Rane Engine Valve Ltd.

Registered Office:
" Maithri "
132, Cathedral Road,
Chennai 600 086.
India.
CIN : L744999TN1972PLC006127

Tel : 044 - 2811 2472
Fax : 044 - 2811 2449
URL : www.rane.co.in

REVL / SE/ 17 /2016-17

July 25, 2016

BSE Limited Corporate Relationship Department, 1st Floor, New Trading Ring, Phiroze Jeejeebhoy Towers, Dalal Street, **Mumbai 400 001**	**National Stock Exchange of India Ltd.** Listing Department Exchange Plaza, 5th Floor, Plot No.C/1, 'G' Block, Bandra Kurla Complex Bandra (E), **Mumbai - 400 051.**
Code No.532988	**Code : RANEENGINE**

Dear Sir/ Madam,

Sub: Outcome of 44th Annual General Meeting (AGM) and Voting results (E-voting & Poll)

Ref : Letter no. REVL/SE/09/2016-17 dated June 27, 2016 intimating AGM

We wish to inform you that the 44th Annual General Meeting (AGM) of the Company was held on Monday, July 25, 2016 at The Music Academy (Mini hall), New No.168, T.T.K Road, Royapettah, Chennai at 10.15 a.m.

In regard to above, please find enclosed:

1. Summary of the Proceedings of 44th AGM (**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 AGM (**Regulation 44** of SEBI LODR)**(Annexure-2)**
3. Consolidated report of the Scrutinizer on remote e-voting and Poll dated July 25, 2016. **(Annexure-3)**

The above are also being uploaded on the website of the Company **www.rane.co.in**

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

Kindly acknowledge receipt.

Thanking you.

Yours faithfully
For **Rane Engine Valve Limited**

P. Guhanantham

P Guhanantham
Secretary
Encl: a/a

RANE ENGINE VALVE LIMITED "MAITHRI" 132 CATHEDRAL ROAD CHENNAI-600 086

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Annexure 1

Summary of proceedings of Forty Fourth Annual General Meeting (44th AGM)

The Forty Fourth Annual General Meeting (44th AGM) of the Company was held on Monday, July 25, 2016 at The Music Academy (Mini Hall), New No.168, T.T.K Road, Royapettah, Chennai at 10.15 a.m. Mr. L Ganesh, Chairman and 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 announced that 12 valid proxies received upto 48 hours before the commencement of the meeting representing 3,537 equity shares of Rs.10/- each fully paid-up were registered. The Chairman informed that the proxy register and register of director's & key managerial personnel shareholdings, register of contracts or arrangements in which the directors are interested, are open for inspection till the conclusion of the 44th AGM.

The Chairman welcomed the members and introduced the fellow members of the Board, Chairperson of the Audit Committee, Nomination & Remuneration Committee, Stakeholder's Relationship Committee and Corporate Social Responsibility Committee and the Auditors.

The Chairman gave an overview of the state of the industry, the Company's performance during the financial year 2015-16 and future outlook, in his speech to the members. With the permission of the members, the notice convening the 44th AGM & unqualified report of Statutory Auditors on the financial statements were taken as read.

The Chairman informed the members that the Company had provided the remote e-voting facility to cast vote electronically, on all resolutions set forth in the Notice to 44th AGM. The Chairman further informed that Mr. Balu Sridhar, Practising Company Secretary (F 5869) was appointed as the Scrutinizer for the remote e-voting and ballot paper poll process at the AGM.

The Chairman provided necessary clarifications sought by members on audited financial statement & other businesses to be transacted at the AGM through poll. Thereafter, the Chairman ordered poll on the following businesses 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.

Ordinary business:

1. Adoption of Audited Financial Statements of the Company for year ended March 31, 2016, reports of the Board of Directors and the Auditors' thereon.
2. Re-appointment of Mr. L Lakshman (DIN: 00012554) as Director, who retires by rotation and being eligible offers himself for re-election.
3. Ratification of the appointment of M/s. Brahmayya & Co., Chartered Accountants as statutory auditors.

Special business:

4. Ratification of the remuneration of Cost Auditor for 2015-16

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 meeting and hosted on company's website. The meeting concluded at 11.10 a.m.

For **Rane Engine Valve Limited**

P. Guhanantham

P Guhanantham
Secretary

RANE ENGINE VALVE LIMITED "MAITHRI" 132 CATHEDRAL ROAD CHENNAI-600 085

Place : Chennai
Date : July 25, 2016

ANNEXURE-2

Rane Engine Valve Limited - 44th Annual General Meeting (AGM) Voting Results	
Date of the AGM	July 25, 2016 (Monday)
Total number of Shareholders on record date	5,260
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	11
Public:	808
No. of Shareholders attended the meeting through Video Conferencing	Not applicable

Resolution required : Ordinary	1.To consider and adopt the audited financial statements of the Company for the year ended March 31, 2016, the reports of the Board of Directors and Auditor's 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 of Votes Polled (6)=[(4)/(2)]*100**	**% of Votes in against of Votes Polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	34,36,934	-	-	-	-	-	-
	Poll		34,34,047	99.92	34,34,047	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public -Institutions	E-Voting	1,18,577	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,63,481	210	0.01	210	-	100.00	-
	Poll		5,868	0.19	5,868	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	67,18,992	34,40,125	51.20	34,40,125	-	100.00	-

