

Rane (Madras) Limited



//Online Submission//

RML / SE / 48 / 2019-20

December 09, 2019

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

Sub: Outcome of Extraordinary General Meeting held on December 09, 2019

Ref: Our letter no. RML/SE/44/2019-20 dated November 12, 2019 - Notice of EGM

We wish to inform you that an Extraordinary General Meeting (EGM) of the members of the Company was held on Monday, December 09, 2019 at The Music Academy (Mini hall), New No.168, T.T.K Road, Royapettah, Chennai - 600 014 at 10:15 hrs.

In this regard, we furnish the following:

1. Summary of the Proceedings of EGM - **Regulation 30** of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) – *Annexure - 1*
2. Voting Results of remote e-voting and Poll conducted at the EGM - **Regulation 44** of SEBI LODR – *Annexure - 2*
3. Consolidated report of the Scrutinizer on remote e-voting and Poll dated December 09, 2019. – *Annexure - 3*

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

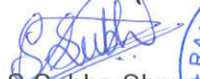
The EGM concluded at 10:43 hrs.

We request you to take the above on record and note the compliance under above referred regulations of SEBI LODR.

Thanking you.

Yours faithfully,

For Rane (Madras) Limited


S. Subha Shree
Secretary



Encl: a/a

Summary of proceedings of Extraordinary General Meeting (EGM)

An Extraordinary General Meeting (EGM) of the Company was held on Monday, **December 09, 2019** at The Music Academy (Mini Hall), New No.168, T.T.K Road, Royapettah, Chennai - 600 014 at 10:15 hrs. Mr. L Ganesh, Chairman of the Company, chaired the meeting. Upon ascertaining that the requisite quorum was present, the Chairman called the meeting to order.

The Chairman announced that 3 valid proxies received upto 48 hours before the commencement of the meeting representing 5,570 equity shares of Rs.10/- each fully paid-up were registered. The Chairman informed that the proxy register and other relevant documents as referred in the EGM notice were made available for inspection till the conclusion of the EGM.

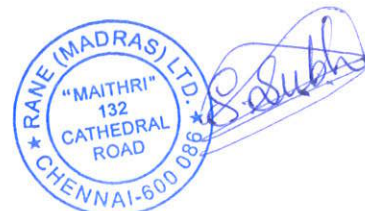
The Chairman welcomed the members to the meeting. The Chairman informed that other members of the Board have expressed their inability to attend the EGM due to their other professional pre-occupations and that he has been authorized as the representative of the Stakeholders' Relationship Committee, Audit Committee and Nomination and Remuneration Committee of the Board.

The Chairman briefed the members on the background of fund raising by way of preferential issue of convertible warrants and with the permission of the members present, the notice convening the EGM was taken as read.

The Chairman also informed that the certificate from M/s. Deloitte Haskins & Sells, Chartered Accountants, Statutory Auditors of the Company, certifying that the said Preferential Issue of Warrants is being made in accordance with applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (SEBI ICDR) was available at the meeting for inspection of the members and that the company has also received in-principle-approval for the preferential issue, from both the stock exchanges, viz., BSE & NSE.

The Chairman invited the members to raise any questions and proceeded to provide necessary clarifications sought by members on the business proposed to be transacted at the EGM through poll.

The Chairman informed the members that the Company had provided the remote e-voting facility to cast vote electronically on the resolution set forth in the Notice to the EGM and that Mr. C Ramasubramaniam, Practising Company Secretary (FCS 6125) was appointed as the Scrutinizer for the remote e-voting and ballot paper poll process at the EGM.




Thereafter, the Chairman ordered poll on the following business set-forth in the notice, for members who did not participate in remote e-voting and were present in person / through proxies at the meeting.


Special business:

1. Issue of warrants on preferential basis

The Chairman announced that the meeting shall stand concluded on the completion of the poll and the report of the scrutinizer along with the results would be declared within 48 hours of the conclusion of the EGM and hosted on company's website. The meeting concluded at 10:43 hrs.

