

Registered Office:
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India.

Tel : 91 44 2811 2472
URL : www.ranegroup.com

CIN : L35999TN1936PLC002202

Rane Holdings Limited



//Online Submission//

RHL/SE/038/2023-24

August 04, 2023

BSE Limited Listing Centre Scrip Code: 505800	National Stock Exchange of India Limited NEAPS Symbol: RANEHOLDIN
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Dear Sir / Madam,

Sub: Outcome of 87th Annual General Meeting (AGM) held on August 04, 2023.

Ref: Our letter no. RHL/SE/029/2023-24 dated July 10, 2023- Notice of AGM

We wish to inform you that the 87th Annual General Meeting (AGM) of the members of the Company was held on **Friday, August 04, 2023 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 87th 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 August 04, 2023 - *Annexure-3*

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

The AGM concluded at **14:47 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 Holdings Limited**

Siva Chandrasekaran
Secretary

Encl: a/a

Summary of proceedings of Eighty Seventh Annual General Meeting (87th AGM)

The Eighty Seventh Annual General Meeting (87th AGM) of **Rane Holdings Limited** was held on **Friday, August 04, 2023** through video conferencing (VC)/Other Audio Visual Means (OAVM) at 14:00 hrs.

Mr. Siva Chandrasekaran, Secretary, welcomed the members to the meeting. He informed members that the 87th 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 of the FY 2022-23 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. L Ganesh, Chairman & Managing Director 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 87th AGM.

The Chairman welcomed the members and introduced the fellow members of the Board, Chairpersons of the Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and the Auditor(s) of the Company. The Chairman informed the members that Mr. Rajeev Gupta, Director had expressed his inability to attend the AGM due to his other professional pre-occupations.

The Chairman gave an overview of the state of the industry, the Group's aggregate performance, key performance highlights of individual group companies during the financial year 2022-23 and future outlook, in his remarks to the members. With the permission of the members, The notice convening the 87th AGM was taken as read. In view of unmodified reports of the Statutory Auditors on the financial statements and that of the Secretarial Auditors, their reports were taken as read. The business transacted at the AGM were:

Ordinary business:

1. Consideration and adoption of Audited Financial Statements (Standalone and Consolidated) of the Company for year ended March 31, 2023, together with reports of Board of Directors and the Auditor thereon;
2. Declaration of dividend on Equity Shares.
3. Appointment of Director in the place of Mr. Ganesh Lakshminarayan (DIN:00012583), who retires by rotation and being eligible, offers himself for re-appointment;

Special business:

4. Appointment of Dr. Brinda Jagirdar (DIN:06979864) as an Independent Director.

The Chairman proceeded to address the queries on the business, group performance and any other clarification sought by members who had 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 87th AGM and enable members to participate in AGM electronically. The Chairman informed that remote e-voting opened on August 01, 2023 and concluded on August 03, 2023 as scheduled and members who did not exercise their vote by remote e-voting can cast their vote at the AGM. Pursuant to that, e-voting will be kept open upto the end of the meeting for 15 minutes and the meeting shall stand concluded thereafter.

The Chairman further informed that Mr. C Ramasubramaniam, Practising Company Secretary (F6125) was appointed as the Scrutinizer for the remote e-voting and e-voting at the 87th AGM.

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 the results would be duly declared and disclosed to Stock Exchanges and website of the Company. The AGM was declared as concluded at 14:47 hrs.

Rane Holdings Limited - 87th Annual General Meeting (AGM) Voting Results

Date of the AGM	04-08-2023							
Total number of Shareholders on record date	14,764							
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	69							
Promoters and Promoter Group:	9							
Public:	60							
Resolution required : Ordinary	To consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2023, 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	66,49,589	59,68,016	89.75	59,68,016	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Institutions	E-Voting	3,09,047	2,80,700	90.83	2,80,700	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	73,19,173	6,15,915	8.42	6,15,914	1	100.000	0.000
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		1,42,77,809	68,64,631	48.08	68,64,630	1	100.000	0.000

