

Registered Office: Tel : 91 44 2811 2472
" Maithri " Fax : 91 44 2811 2449
132, Cathedral Road, URL : www.ranegroup.com
Chennai 600 086.
India.
CIN : L63011TN2004PLC054948

Rane Brake Lining Limited



//Online Submission//

RBL/SE/077/2024-25

December 09, 2024

| | |
|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------|
| BSE Limited (BSE) Listing Centre Scrip Code: 532987 | National Stock Exchange of India Limited (NSE) NEAPS Symbol: RBL |
|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------|

Dear Sir / Madam,

Sub: Outcome of Postal Ballot – SEBI LODR

**Ref: 1) Our letter no. RBL/SE/069/2024-25 dated November 08, 2024 – Notice of Postal Ballot
2) Our letter no. RBL/SE/063/2024-25 dated October 25, 2024 – Outcome of Board Meeting**

Further to our letter(s) referred above, it is hereby informed that the Special resolution(s) as set out in the Postal Ballot notice dated October 25, 2024, in connection with:

- Approval of payment of commission to Mr. Harish Lakshman (DIN: 00012602), Chairman and Non-Executive Director; and
- Approval of re-appointment and remuneration of Mr. R Balakrishnan, President as Manager

have been approved with requisite majority by the members on December 08, 2024 (being the last date for e-voting).

In this regard, we submit the following:

- Voting results under Regulation 44(3) of SEBI LODR. **(Annexure - A)**
- Scrutinizer's report dated December 09, 2024 on the Postal Ballot / e-voting. **(Annexure - B)**

The above is also being uploaded on the website of the Company www.ranegroup.com and CDSL www.evotingindia.com.

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

Thanking you,

Yours faithfully,

For **Rane Brake Lining Limited**

Venkatraman
Secretary

Encl: a/a

*S. Anil Kumar Jain* B.Com., FCS*Balu Sridhar* M.A.C.S., FCS., LLB*Pankaj Mehta* B.Com (C.S.), ACS**SCRUTINIZER REPORT**

To,
The Chairman,
M/s. RANE BRAKE LINING LIMITED
'Maithri' No.132, Cathedral Road,
Chennai – 600 086

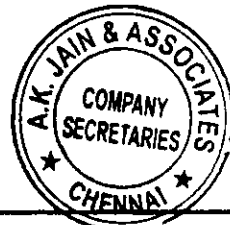
Dear Sir,

Sub: Scrutinizer Report on e-voting process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014

1. The Board of Directors of **M/s. RANE BRAKE LINING LIMITED** have on Friday, October 25, 2024 appointed M/s. A. K. Jain & Associates, Practicing Company Secretaries, represented by Mr. Balu Sridhar, Partner as a Scrutinizer for scrutinizing postal ballot which was conducted only through the electronic means pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and in terms of circulars issued by the Ministry of Corporate Affairs (MCA) vide its General Circular No. 09/2024 dated September 19, 2024 read with its previous circulars (MCA Circulars) in this regard, for resolutions set out in the Postal Ballot Notice dated October 25, 2024.

In accordance with the aforementioned MCA Circulars and as confirmed by the Company, the Postal Ballot Notice dated October 25, 2024, in respect of the below mentioned Resolutions, was sent by e-mail to the Shareholders on Friday, November 08, 2024 whose e-mail addresses are registered with the Company/depositories as on Friday, November 01, 2024.

2. We hereby submit our report as under:
 - (a) The company had completed on Friday, November 08, 2024, the dispatch of postal ballot notice to the members who have registered their e-mail addresses with the Company, the Registrars and Transfer Agents or Depository/Depository Participants whose name(s) appeared on the Register of Members / List of Beneficiaries as on Friday, November 01, 2024.



- (b) In compliance with MCA Circulars physical postal ballot forms were not dispatched by the Company. Accordingly, the receipt of Postal ballot forms does not arise.
- (c) The Company had published the advertisement pertaining to dispatch of postal ballot notice in English in 'Business Standard' and in Tamil in 'Hindu Tamizh Thisai' newspapers dated Friday, November 08, 2024.
- (d) The Notice of the Postal Ballot was made available on the website of the company www.ranegroup.com
- (e) The members of the Company as on the "cut-off" date i.e. Friday, November 01, 2024, were entitled to vote on the resolutions mentioned in the postal ballot notice through remote e-voting platform provided by Central Depository Services (India) Limited (CDSL).
- (f) The e-voting commenced on Saturday, November 09, 2024 at 9.00 A.M. (IST) and ended on Sunday, December 08, 2024 at 5.00 P.M. (IST).
- (g) The votes cast through remote e-voting were unblocked on Monday, December 09, 2024 at 09.57 A.M. (IST) in the presence of (i) Mr. Vaibhav Krishnan and (ii) Ms. Ajitha Silvia who are not in the employment of the Company.
- (h) The votes cast through e-voting were scrutinized and the shareholdings were reconciled with the Register of Members of the Company / List of Beneficiaries as on Friday, November 01, 2024.
- (3) The summary of votes cast through e-voting is given below:

| Resolution 1: (Special) | | To approve payment of commission to Mr. Harish Lakshman (DIN: 00012602), Chairman and Non-Executive Director | |
|-------------------------|--------------------------------------------|--------------------------------------------------------------------------------------------------------------|---------------------|
| | | No. of members voted | No. of shares voted |
| 1. | Total votes cast | 135 | 59,79,446 |
| 2. | Less: Invalid Votes | 0 | 0 |
| 3. | Total Valid Votes | 135 | 59,79,446 |
| 4. | Total valid votes favoring the resolution. | 122 | 59,78,759 |
| 5. | Total valid votes against the resolution. | 13 | 687 |

% of votes in favor of the resolution : 99.99%

% of votes against the resolution : 0.01%



| Resolution 2: (Special) | | To approve re-appointment and remuneration of Mr. R Balakrishnan, as Manager | |
|-------------------------|--------------------------------------------|------------------------------------------------------------------------------|---------------------|
| | | No. of members voted | No. of shares voted |
| 1. | Total votes cast | 135 | 59,79,446 |
| 2. | Less: Invalid Votes | 0 | 0 |
| 3. | Total Valid Votes | 135 | 59,79,446 |
| 4. | Total valid votes favoring the resolution. | 126 | 59,78,881 |
| 5. | Total valid votes against the resolution. | 9 | 565 |

% of votes in favor of the resolution : 99.99%

% of votes against the resolution : 0.01%

(4) Reason for invalid and grounds for rejection: NA

(5) You may accordingly declare the result of the voting by Postal ballot.

Thanking you,

For A. K. JAIN & ASSOCIATES
Company Secretaries

B.S.

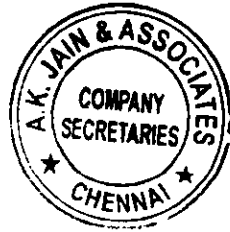
BALU SRIDHAR
Partner

M.No. F5869

C.P.No.3550

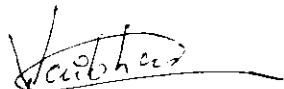
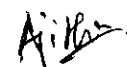
UDIN: F005869F003312579

P.R. NO.1201/2021



Chennai

December 09, 2024

| Witness 1: | Witness 2: |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|  Name : Mr. Vaibhav Krishnan Address: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ : Service |  Name : Ms. Ajitha Silvia Address: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ : Service |