Company held on August 23, 2017, 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:

CERTIFIED TRUE COPY

For RANE BRAKE LINING LIMITED

  
Secretary



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, 2017, reports of the Board of Directors and the Auditors' report thereon
2	Ordinary	To declare Dividend on Equity Shares
3	Ordinary	To appoint a Director in the place of Mr. Kazuhiro Iwata (DIN: 06875329), who retires by rotation and being eligible, offers himself for re-appointment.
4	Ordinary	To re-appoint statutory auditors of the Company.
5	Ordinary	To appoint Mr. Parvathaneni Santhosh Kumar, (DIN: 00267280) as an Independent Director.
6	Special	To re-appoint Mr. Srinivasan Sandilya, (DIN: 00037542) as an Independent Director for a second term.
7	Special	To re-appoint Mr. Suresh Chandra Gupta, (DIN: 02085068) as an Independent Director for a second term.
8.	Special	To re-appoint Mr. Anil Kumar Venkat Epur, (DIN: 00202454) as an Independent Director for a second term.

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	312,871	36,49,673	39,62,544	39,62,544	100.0000	0	0.0000
2	312,871	36,49,673	39,62,544	39,62,544	100.0000	0	0.0000
3	312,871	36,49,673	39,62,544	39,62,529	99.9996	15	0.0004
4	312,871	36,49,673	39,62,544	39,62,544	100.0000	0	0.0000
5	312,171	36,49,673	39,61,844	39,61,844	100.0000	0	0.0000
6	312,871	36,49,673	39,62,544	39,62,544	100.0000	0	0.0000
7	312,871	36,49,673	39,62,544	39,62,144	99.9899	400	0.0101
8	312,471	36,49,673	39,62,144	39,62,129	99.9996	15	0.0004

1. A shareholder holding 300 shares as on the cut-off date had abstained from e-voting in Resolution No.5.



2. A shareholder holding 400 shares as on the cut-off date had abstained from e-voting in Resolution No.5 and 8.
3. A shareholder holding 347 shares as on the Cut-off date i.e. August 16, 2017 had cast vote for 354 shares in the poll taken in 12<sup>th</sup> Annual General Meeting held on August 23, 2017. The no of votes for the purpose of this report had been restricted to 347 shares.

Place: Chennai  
Date: August 23, 2017

For A.K.JAIN & ASSOCIATES  
Company Secretaries



**BALU SRIDHAR**  
Partner  
Scrutinizer  
M.No. F5869  
COP: 3550