



CR & ASSOCIATES COMPANY SECRETARIES

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

To,
The Chairman,
Eighty Second (82nd) Annual General Meeting of RANE HOLDINGS LIMITED
Held on August 02, 2018 at
The Music Academy (Mini Hall),
New No. 168, T.T.K Road,
Royapettah, Chennai - 600014

Sub: Passing of resolution through electronic AND poll conducted at the Eighty Second (82nd) AGM of Rane Holdings Limited held on Thursday, August 02, 2018

The Board of Directors of the Company, at its meeting held on May 07, 2018 had appointed us as Scrutinizer to scrutinize the voting process in a fair and transparent manner. The e-voting was held between (Monday) July 30, 2018 (09:00 hrs) to (Wednesday) August 01, 2018 (17:00 hrs) and the poll was conducted on Eighty Second (82nd) Annual General Meeting of the Company held on Thursday, August 02, 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 (Monday) July 30, 2018 (09:00 hrs) to (Wednesday) August 01, 2018 (17:00 hrs). The remote e-voting results were unblocked at 12.17 P.M IST by me after the completion of Eighty Second (82nd) Annual General Meeting in the presence of two witnesses, who are not in the employment of the Company. For further details, refer our Scrutinizer's report dated 02.08.2017 attached herewith.

At the Eighty Second (82nd) Annual General Meeting of the Company held on Thursday, August 02, 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:

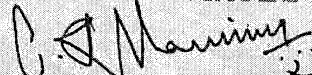
CERTIFIED TRUE COPY

For RANE HOLDINGS LIMITED


Siva Chandrasekaran
Secretary



For CR & ASSOCIATES


Partner.

'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

CR & ASSOCIATES COMPANY SECRETARIES



Item No.1: To consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2018, reports 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	6936875	100	6936874	99.999	1	0.001	0	0
Poll	990189	100	990189	100	0	0	0	0
TOTAL	7927064	100	7927063	99.999	1	0.001	0	0

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	6976273	100	6976272	99.999	1	0.001	0	0
Poll	990189	100	990189	100	0	0	0	0
TOTAL	7966462	100	7966461	99.999	1	0.001	0	0

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. Harish Lakshman (DIN: 00012602), 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	6976273	100	6976271	99.999	2	0.001	0	0
Poll	990189	100	990189	100	0	0	0	0
TOTAL	7966462	100	7966460	99.999	2	0.001	0	0

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



For CR & ASSOCIATES

C. Manning
Partner. J

'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

SPECIAL BUSINESS

Item No.4: To appoint of Mr. Rajeev Gupta (DIN: 00241501) 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	6976273	100	6963071	99.811	13202	0.189	0	0
Poll	990189	100	990189	100	0	0	0	0
TOTAL	7966462	100	7953260	99.834	13202	0.166	0	0

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

Item No.5: To re-appoint Dr. (Ms.) Sheela Bhide (DIN: 01843547) 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	6976273	100	6976020	99.996	253	0.004	0	0
Poll	990189	100	990189	100	0	0	0	0
TOTAL	7966462	100	7966209	99.997	253	0.003	0	0

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 transactions under Section 185 of the Companies Act, 2013

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	6976273	100	6962776	99.807	13497	0.193	0	0
Poll	990189	100	990189	100	0	0	0	0
TOTAL	7966462	100	7952965	99.831	13497	0.169	0	0

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.

For CR & ASSOCIATES

C. R. Mani
Partner.



'Raji', 3B1, 3rd Floor, Gateway 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

**CR & ASSOCIATES
COMPANY SECRETARIES**

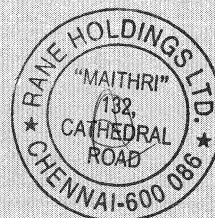


We hereby confirm that, we are maintaining the Registers received from the Registrar and Share Transfer Agent electronically, in respect of the votes cast through E-voting and Poll by the shareholders of the Company, which will be handed over to the Chairman/Company Secretary of the company along with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

**FOR CR & ASSOCIATES
COMPANY SECRETARIES**

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

**Place : Chennai
Date : 02.08.2018**



**CR & ASSOCIATES
COMPANY SECRETARIES
"RAJI" 3B1, 3rd Floor, Gaiety Palace,
No. 1L - Blackers Road, Mount Road,
Chennai - 600 002.
GST No. 33AAHFC7595H126**

'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