

Registered Office: Tel : 91 44 2811 2472
" Maithri " URL : www.ranegroup.com
132, Cathedral Road,
Chennai 600 086.
India.
CIN : L65993TN2004PLC052856

Rane (Madras) Limited



//Online Submission//

RML/SE/034/2024-25

July 24, 2024

BSE Limited Listing Centre Scrip Code: 532661	National Stock Exchange of India Limited NEAPS Symbol: RML
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Dear Sir / Madam,

Sub: Outcome of 20th Annual General Meeting held on July 24, 2024

Ref: Our letter no. RML/SE/023/2024-25 dated June 28, 2024 - Notice of AGM

We wish to inform you that the 20th Annual General Meeting (AGM) of the members of the Company was held on **Wednesday, July 24, 2024 at 14:00 hrs IST through Video Conference (VC) / Other Audio Visual Means (OAVM).**

In this regard, we furnish the following:

1. Summary of the proceedings of the 20th AGM (**Regulation 30**) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) - *Annexure-1*
2. Voting Results of remote e-voting and e-voting at the AGM (**Regulation 44**) of SEBI LODR) - *Annexure-2*
3. Consolidated report of the Scrutinizer on remote e-voting and e-voting at the AGM dated July 24, 2024. - *Annexure-3*

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

The AGM concluded at **14:52 hrs.**

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

Thanking you,

Yours faithfully.

For **Rane (Madras) Limited**

S Subha Shree
Secretary

Encl: a/a

Summary of proceedings of Twentieth Annual General Meeting (20th AGM)

The Twentieth Annual General Meeting (20th AGM) of **Rane (Madras) Limited** was held on **Wednesday, July 24, 2024** through video conferencing (VC) / Other Audio Visual Means (OAVM) at **14:00 hrs.**

Mr. Siva Chandrasekaran, Authorized Person, welcomed the members to the meeting. He informed members that the 20th AGM is being conducted through video conferencing in compliance with Companies Act, 2013 (CA, 2013). He also informed that in accordance with the MCA & SEBI circulars, the notice of this AGM and Annual Report for the FY 2023-24 were sent by e-mail to all members whose e-mail IDs were registered and also public notices were issued in English & Tamil newspapers. Further, he mentioned that the transcript of the proceedings of the meeting would be made available on the website of the Company. He confirmed that the members forming requisite quorum have logged-in and that the Independent Directors / Auditors have also logged in and present in the meeting. Mr. Siva Chandrasekaran handed over the proceedings to the Chairman.

Mr. Harish Lakshman, Chairman of the Company, chaired the meeting. Upon ascertaining that the requisite quorum was present, the Chairman called the meeting to order.

The Chairman informed that the authorizations in favour of corporate representatives have been duly received through e-mail, register of Directors & Key Managerial Personnel & their shareholding and the register of contracts or arrangements in which the Directors are interested, were open for inspection till the conclusion of the 20th AGM.

The Chairman welcomed the members and introduced the fellow members of the Board, Chairperson of the Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and the Auditor(s) of the Company. The Chairman informed the members that Ms. Vasudha Sundararaman, Independent Director expressed her inability to attend the AGM.

The Chairman gave an overview of the state of the industry, the performance of the various business verticals of the Company and future outlook. With the permission of the members, the notice convening the 20th AGM was taken as read. In view of unqualified reports of Statutory Auditors on the financial statements and that of the Secretarial Auditors, their reports were not read. The businesses transacted at the AGM were:

Ordinary business:

1. Adoption of Audited Financial Statements of the Company for year ended March 31, 2024, together with reports of Board of Directors and the Auditor thereon;
2. Appointment of Director in the place of Mr. Ganesh Lakshminarayan (DIN:00012583), who retires by rotation and being eligible, offers himself for re-appointment.

The Chairman proceeded to address the queries on business, performance, merger and any other clarification sought by Members registered as speakers.

The Chairman informed the members that in compliance with CA, 2013 (Sec. 108), that the Company had engaged CDSL to provide remote e-voting facility and e-voting at the AGM to cast vote electronically, on all resolutions set forth in the Notice convening the 20th AGM and enable members to participate in AGM electronically. The Chairman informed that remote e-voting opened on July 21, 2024 and ended on July 23, 2024 and members who did not exercise their vote by remote e-voting can cast their vote at the AGM. E-voting will be kept open up to the end of the meeting for 15 minutes.

The Chairman announced that the meeting shall stand concluded on the completion of e-voting at the AGM and the report of the scrutinizer along with voting results would be duly declared and disclosed to Stock Exchanges and website of the Company. The AGM was declared as concluded at 14:52 hrs.

