

Minutes of the declaration of results on the voting by Postal Ballot / e-voting conducted as per SEBI Circular CIR/ CFD/DIL/8/2013 dated May 21, 2013 for seeking approval of the public shareholders (other than Promoter and Promoter group shareholders), for the scheme of amalgamation of Rane Diecast Limited with Rane (Madras) Limited, announced on Thursday, December 5, 2013 at 1.00 p.m. at the Registered Office of the Company situated at "Maithri", 132, Cathedral Road, Chennai 600 086.

Present : L Ganesh Chairman

No. of members - 7

S Subha Shree Secretary

Mr. R Balasubramaniam,
Practicing Company Secretary –Scrutinizer

The Chairman informed that the Company pursuant to Section 192A of the Companies Act, 1956, Companies (Passing of resolution by postal ballot) Rules, 2011 read with SEBI Circular CIR/ CFD/DIL/8/2013 dated May 21, 2013, on October 31, 2013 dispatched notice to all the Public shareholders (other than Promoter and Promoter group shareholders), seeking approval for the scheme of amalgamation of Rane Diecast Limited with Rane (Madras) Limited, pursuant to Sections 391-394, 16, 94 and other applicable provisions of the Companies Act, 1956, as per the following resolution set in the notice :

Scheme of amalgamation of Rane Diecast Limited with Rane (Madras) Limited

"RESOLVED THAT pursuant to the provisions of Sections 391 to 394, 16, 94 and other applicable provisions, if any, of the Companies Act, 1956 ("Act") and subject to the approval of the High Court of Judicature at Madras or other appropriate authorities, the Scheme of Amalgamation ('the Scheme') of Rane Diecast Limited ('RDL' or 'Transferor Company') with Rane (Madras) Limited ('RML' or 'the Company' or 'Transferee Company') as circulated along with the notice, be and is hereby approved and agreed to.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution and for removal of any difficulties or doubts, the Board of Directors of the Company (herein referred to as 'the Board', which term shall deem to include any committee or any person(s) which the Board may nominate or constitute to exercise its powers, including the powers conferred under this resolution), be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper and to settle any questions or difficulties or doubts that may arise, including passing of such accounting entries and / or making such adjustments in the books of accounts as considered necessary to give effect to the above resolution or to carry out such modifications/directions as may be ordered by the Hon'ble High Court of Judicature at Madras, any other appropriate statutory or regulatory authority or as may be decided by the Board of Directors to implement the aforesaid resolution."

The Chairman stated that it was mentioned in the said Notice that the Postal Ballot form sent therewith should be returned by the shareholders duly completed so as to reach the Scrutinizer on or before the close of business hours on Monday, December 2, 2013.

The Chairman thereafter stated that the Scrutinizer, Mr. R Balasubramaniam, had carried out the scrutiny of all the postal ballot forms received up to the close of business hours on December 2, 2013 and that the Scrutinizer had submitted his reported dated December 4, 2013 and that he as the Chairman had accepted the said Report.

The Chairman then announced the following results of the Postal Ballot based on the report submitted by the Scrutinizer:

Particulars	Postal Ballot and E-Voting		% of Votes / Shares to total paid-up capital	% to total voters	% to total Votes / Shares
	No. of Forms / E-voters received	No. of Votes / Shares			
(a) Total postal ballot forms / E-votes received	281	459027	4.516	100.000	100.000
(b) Less: Invalid postal ballot forms.	3	6916	0.068	1.068	1.507
(c) Net valid postal ballot forms / E-votes	278	452111	4.448	98.932	98.493
(d) Postal Ballot forms / E-votes -assent for the Resolution	272	451896	4.446	96.797	98.446
(e) Postal Ballot forms / E-votes -dissent for the Resolution	6	215	0.002	2.135	0.047

The Chairman thereafter announced that resolution have therefore been approved by the public shareholders with requisite majority.

Chennai
December 5, 2013

L Ganesh
Chairman