Rane Holdings Limited - 87th Annual General Meeting (AGM) Voting Results

Resolution required: Ordinary	2. To declare dividend on equity shares							
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	66,49,589	59,68,016	89.75	59,68,016	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Institutions	E-Voting	3,09,047	2,81,280	91.02	2,81,280	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	73,19,173	6,15,915	8.42	6,15,914	1	100.000	0.000
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		1,42,77,809	68,65,211	48.08	68,65,210	1	100.000	0.000

Rane Holdings Limited - 87th Annual General Meeting (AGM) Voting Results

Resolution required: Ordinary	3. 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							
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	66,49,589	59,68,016	89.75	59,68,016	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Institutions	E-Voting	3,09,047	2,81,280	91.02	2,81,280	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	73,19,173	6,15,915	8.42	6,15,914	1	100.000	0.000
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		1,42,77,809	68,65,211	48.08	68,65,210	1	100.000	0.000

Rane Holdings Limited - 87th Annual General Meeting (AGM) Voting Results

Resolution required: Special	4. To appoint Dr. Brinda Jagirdar (DIN:06979864) as an Independent Director							
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	66,49,589	59,68,016	89.75	59,68,016	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Institutions	E-Voting	3,09,047	2,81,280	91.02	2,50,722	30,558	89.136	10.864
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	73,19,173	6,15,915	8.42	6,12,914	3,001	99.513	0.487
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		1,42,77,809	68,65,211	48.08	68,31,652	33,559	99.511	0.489

For RANE HOLDINGS LIMITED

Date: August 04, 2023
Place: Chennai

Siva Chandrasekaran
Secretary



CONSOLIDATED SCRUTINIZER 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 Eighty Seventh (87th) Annual General Meeting of the Shareholders of M/s Rane Holdings Limited held on Friday, August 04, 2023 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 87th Annual General Meeting of M/s. Rane Holdings Limited held on Friday, August 04, 2023 at 14:00 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 Holdings 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 87th Annual General Meeting ("AGM") of M/s. Rane Holdings Limited on Friday, August 04, 2023 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 12, 2023, 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 No.10/2022 dated December 28, 2022 (read with previous

C. Ramasubramaniam



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

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

Circulars) and Securities and Exchange Board of India (“SEBI”) vide circular dated January 05, 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 Tuesday, August 01, 2023 at 09:00 hrs (IST) to Thursday, August 03, 2023 at 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 Friday, July 28, 2023 were entitled to vote on the resolutions as contained in the Notice of the 87th 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 July 10, 2023 and in Tamil in “Hindu Tamil Thisai” newspaper dated July 10, 2023. 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 02.47 P.M on August 04, 2023 in the presence of Mr. V. Panneer and Ms. S. 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;



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

Item No	Type of Resolution	Subject Matter
1	Ordinary	To consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2023, 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. Ganesh Lakshminarayan (DIN:00012583), who retires by rotation and being eligible, offers himself for re-appointment
4	Special	To appoint Dr. Brinda Jagirdar (DIN:06979864) as an Independent Director

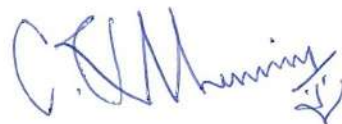
Item No.	Total valid Votes received through			Votes in favor of the resolution		Votes against the resolution	
	Remote E-voting prior to AGM	E-voting on the date of the AGM	Total	No	% of votes	No	% of votes
1*	68,64,230	401	68,64,631	68,64,630	100	1	0
2	68,64,810	401	68,65,211	68,65,210	100	1	0
3	68,64,810	401	68,65,211	68,65,210	100	1	0
4	68,64,810	401	68,65,211	68,31,652	99.51	33,559	0.49

We did not find any invalid votes.

*A shareholder holding 580 equity shares abstained from voting on Resolution No. 1.

For Resolutions No.1, 2, & 3 – 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.




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For Resolution No.4– Special Resolution

The votes cast in FAVOUR of the resolution are three times more than the votes cast AGAINST and the Resolution is 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: 04.08.2023

Place: Chennai

UDIN: F006125E000743202

Witness 1:




V.Panneer

S/o Mr.K.Veeramani

No.72, Vinayagapuram 1st Street

Arumbakkam, Chennai-600106.

Witness 2:



S.Anubala

D/o Mr. K.Shanmugavel

No.12/35, Kannilal Layout, Nethaji Nagar,

Ernavoor, Chennai-600057.