Rane (Madras) Limited - 20th Annual General Meeting (AGM) Voting Results

Date of the AGM	July 24, 2024							
Total number of Shareholders on record date	13,349							
No. of shareholders present in the meeting either in person or through proxy:	-							
Promoters and Promoter Group:	-							
Public:	-							
No. of Shareholders attended the meeting through Video Conferencing	55							
Promoters and Promoter Group:	13							
Public:	42							
Resolution required : Ordinary	1. To consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2024, together with reports of the Board of Directors and the Auditor thereon							
Whether Promoter / Promoter group are interested in the agenda / resolution:	No							
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - in against (5)	% of Votes in favour Polled (6)=[(4)/(2)]*100	% of Votes against Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,18,15,955	1,17,73,323	99.6392	1,17,73,323	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Institutions	E-Voting	138	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	44,49,174	45,427	1.0210	45,427	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		1,62,65,267	1,18,18,750	72.6625	1,18,18,750	-	100.0000	-

Rane (Madras) Limited - 20th Annual General Meeting (AGM) Voting Results

Resolution required: Ordinary	2. To appoint a Director in the place of Mr. Ganesh Lakshminarayan (DIN:00012583), who retires by rotation and being eligible, offers himself for re-appointment							
Whether Promoter / Promoter group are interested in the agenda / resolution:	Yes, Mr. L Ganesh being promoter is interested in this resolution, as it relates to his own re-appointment.							
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - in against (5)	% of Votes in favour Polled (6)=[(4)/(2)]*100	% of Votes against Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,18,15,955	1,17,73,323	99.6392	1,17,73,323	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Institutions	E-Voting	138	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	44,49,174	45,427	1.0210	45,427	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		1,62,65,267	1,18,18,750	72.6625	1,18,18,750	-	100.0000	-

For RANE (MADRAS) LIMITED

Date: July 24, 2024
Place: Chennai

S Subha Shree
Secretary

A. K. JAIN & ASSOCIATES
COMPANY SECRETARIES



S. Anil Kumar Jain B.Com., FCS

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

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

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 20th Annual General Meeting of the Shareholders of **M/s. Rane (Madras) Limited**, held on
 Wednesday, July 24, 2024 at 14:00 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 20th Annual General Meeting of M/s. Rane (Madras) Limited held on Wednesday, July 24, 2024 at 14:00 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 20th Annual General Meeting ("AGM") of M/s. Rane (Madras) Limited on Wednesday, July 24, 2024 at 14.00 Hrs (IST) through VC / OAVM.

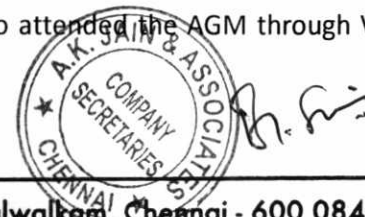
We were also appointed as Scrutinizer to scrutinize the e-voting at the AGM process.

The notice dated May 09, 2024, 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. 09/2023 dated September 25, 2023 (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 Sunday, July 21, 2024 (09:00 Hrs (IST)) to Tuesday, July 23, 2024 (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.



No. 2, (New No. 3), Raja Annamalai Road, First Floor, Purasawalkam, Chennai - 600 084.

Phone : 2665 1224 / 4555 8281 Cell : 98411 76001 / 98413 22315 E-mail : akjainassociates@gmail.com

The shareholders of the Company holding shares as on the "cut-off" date of Wednesday, July 17, 2024 were entitled to vote on the resolutions as contained in the Notice of the 20th 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 June 28, 2024 and in Tamil in 'Hindu Tamizh Thisai' newspaper dated June 28, 2024. 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.

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 **15.12 P.M (IST)** on July 24, 2024 in the presence of Ms. Poornima H and Mr. Srivatsan R 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 of the Company for the year ended March 31, 2024, together with reports of the Board of Directors and the Auditor thereon.
2	Ordinary	To appoint a Director in the place of Mr. Ganesh Lakshminarayan (DIN: 00012583), who retires by rotation and being eligible, offers himself for re-appointment

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	1,17,89,525	29,225	1,18,18,750	1,18,18,750	100	0	0.00
2	1,17,89,525	29,225	1,18,18,750	1,18,18,750	100	0	0.00

We did not find any invalid votes.

The above resolutions have been passed unanimously.



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.


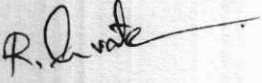
Place: Chennai
Date: 24.07.2024

For A.K.JAIN & ASSOCIATES
Company Secretaries



A handwritten signature in black ink, appearing to be "B. Sridhar".

BALU SRIDHAR
Partner
M.No.F5869
C.P.No.3550
UDIN: F005869F000814270
P.R No.: 1201/2021

Witness 1:	Witness 2:
<p> Name : Ms. Poornima H Address: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ : Service</p>	<p> Name : Mr. Srivatsan R Address: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ : Service</p>