

Registered Office:
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CIN : L35999TN1936PLC002202

Rane Holdings Limited



//Online Submission//

RHL / SE /29/ 2021-22

August 06, 2021

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 85th Annual General Meeting held on August 06, 2021

Ref: Our letter no. RHL/SE/23/2021-22 dated July 12, 2021- Notice of AGM

We wish to inform you that the 85th Annual General Meeting (AGM) of the members of the Company was held on **Friday, August 06, 2021 at 15:00 hrs IST through Video Conference (VC)/ Other Audio Visual Means (OAVM).**

In this regard, we furnish the following:

1. Summary of the Proceedings of 85th 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 06, 2021. - *Annexure-3*

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

The AGM concluded at 15:31 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

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Summary of proceedings of Eighty Fifth Annual General Meeting (85th AGM)

The Eighty Fifth Annual General Meeting (85th AGM) of **Rane Holdings Limited** was held on Friday, August 06, 2021 through video conferencing (VC)/Other Audio Visual Means (OAVM) at 15:00 hrs.

Mr. Siva Chandrasekaran, Secretary, welcomed the members to the meeting. He informed members that in view of COVID-19 Pandemic, the 85th AGM is being conducted through video conferencing in compliance with Companies Act, 2013. He also informed that in accordance with the MCA & SEBI circulars, the notice of this AGM and Annual Report of the FY 2020-21 were sent by e-mail to all members whose e-mail IDs were available 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 85th 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 and the Auditor(s) of the Company. Further, the Chairman informed the members that Mr. Harish Lakshman, Vice-Chairman and Joint Managing Director and Mr. Rajeev Gupta, Independent Director expressed their inability to attend the AGM due to their 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 2020-21 and future outlook, in his opening remarks to the members. With the permission of the members, the notice convening the 85th AGM was taken as read. In view of unqualified reports of Statutory Auditors on the financial statements and the Secretarial Auditor, the relevant reports were not read out. The business transacted at the AGM and available in the Notice convening the AGM were:

Ordinary business:

1. Consideration and adoption of Audited Financial Statements of the Company for year ended March 31, 2021, together with reports of Board of Directors and the Auditor thereon;
2. 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:

3. Amendment of Articles of Association of the Company; and
4. Approval of appointment of Mr. L Lakshman, as Chairman Emeritus.

There were no pre-registered speakers present. 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 85th AGM and enable members to participate in AGM electronically. The Chairman informed that remote e-voting opened on August 03, 2021 and concluded on August 05, 2021 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 up to 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 85th 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 declared within two working days of the conclusion of the meeting and hosted on company's website. The meeting concluded at 15:31 hrs.



Rane Holdings Limited - 85th Annual General Meeting (AGM) Voting Results

Date of the AGM	06-Aug-2021
Total number of Shareholders on record date	20,421
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	74
Promoters and Promoter Group:	14
Public:	60

Resolution required : Ordinary	1. To consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2021, 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	66,25,189	59,56,961	89.9138	59,56,961	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Institutions	E-Voting	12,65,435	7,75,016	61.2450	7,75,016	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	63,87,185	14,51,969	22.7325	14,51,964	5	99.9997	0.0003
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		142,77,809	81,83,946	57.3193	81,83,941	5	99.9999	0.0001



Rane Holdings Limited - 85th Annual General Meeting (AGM) Voting Results

Resolution required: Ordinary	2. 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, Mr. L Ganesh being promoter is interested in this resolution, as it relates to his own appointment.							
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	66,25,189	39,61,444	59.7937	39,61,444	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Institutions	E-Voting	12,65,435	7,75,016	61.2450	7,75,016	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	63,87,185	14,51,969	22.7325	14,51,964	5	99.9997	0.0003
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		142,77,809	61,88,429	43.3430	61,88,424	5	99.9999	0.0001



