

Rane Engine Valve Ltd.

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India.
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//Online Submission//

REVL / SE / 22 / 2017-18

August 22, 2017

BSE Limited Listing Centre Scrip Code: 532988	National Stock Exchange of India Ltd. NEAPS Symbol: RANEENGINE
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Dear Sir / Madam,

Sub: Outcome of 45th Annual General Meeting held on August 21, 2017

Ref: Our letter no. REVL / SE / 19 / 2017-18 dated July 21, 2017 - Notice of AGM

We wish to inform you that the 45th Annual General Meeting (AGM) of the members of the Company was held on Monday, August 21, 2017 at The Music Academy (Mini hall), New No.168, T.T.K Road, Royapettah, Chennai – 600 014 at 15.00 hrs.

In this regard, we furnish the following:

1. Summary of the Proceedings of 45th 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 21, 2017. - *Annexure-3*

The above are also being uploaded on the website of the Company www.ranegroup.com

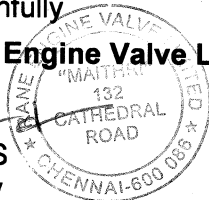
We request you to take the above on record and note the compliance under above referred regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR).

Thanking you.

Yours faithfully

For Rane Engine Valve Limited


Kalidoss S
Secretary



Encl: a/a

Annexure 1

Summary of proceedings of Forty Fifth Annual General Meeting (45th AGM)

The Forty Fifth Annual General Meeting (45th AGM) of the Company was held on Monday, August 21, 2017 at The Music Academy (Mini Hall), New No.168, T.T.K Road, Royapettah, Chennai - 600 014 at 15:00 hrs. Mr. L Ganesh, Chairman and Managing Director 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 7 valid proxies received upto 48 hours before the commencement of the meeting representing 393 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, are open for inspection till the conclusion of the 45th AGM.

The Chairman welcomed the members and introduced the fellow members of the Board, Chairperson of the Audit Committee and Corporate Social Responsibility Committee and the Auditors. The Chairman informed that Mr. Ashok Malhotra, Independent Director was unable to attend the AGM due to his other professional commitments. In his absence, Mr. C. N. Srivatsan, member of the Committee(s), who was duly authorized by him, represented the Nomination & Remuneration Committee and Stakeholder's Relationship Committee of the Board at the AGM.

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 45th AGM & unqualified report of Statutory Auditors on the financial statements were 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 45th 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.

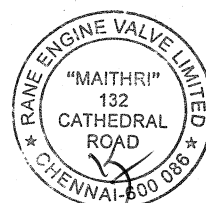
The Chairman provided necessary clarifications sought by members on audited financial statement & other businesses to be transacted at the AGM through poll. Thereafter, the Chairman ordered poll on the following businesses set-forth in the notice, for members who did not participate in remote e-voting 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. Harish Lakshman (DIN: 00012602) as Director, who retires by rotation and being eligible offers himself for re-appointment.
4. Appointment of M/s. Varma & Varma Co., Chartered Accountants as statutory auditors.

Special business:

5. Re-appointment of Mr. C N Srivatsan (DIN: 00002194) as an Independent Director for a second term

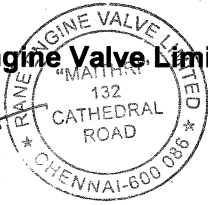


6. Re-appointment of Mr. Ashok Malhotra (DIN: 00029017) as an Independent Director for a second term
7. Re-appointment of Mr. Krishna Kumar Seshadri (DIN: 00062582) as an Independent Director for a second term
8. Approve re-appointment and remuneration of Mr. L Ganesh (DIN: 00012583) as Managing Director
9. Ratification of the remuneration of Cost Auditor for 2016-17

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 16.55 hrs.

For Rane Engine Valve Limited


Kalidoss S
Secretary



Place: Chennai
Date: August 22, 2017