For **Rane (Madras) Limited**


S Subha Shree
Secretary



Place: Chennai

Date: December 09, 2019

Rane (Madras) Limited - Extraordinary General Meeting (EGM) Voting Results

Date of the EGM	December 09, 2019
Total number of Shareholders on record date	10,698
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	10
Public:	61
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not applicable
Public:	

Resolution required: Ordinary	1. Issue of Warrants on Preferential basis								
Whether Promoter / Promoter group are interested in the agenda / resolution:	No, except for Rane Holdings Limited who is the proposed allottee and also part of the promoter group of the Company.								
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 of Votes Polled (6)=[(4)/(2)]*100	% of Votes in against of Votes Polled (7)=[(5)/(2)]*100	Invalid Votes (8)
Promoter and Promoter Group	E-Voting	75,23,859	74,82,287	99.45	74,82,287	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	23,028	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	44,26,284	1,15,809	2.62	1,15,809	-	100.00	-	-
	Poll		414	0.01	414	-	100.00	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		1,19,73,171	75,98,510	63.46	75,98,510	-	100.00	-	-

Date: December 09, 2019
Place: Chennai



For Rane (Madras) Limited

S Subha Shree

S Subha Shree
Secretary



**CONSOLIDATED SCRUTINIZER REPORT FOR E-VOTING & POLL
 FOR M/s. RANE (MADRAS) LIMITED**

To,
 The Chairman,
 Extraordinary General Meeting of Rane (Madras) Limited
 "MAITHRI", 132, Cathedral Road,
 Chennai - 600086

**Sub: Passing of resolution through electronic & poll conducted at the EGM
 of Rane (Madras) Limited held on Monday, December 09, 2019**

The Issue and Allotment Committee of the Board of Directors, at its meeting held on November 08, 2019 had appointed us as Scrutinizer to scrutinize the e-voting and poll process in a fair and transparent manner. The e-voting was held from Friday, December 06, 2019 (09:00 A.M IST) to Sunday, December 08, 2019 (05:00 P.M IST) (both days inclusive) and the poll was conducted in Extraordinary General Meeting of the Company held on Monday, December 09, 2019.

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 Friday, December 06, 2019 (09:00 A.M IST) to Sunday, December 08, 2019 (05:00 P.M IST). The remote e-voting results were unblocked at 05:30 P.M IST on December 08, 2019 and the poll conducted in Extraordinary General Meeting of the Company held on Monday, December 09, 2019 was completed at 10.43 A.M and the locked ballot box was unlocked in the presence by me in the presence of two witnesses not in the employment of the Company. For further details, refer our Scrutinizer's report dated 09.12.2019 attached herewith.

At the Extraordinary General Meeting of the Company held on Monday, December 09, 2019, 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:

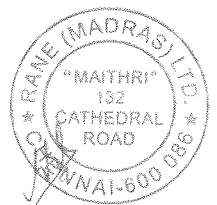
For CR & ASSOCIATES

(Signature)
 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




SPECIAL BUSINESS

Item No.1: Issue of warrants on preferential basis

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	7598096	100	7598096	100	0	0.00	0	0.00
Poll	414	100	414	100	0	0.00	0	0.00
TOTAL	7598510	100	7598510	100	0	0.00	0	0.00


All the votes cast are in FAVOUR of the resolution and the Resolution is passed as a SPECIAL RESOLUTION unanimously.

**FOR CR & ASSOCIATES
COMPANY SECRETARIES**

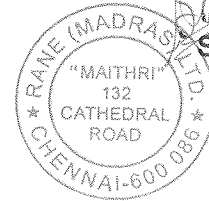

**C. RAMASUBRAMANIAM
PARTNER
M. NO. 6125 CP NO.6549**

**Place: Chennai
Date: 09.12.2019**

CERTIFIED TRUE COPY


**CR & ASSOCIATES
COMPANY SECRETARIES
"RAJI"3B1, 3rd Floor, Gaiety Palace,
No. 1L - Blackers Road, Mount Road,
Chennai - 600 002.
GST No. 33AAHFC7595H1Z6**

For Rane (Madras) Limited




**S Subha Shree
Secretary**

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

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