

Registered Office: Tel : 91 44 2811 2472  
" Maithri " Fax : 91 44 2811 2449  
132, Cathedral Road, URL : www.ranegroup.com  
Chennai 600 086.  
India.  
CIN : L63011TN2004PLC054948

## **Rane Brake Lining Limited**



**//Online Submission//**

RBL / SE / 24 / 2017-18

August 24, 2017

<b>BSE Limited</b> Listing Centre Scrip Code: <b>532987</b>	<b>National Stock Exchange of India Ltd.</b> NEAPS Symbol: <b>RBL</b>
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Dear Sir / Madam,

**Sub: Outcome of 12<sup>th</sup> Annual General Meeting held on August 23, 2017**

**Ref: Our letter no. RBL/SE/20/2017-18 dated July 21, 2017 - Notice of AGM**

We wish to inform you that the 12<sup>th</sup> Annual General Meeting (AGM) of the members of the Company was held on Wednesday, August 23, 2017 at The Music Academy (Mini hall), New No.168, T.T.K Road, Royapettah, Chennai - 600 014 at 10:15 hrs.

In this regard, we furnish the following:

1. Summary of the Proceedings of 12<sup>th</sup> AGM (**Regulation 30**) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) - *Annexure-1*
2. Voting Results of remote e-voting and Poll conducted at the AGM (**Regulation 44**) of SEBI LODR) - *Annexure-2*
3. Consolidated report of the Scrutinizer on remote e-voting and Poll dated August 23, 2017. - *Annexure-3*

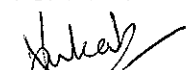
The above are also being uploaded on the website of the Company [www.ranegroup.com](http://www.ranegroup.com)

We request you to take the above on record and note the compliance under above referred regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR).

Thanking you.

Yours faithfully

For **Rane Brake Lining Limited**

  
Venkatraman  
Secretary



Encl: a/a

**Summary of proceedings of Twelfth Annual General Meeting (12<sup>th</sup> AGM)**

The Twelfth Annual General Meeting (12<sup>th</sup> AGM) of the Company was held on Wednesday, August 23, 2017 at The Music Academy (Mini Hall), New No.168, T.T.K Road, Royapettah, Chennai - 600 014 at 10:15 hrs. Mr. L Ganesh, Chairman of the Company, chaired the meeting. Upon ascertaining that the requisite quorum was present, the Chairman called the meeting to order.

The Chairman announced that 5 valid proxies received upto 48 hours before the commencement of the meeting representing 204 equity shares of Rs.10/- each fully paid-up were registered. The Chairman informed that the proxy register and register of directors & key managerial personnel & their shareholding, register of contracts or arrangements in which the directors are interested, were open for inspection till the conclusion of the 12<sup>th</sup> AGM.

The Chairman welcomed the members and introduced the fellow members of the Board, Chairperson of the Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and the Auditors. Further, the Chairman informed the members that Mr. L Lakshman and Mr. Kazuhiro Iwata, Directors, expressed their inability to attend the AGM due to their other professional pre-occupations.

The Chairman gave an overview of the state of the industry, the Company's performance during the financial year 2016-17 and future outlook, in his opening remarks to the members. With the permission of the members, the notice convening the 12<sup>th</sup> AGM & unqualified report of Statutory Auditors on the financial statements was taken as read.

The Chairman informed the members that the Company had provided the remote e-voting facility to cast vote electronically, on all resolutions set forth in the Notice to 12<sup>th</sup> AGM. The Chairman further informed that Mr. Balu Sridhar, Practising Company Secretary (F 5869) was appointed as the Scrutinizer for the remote e-voting and ballot paper poll process at the AGM.

The Chairman provided necessary clarifications sought by members on audited financial statements & other businesses transacted at the AGM. Thereafter, the Chairman ordered poll on the following businesses set-forth in the notice, for those members who did not participate in remote e-voting and were present in person / through proxies at the meeting.

**Ordinary business:**

1. Adoption of Audited Financial Statements of the Company for year ended March 31, 2017, reports of the Board of Directors and the Auditors' thereon.
2. Declaration of dividend on equity shares
3. Re-appointment of Mr. Kazuhiro Iwata (DIN: 06875329) as Director, who retires by rotation and being eligible offers himself for re-appointment.
4. Re-appointment of statutory auditors of the Company.

**Special business:**

5. Appointment of Mr. Paravathaneni Santhosh Kumar (DIN:00267280) as an Independent Director
6. Re-appointment of Mr. Srinivasan Sandilya (DIN:00037542) as an Independent Director for a second term



7. Re-appointment of Mr. Suresh Chandra Gupta (DIN: 02085068) as an Independent Director for a second term
8. Re-appointment of Mr. Anil Kumar Venkat Epur (DIN: 00202454) as an Independent Director for a second term

The Chairman announced that the meeting shall stand concluded on the completion of the poll and the report of the scrutinizer along with the results would be declared within 48 hours of the conclusion of the meeting and hosted on company's website. The meeting concluded at 11:15 hrs.

For Rane Brake Lining Limited

  
Venkatraman  
Secretary



Place: Chennai

Date: August 24, 2017