Rane Holdings Limited - 85th Annual General Meeting (AGM) Voting Results

Resolution required: Special	3. To amend the Articles of Association of the Company							
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	66,25,189	39,61,444	59.7937	39,61,444	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Institutions	E-Voting	12,65,435	7,75,016	61.2450	7,75,016	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	63,87,185	14,51,962	22.7324	14,51,877	85	99.9941	0.0059
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		142,77,809	61,88,422	43.3429	61,88,337	85	99.9986	0.0014

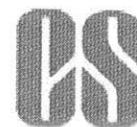


Rane Holdings Limited - 85th Annual General Meeting (AGM) Voting Results

Resolution required: Ordinary	4. Approval to appoint Mr. L Lakshman, as Chairman Emeritus							
Whether Promoter / Promoter group are interested in the agenda / resolution:	Yes, Mr. L Lakshman being promoter is interested in this resolution, as it relates to his own appointment. Mr. L Ganesh and Harish Lakshman, Promoters being his relatives are also deemed interested.							
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	66,25,189	39,61,444	59.7937	39,61,444	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Institutions	E-Voting	12,65,435	7,75,016	61.2450	7,75,016	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	63,87,185	14,51,969	22.7325	14,51,623	346	99.9762	0.0238
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		142,77,809	61,88,429	43.3430	61,88,083	346	99.9944	0.0056



**CR & ASSOCIATES
COMPANY SECRETARIES**



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 Fifth (85th) Annual General Meeting of the Shareholders of M/s Rane Holdings Limited held on August 06, 2021 at 15.00 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 85th Annual General Meeting of M/s. Rane Holdings Limited held on Friday, the August 06, 2021 at 15:00 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 85th Annual General Meeting ("AGM") of M/s. Rane Holdings Limited on Friday the August 06, 2021 at 15.00 Hrs (IST) through VC / OAVM.

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

The notice dated May 27, 2021, 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 January 13, 2021 (read with previous Circulars) and Securities and Exchange Board of India ("SEBI") vide circular dated January 15, 2021 (read with previous circulars).



C. Ramasubramaniam



'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



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 03, 2021 (09.00 Hrs (IST)) to Thursday August 05, 2021 (17.00 Hrs (IST)) as mentioned in the Notice convening AGM.

The Company had provided e-voting facility to the shareholders 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 30, 2021 were entitled to vote on the resolutions as contained in the Notice of the 85th 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 12, 2021 and in Tamil in 'Dinamani' newspaper dated July 12, 2021. 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 03.31 P.M on August 06, 2021 in the presence of Mrs. Lalitha Swaminathan and Mr. V Panneer 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;



C. D. Mani



'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

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, 2021, 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 amend the Articles of Association of the Company
4	Ordinary	Approval to appoint Mr. L Lakshman, as Chairman Emeritus

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	6076229	2107717	8183946	8183941	99.9999	5	0.0001
2	6076229	112200	6188429	6188424	99.9999	5	0.0001
3	6076222	112200	6188422	6188337	99.9986	85	0.0014
4	6076229	112200	6188429	6188083	99.9944	346	0.0056

We did not find any invalid votes



C. S. Mani



'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

For Resolutions No.1, 2, & 4 – Ordinary Resolutions

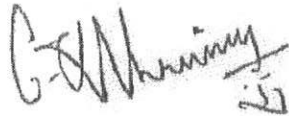
The votes cast in FAVOUR of the resolution are more than the votes cast AGAINST and the Resolutions are passed as an ORDINARY RESOLUTION.

For Resolutions No.3– 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.

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**



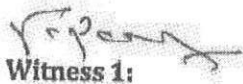
**C. RAMASUBRAMANIAM
PARTNER
M. NO. 6125 CP NO.6549**



Date: 06.08.2021

Place: Chennai

UDIN: F006125C000747888



Witness 1:

V. Panneer

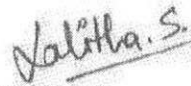
S/o K. Veeramani

No.72, Vinayagapuram 1st street

Arumbakkam, Chennai- 600106

Witness 2:

S. Lalitha



W/o K. Swaminathan

F5, Sharadha Krupha Apartment,

Kirupashankari Street, West Mambalam

Chennai-600033