

Rane (Madras) Limited



//Online Submission//

RML/SE/014/2022-23

June 29, 2022

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 18th Annual General Meeting held on June 29, 2022

Ref: Our letter no. RML/SE/012/2022-23 dated June 07, 2022 - Notice of AGM

We wish to inform you that the 18th Annual General Meeting (AGM) of the members of the Company was held on **Wednesday, June 29, 2022 at 10:00 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 18th 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 June 29, 2022. - *Annexure-3*

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

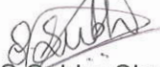
The AGM concluded at 10:35 hrs.

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



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 Eighteenth (18th) Annual General Meeting of the Shareholders of M/s Rane (Madras) Limited
held on Wednesday, June 29, 2022 at 10:00 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 18th Annual General Meeting of M/s. Rane (Madras) Limited held on Wednesday
June 29, 2022 at 10:00 hrs (IST) through Video Conferencing ('VC') / Other Audio
Visual Means ('OAVM')**

We, M/s. CR & ASSOCIATES, Practicing Company Secretaries, represented by
Mr. C. RAMASUBRAMANIAM, 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 18th Annual General Meeting ("AGM") of M/s. Rane (Madras) Limited on
Wednesday, June 29, 2022 at 10:00 Hrs (IST) through VC / OAVM.

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

The notice dated May 20, 2022, 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 the MCA Circular dated May 05, 2022 (read with previous Circulars) and Securities
and Exchange Board of India ("SEBI") vide circular dated May 13, 2022 (read with previous
circulars) ("collectively referred to as applicable circulars")



C. Ramasubramaniam

'Raji', 3B1, 3rd Floor, Gaiety Palace, No. 1L, Blackers Road, Mount Road, Chennai
Ph: 044 - 2852 8292, 4260 6292, Mobile: +91 98840 68292, 99625 68292

Email: fcs.rms@gmail.com, csrms@hotmail.com



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, June 26, 2022, 09:00 hrs (IST) to Tuesday, June 28, 2022, 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.

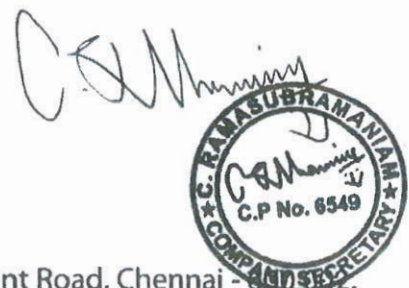
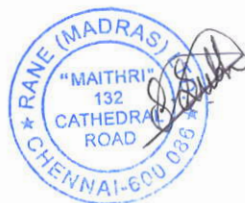
The shareholders of the Company holding shares as on the "cut-off" date of Wednesday, June 22, 2022 were entitled to vote on the resolutions as contained in the Notice of the 18th AGM

As prescribed in the 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 08, 2022 and in Tamil in 'Dinamani' newspaper dated June 08, 2022. 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., besides notice of www.ranegroup.com 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 10:36 A.M on June 29, 2022 in the presence of Mr. V Paineer and Ms. Anubala 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;



'Raji', 3B1, 3rd Floor, Gaiety Palace, No. 1L, Blackers Road, Mount Road, Chennai - 600 022.

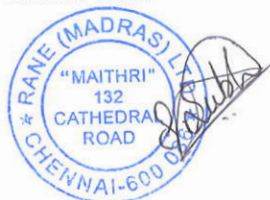
Ph: 044 - 2852 8292, 4260 6292, Mobile: +91 98840 68292, 99625 68292

Email: fcs.rms@gmail.com, csrms@hotmail.com

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, 2022, 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
3	Special	To approve under Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the remuneration payable to Mr. Ganesh Lakshminarayan (DIN: 00012583), Chairman (Non Executive Director) exceeding fifty per cent of the total annual remuneration payable to all Non-Executive Directors
4	Special	To appoint Ms. Vasudha Sundararaman (DIN: 06609400) as an Independent Director

Item No.	Total valid Votes received through			Votes in favor of the resolution		Votes against the resolution	
	Remote E-voting prior to AGM	E-voting on the date of the AGM	Total	No.	% of votes	No.	% of votes
1	11838802	29005	11867807	11866911	99.99	896	0.01
2	11838802	29005	11867807	11866494	99.99	1313	0.01
3	11838802	29005	11867807	11866494	99.99	1313	0.01
4	11838802	29005	11867807	11866494	99.99	1313	0.01

We did not find any invalid votes



For Resolutions No.1 & 2- Ordinary Resolutions

The votes cast in FAVOUR of the resolution are more than the votes cast AGAINST and the Resolutions are passed as an ORDINARY RESOLUTION with requisite majority.

For Resolutions No.3 & 4- Special Resolutions

The votes cast in FAVOUR of the resolution are three times more than the votes cast AGAINST and the Resolutions are passed as a SPECIAL RESOLUTION 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.

**FOR CR & ASSOCIATES
COMPANY SECRETARIES**

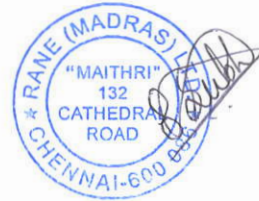


C. RAMASUBRAMANIAM

PARTNER

M. NO. 6125

CP NO.6549



Date: 29-06-2022

Place: Chennai

UDIN: F006125D000542232



Witness 1:

V.Panneer

S/o K. Veeramani

No.72, Vinayapuram 1st street

Arumbakkam, Chennai- 600106



Witness 2:

S. Anubala

D/o K. Shanmugavel

No. 10, Perumal Koil 2nd Street

Ernavoor, Chennai- 600057

'Raji', 3B1, 3rd Floor, Gaiety Palace, No. 1L, Blackers Road, Mount Road, Chennai - 600 002.

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