



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 21st Annual General Meeting of the Shareholders of **M/s. RANE (MADRAS) LIMITED**, held on Tuesday, August 05, 2025 at 16:00 hrs (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the AGM 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 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 21st Annual General Meeting of M/s. Rane (Madras) Limited held on Tuesday, August 05, 2025 at 16:00 Hrs (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

We, M/s. A K JAIN & ASSOCIATES, Practising Company Secretaries, represented by Mr. BALU SRIDHAR, Partner, had been appointed as the Scrutinizer by the Board of Directors of M/s. Rane (Madras) Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 21st Annual General Meeting ("AGM") of M/s. Rane (Madras) Limited on Tuesday, August 05, 2025 at 16.00 Hrs (IST) through VC / OAVM.

We were also appointed as Scrutinizer to scrutinize the e-voting at the AGM process.

The notice dated May 27, 2025, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, in compliance with General Circular No. 09/2024 dated September 19, 2024 (read with previous Circulars)("collectively referred to as Applicable Circulars").

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting and voting at the AGM by the Shareholders of the Company.

The period for remote e-voting remained open from Saturday, August 02, 2025 (09:00 Hrs (IST)) to Monday, August 04, 2025 (17:00 Hrs (IST)) as mentioned in the Notice convening AGM.



The Company had provided e-voting facility to the shareholders who attended the AGM through VC / OAVM and who had not cast their vote in remote e-voting.

The shareholders of the Company holding shares as on the "cut-off" date of Tuesday, July 29, 2025 were entitled to vote on the resolutions as contained in the Notice of the 21st AGM.

As prescribed in Applicable Circulars and in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Business Standard' newspaper having countrywide circulation dated July 11, 2025 and in Tamil in 'Hindu Tamizh Thisai' newspaper dated July 11, 2025. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v)(a) to (h) of the said Rule 20.

In addition to sending notice of the AGM to the shareholders through electronic mode, the Company has also made available the full Annual report on the website of the Company viz., www.ranegroup.com besides notice of the AGM made available in the website of CDSL, BSE & NSE.

After the closure of voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to AGM were unblocked by us at **17:04 P.M (IST)** on August 05, 2025, in the presence of Ms. Hemalatha and Ms. Dharsha who are not in the employment of Company.

Based on the data downloaded from the official website of CDSL, we submit the consolidated report as under on the result of the remote e-voting prior to AGM and E-voting at the AGM in respect of said resolutions;

| Item No. | Type of Resolution | Subject Matter |
|----------|--------------------|--|
| 1 | Ordinary | To consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the year ended March 31, 2025, together with reports of the Board of Directors and the Auditor thereon |
| 2 | Ordinary | To declare dividend on equity shares |
| 3 | Ordinary | 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 |
| 4 | Ordinary | To re-appoint M/s. B S R & Co. LLP, Chartered Accountants as Statutory Auditors of the Company |
| 5 | Special | To appoint Mr. Vikram Taranath Hosangady (DIN: 09757469) as an Independent Director |
| 6 | Ordinary | To appoint M/s. B Chandra & Associates, Practising Company Secretary, as Secretarial Auditors of the Company |
| 7 | Ordinary | To ratify remuneration of Cost Auditor for FY 2024-25 |



| Item No. | Total valid Votes received through | | | Votes in favour of the resolution | | Votes against the resolution | |
|----------|------------------------------------|-------------------------|-------------|-----------------------------------|------------|------------------------------|------------|
| | Remote E-voting prior to AGM | E-voting during the AGM | Total | No. | % of votes | No. | % of votes |
| 1 | 1,94,92,159 | 1,57,394 | 1,96,49,553 | 1,96,49,280 | 99.9986 | 273 | 0.0014 |
| 2 | 1,94,92,159 | 1,57,394 | 1,96,49,553 | 1,96,49,280 | 99.9986 | 273 | 0.0014 |
| 3 | 1,94,92,159 | 1,57,394 | 1,96,49,553 | 1,96,48,321 | 99.9937 | 1,232 | 0.0063 |
| 4* | 1,94,91,528 | 1,57,394 | 1,96,48,922 | 1,96,48,649 | 99.9986 | 273 | 0.0014 |
| 5 | 1,94,92,159 | 1,57,394 | 1,96,49,553 | 1,96,49,270 | 99.9986 | 283 | 0.0014 |
| 6 | 1,94,92,159 | 1,57,394 | 1,96,49,553 | 1,96,49,280 | 99.9986 | 273 | 0.0014 |
| 7 | 1,94,92,159 | 1,57,394 | 1,96,49,553 | 1,96,49,278 | 99.9986 | 275 | 0.0014 |

We did not find any invalid votes.

**Two Shareholders holding 630 & 1 equity shares respectively abstained from voting on Resolution No. 4.*

The above resolutions have been passed with requisite majority.

All relevant records of e-voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the Company.

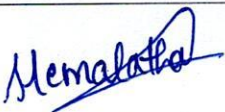

Place: Chennai
Date: 05.08.2025

For A. K. JAIN & ASSOCIATES
Company Secretaries



Balu

BALU SRIDHAR
Partner
M. No. F5869
C.P.No.3550
UDIN: F005869G000941201
P.R No.: 1201/2021

| Witness 1: | Witness 2: |
|--|---|
|  Name : Ms. Hemalatha Address: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ : Service |  Name : Ms. Dharsha Address: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ : Service |