

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.ranegroup.com

//Online Submission//

REVL / SE / 22 / 2017-18

August 22, 2017

BSE Limited Listing Centre Scrip Code: 532988	National Stock Exchange of India Ltd. NEAPS Symbol: RANEENGINE
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Dear Sir / Madam,

Sub: Outcome of 45th Annual General Meeting held on August 21, 2017

Ref: Our letter no. REVL / SE / 19 / 2017-18 dated July 21, 2017 - Notice of AGM

We wish to inform you that the 45th Annual General Meeting (AGM) of the members of the Company was held on Monday, August 21, 2017 at The Music Academy (Mini hall), New No.168, T.T.K Road, Royapettah, Chennai – 600 014 at 15.00 hrs.

In this regard, we furnish the following:

1. Summary of the Proceedings of 45th 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 August 21, 2017. - *Annexure-3*

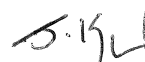
The above are also being uploaded on the website of the Company www.ranegroup.com

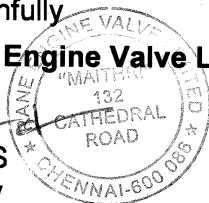
We request you to take the above on record and note the compliance under above referred regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR).

Thanking you.

Yours faithfully

For Rane Engine Valve Limited


Kalidoss S
Secretary



Encl: a/a

Annexure 1

Summary of proceedings of Forty Fifth Annual General Meeting (45th AGM)

The Forty Fifth Annual General Meeting (45th AGM) of the Company was held on Monday, August 21, 2017 at The Music Academy (Mini Hall), New No.168, T.T.K Road, Royapettah, Chennai - 600 014 at 15:00 hrs. 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 7 valid proxies received upto 48 hours before the commencement of the meeting representing 393 equity shares of Rs.10/- each fully paid-up were registered. The Chairman informed that the proxy register and register of directors & key managerial personnel & their shareholding, register of contracts or arrangements in which the directors are interested, are open for inspection till the conclusion of the 45th AGM.

The Chairman welcomed the members and introduced the fellow members of the Board, Chairperson of the Audit Committee and Corporate Social Responsibility Committee and the Auditors. The Chairman informed that Mr. Ashok Malhotra, Independent Director was unable to attend the AGM due to his other professional commitments. In his absence, Mr. C. N. Srivatsan, member of the Committee(s), who was duly authorized by him, represented the Nomination & Remuneration Committee and Stakeholder's Relationship Committee of the Board at the AGM.

The Chairman gave an overview of the state of the industry, the Company's performance during the financial year 2016-17 and future outlook, in his opening remarks to the members. With the permission of the members, the notice convening the 45th 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 45th 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.

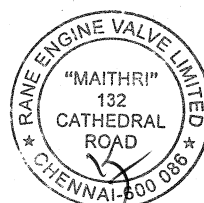
The Chairman provided necessary clarifications sought by members on audited financial statement & other businesses to be transacted at the AGM through poll. Thereafter, the Chairman ordered poll on the following businesses set-forth in the notice, for members who did not participate in remote e-voting 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, 2017, reports of the Board of Directors and the Auditors' thereon.
2. Declaration of dividend on equity shares
3. Re-appointment of Mr. Harish Lakshman (DIN: 00012602) as Director, who retires by rotation and being eligible offers himself for re-appointment.
4. Appointment of M/s. Varma & Varma Co., Chartered Accountants as statutory auditors.

Special business:

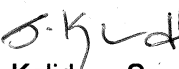
5. Re-appointment of Mr. C N Srivatsan (DIN: 00002194) as an Independent Director for a second term

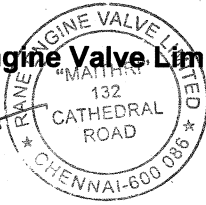


6. Re-appointment of Mr. Ashok Malhotra (DIN: 00029017) as an Independent Director for a second term
7. Re-appointment of Mr. Krishna Kumar Seshadri (DIN: 00062582) as an Independent Director for a second term
8. Approve re-appointment and remuneration of Mr. L Ganesh (DIN: 00012583) as Managing Director
9. Ratification of the remuneration of Cost Auditor for 2016-17

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 16.55 hrs.