Resolution required : Ordinary	2.To re-appoint Mr. L Lakshman (DIN 00012554), who retires by rotation, as a director							
Whether Promoter / Promoter group are interested in the agenda / resolution:	Mr. L Lakshman, Promoter is interested in this resolution							
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**
Promoter and Promoter Group	E-Voting	34,36,934	-	-	-	-	-	-
	Poll		34,33,947	99.91	34,33,947	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public -Institutions	E-Voting	1,18,577	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,63,481	210	0.01	210	-	100.00	-
	Poll		5,868	0.19	5,868	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	67,18,992	34,40,025	51.20	34,40,025	-	100.00	-

RANE ENGINE VALVE LIMITED
"MAITHRI"
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CATHEDRAL
ROAD
CHENNAI-600 086

Rane Engine Valve Limited - 44th Annual General Meeting (AGM) Voting Results

Resolution required : Ordinary	3.To ratify appointement of M/s.Brahmayya & Co, Chartered Accountants as Statutory Auditors'
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 of Votes Polled (6)=[(4)/(2)]*100	% of Votes in againstof Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34,36,934	-	-	-	-	-	-
	Poll		34,34,047	99.92	34,34,047	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public -Institutions	E-Voting	1,18,577	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,63,481	210	0.01	210	-	100.00	-
	Poll		5,868	0.19	5,868	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	67,18,992	34,40,125	51.20	34,40,125	-	100.00	-

Resolution required : Ordinary	4.To ratify remuneration of Cost Auditor for 2015 - 16
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 of Votes Polled (6)=[(4)/(2)]*100	% of Votes in againstof Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34,36,934	-	-	-	-	-	-
	Poll		34,34,047	99.92	34,34,047	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public -Institutions	E-Voting	1,18,577	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,63,481	210	0.01	210	-	100.00	-
	Poll		5,868	0.19	5,868	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	67,18,992	34,40,125	51.20	34,40,125	-	100.00	-

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A. K. JAIN & ASSOCIATES
COMPANY SECRETARIES

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

CONSOLIDATED SCRUTINISER 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 44th Annual General Meeting of the shareholders of RANE ENGINE VALVE LIMITED, held on 25.07.2016 at The Music Academy (Mini Hall), New No.168, TTK Road, Royapettah, Chennai - 600014.

Dear Sir,

Sub: Consolidated Scrutinizer Report on remote e-voting 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 and as amended from time to time and poll conducted at the 44th AGM of RANE ENGINE VALVE LIMITED on July 25, 2016.

The Board of Directors of the Company, at its meeting held on May 19, 2016 had appointed me as the Scrutinizer for e-voting held between 22nd July, 2016 (9.00 a.m.) and 24th July, 2016 (5.00 p.m.) and for the poll conducted at the 44th Annual General Meeting of the Company held on July 25, 2016.

The Company had appointed Central Depository Services (India) Limited, as the Service Provider, for extending the facility of e-voting to the shareholders of the Company from July 22, 2016 (09:00 A.M) till July 24, 2016 (05.00 P.M). The e-voting results were unblocked by me after the conclusion of Annual General Meeting held on July 25, 2016 at 12.05 P.M. For further details, refer Scrutinizer's report on e-voting dated July 25, 2016 attached herewith.

At the 44th AGM of the Company held on July 25, 2016, 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 results of voting through remote e-voting and through ballot papers at the AGM venue are as under:

A.K. JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

No. 2, (New No. 3), Raja Annamalai Road, First Floor, Purasaiwalkam, Chennai - 600 084.
Phone : 2665 1224 / 4555 8281 Cell : 98411 76001 / 98413 22315 E-mail : akjainassociates@gmail.com

Item No	Type of Resolution	Subject Matter
1	Ordinary	To consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2016, reports of the Board of Directors and the Auditors thereon.
2	Ordinary	To re-appoint Mr L Lakshman (DIN 00012554), who retires by rotation, as a Director
3	Ordinary	To ratify appointment of M/s. Brahmayya and Co., Chartered Accountants as Statutory Auditors.
4	Ordinary	To ratify remuneration of Cost Auditor for 2015-16.

Item No.	Total valid Votes received through			Votes in favour of the resolution		Votes against the resolution	
	E-voting	Ballot Paper	Total	No	% of votes	No	% of votes
1	210	34,39,915	34,40,125	34,40,125	100	0	0
2	210	34,39,815	34,40,025	34,40,025	100	0	0
3	210	34,39,915	34,40,125	34,40,125	100	0	0
4	210	34,39,915	34,40,125	34,40,125	100	0	0

A shareholder holding 5 shares as on the Cut-off date i.e. 18.07.2016 had casted vote for 300 shares in the poll taken in 44th Annual General Meeting held on 25.07.2016. The no of votes for the purpose of this report had been restricted to 5 shares.

All the four resolutions have been passed with the requisite majority.

For A.K.JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 25.07.2016

A.K. JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

BALU SRIDHAR
Partner
Scrutinizer
M.No. F5869
COP: 3550