



S. Anil Kumar Jain B.Com., FCS

Balu Sridhar M.A.C.S., FCS., LLB

Pankaj Mehta B.Com (C.S.), ACS

SCRUTINIZER REPORT

To,
The Chairman,
M/s. RANE HOLDINGS LIMITED
'Maithri' No.132, Cathedral Road,
Chennai – 600 086

Dear Sir,

Sub: Scrutinizer Report on e-voting process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014

1. The Board of Directors of **M/s. RANE HOLDINGS LIMITED** have on August 02, 2024 appointed M/s. A. K. Jain & Associates, Practicing Company Secretaries, represented by Mr. Balu Sridhar, Partner as a Scrutinizer for scrutinizing postal ballot which was conducted only through the electronic means pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and in terms of circulars issued by the Ministry of Corporate Affairs (MCA) vide its General Circular No. 09/2023 dated September 25, 2023 read with its previous circulars (MCA Circulars) in this regard, for resolutions set out in the Postal Ballot Notice dated August 02, 2024.

In accordance with the aforementioned MCA Circulars and as confirmed by the Company, the Postal Ballot Notice dated August 02, 2024, in respect of the below mentioned Resolutions, was sent by e-mail to the Shareholders on August 07, 2024 whose e-mail addresses are registered with the Company/depositories as on August 02, 2024.



B. Sridhar

2. We hereby submit our report as under:
- (a) The company had completed on August 07, 2024, the dispatch of postal ballot notice to the members who have registered their e-mail addresses with the Company, the Registrars and Transfer Agents or Depository/Depository Participants whose name(s) appeared on the Register of Members / List of Beneficiaries as on August 02, 2024.
 - (b) In compliance with MCA Circulars physical postal ballot forms were not dispatched by the Company. Accordingly, the receipt of Postal ballot forms does not arise.
 - (c) The Company had published the advertisement pertaining to dispatch of postal ballot notice in English in Business Standard and in Tamil in Hindu Tamizh Thisai newspapers dated August 07, 2024.
 - (d) The Notice of the Postal Ballot was made available on the website of the company www.ranegroup.com
 - (e) The members of the Company as on the "cut-off" date i.e. Friday, August 02, 2024, were entitled to vote on the resolutions mentioned in the postal ballot notice through remote e-voting platform provided by Central Depository Services (India) Limited (CDSL).
 - (f) The e-voting commenced on Thursday, August 08, 2024 at 9.00 A.M. (IST) and ended on Friday, September 06, 2024 at 5.00 P.M. (IST).
 - (g) The votes cast through remote e-voting were unblocked on Friday, September 06, 2024 at 17.17 P.M. (IST) in the presence of (i) Mr. Rashmikant and (ii) Mr. Akshar Gulecha who are not in the employment of the Company.
 - (h) The votes cast through e-voting were scrutinized and the shareholdings were reconciled with the Register of Members of the Company / List of Beneficiaries as on Friday, August 02, 2024.



(3) The summary of votes cast through e-voting is given below:

Resolution 1: (Special)		To approve re-appointment and remuneration of Mr. Harish Lakshman, Vice-Chairman as Joint Managing Director.	
		No. of members voted	No. of shares voted
1.	Total votes cast	145	66,81,421
2.	Less: Invalid Votes	01	25
3.	Total Valid Votes	144	66,81,396
4.	Total valid votes favoring the resolution.	132	66,80,613
5.	Total valid votes against the resolution.	12	783

% of votes in favor of the resolution : 99.99%

% of votes against the resolution : 0.01%

Resolution 2: (Special)		To approve under Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with Section 197 of the Companies Act, 2013, the remuneration payable to Mr. L Ganesh, Chairman and Managing Director and Mr. Harish Lakshman, Vice-Chairman, both Promoter Executive Directors.	
		No. of members voted	No. of shares voted
1.	Total votes cast	145	6681421
2.	Less: Invalid Votes	01	25
3.	Total Valid Votes	144	66,81,396
4.	Total valid votes favoring the resolution.	130	66,10,608
5.	Total valid votes against the resolution.	14	70,788

% of votes in favor of the resolution : 98.94%

% of votes against the resolution : 1.06%



(4) Reason for invalid and grounds for rejection:

The votes cast by one shareholder holding 25 equity shares as on the cut-off date, who voted in favor of the resolutions, were considered as invalid due to non-availability of the Resolution/ Authorization Letter.

(5) You may accordingly declare the result of the voting by Postal ballot.

Thanking you,

For A. K. JAIN & ASSOCIATES
Company Secretaries



BALU SRIDHAR

Partner

M.No. 5869

C.P.No.3550

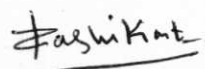
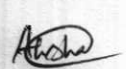
UDIN: F005869F001165907

P.R. NO.1201/2021



Chennai

September 06, 2024

Witness 1:	Witness 2:
 Name : Mr. Rashmikant Address: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ : Service	 Name : Mr. Akshar Gulecha Address: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ : Service