For Rane Engine Valve Limited


Kalidoss S
Secretary



Place: Chennai
Date: August 22, 2017

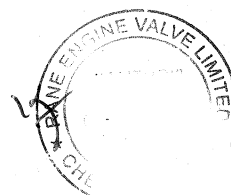
Rane Engine Valve Limited - 45th Annual General Meeting (AGM) Voting Results	
Date of the AGM	August 21, 2017 (Monday)
Total number of Shareholders on record date	6,871
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	843
No. of Shareholders 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, 2017, the reports of the Board of Directors and Auditors' report 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	Invalid Votes (8)
Promoter and Promoter Group	E-Voting	34,35,576	34,32,739	99.92	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	1,22,487	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,60,929	1,663	0.05	1,663	-	100.00	-	-
	Poll		35	0.00	35	-	100.00	-	1
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		67,18,992	34,34,437	51.12	34,34,437	-	100.00	-	1

Note: One ballot paper representing 1 equity share has been considered as invalid.

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 of Votes Polled (6)=[(4)/(2)]*100	% of Votes in against of Votes Polled (7)=[(5)/(2)]*100	Invalid Votes (8)
Promoter and Promoter Group	E-Voting	34,35,576	34,32,739	99.92	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	1,22,487	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,60,929	1,663	0.05	1,663	-	100.00	-	-
	Poll		35	0.00	35	-	100.00	-	1
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		67,18,992	34,34,437	51.12	34,34,437	-	100.00	-	1

Note: One ballot paper representing 1 equity share has been considered as invalid.



Rane Engine Valve Limited - 45th Annual General Meeting (AGM) Voting Results

Resolution required : Ordinary		3.To appoint a director in the place of Mr Harish Lakshman (DIN 00012602) who retires by rotation being eligible offers himself for re-appointment							
Whether Promoter / Promoter group are interested in the agenda / resolution:		Mr. Harish Lakshman being promoter is interested in this resolution, as it relates to his own appointment and Mr. L Lakshman, promoter and being relative of Mr. Harish Lakshman, is 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 of Votes Polled (6)=[(4)/(2)]*100	% of Votes in againstof Votes Polled (7)=[(5)/(2)]*100	Invalid Votes (8)
Promoter and Promoter Group	E-Voting	34,35,576	34,32,739	99.92	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	1,22,487	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,60,929	1,463	0.05	1,463	-	100.00	-	-
	Poll		35	0.00	35	-	100.00	-	1
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		67,18,992	34,34,237	51.11	34,34,237	-	100.00	-	1

Note:

1. One ballot paper representing 1 equity share has been considered as invalid.

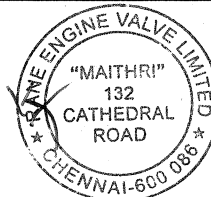
2. One shareholder holding 200 shares has abstained from e-voting on this resolution.

Resolution required : Ordinary		4.To appoint M/s Varma and Varma, Chartered Accountants (Firm Registration No.004532S) as Statutory Auditors 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 of Votes Polled (6)=[(4)/(2)]*100	% of Votes in againstof Votes Polled (7)=[(5)/(2)]*100	Invalid Votes (8)
Promoter and Promoter Group	E-Voting	34,35,576	34,32,739	99.92	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	1,22,487	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,60,929	1,663	0.05	1,663	-	100.00	-	-
	Poll		35	0.00	35	-	100.00	-	1
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		67,18,992	34,34,437	51.12	34,34,437	-	100.00	-	1

Note: One ballot paper representing 1 equity share has been considered as invalid.

Resolution required : Special		5.To re-appoint Mr C N Srivatsan (DIN: 00002194) as an Independent Director for a second term							
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	Invalid Votes (8)
Promoter and Promoter Group	E-Voting	34,35,576	34,32,739	99.92	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	1,22,487	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,60,929	1,663	0.05	1,663	-	100.00	-	-
	Poll		35	0.00	35	-	100.00	-	1
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		67,18,992	34,34,437	51.12	34,34,437	-	100.00	-	1

Note: One ballot paper representing 1 equity share has been considered as invalid.



Rane Engine Valve Limited - 45th Annual General Meeting (AGM) Voting Results

Resolution required : Special		6.To re-appoint Mr Ashok Malhotra (DIN 00029017) as an Independent Director for a second term							
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	Invalid Votes (8)
Promoter and Promoter Group	E-Voting	34,35,576	34,32,739	99.92	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	1,22,487	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,60,929	1,663	0.05	1,663	-	100.00	-	-
	Poll		35	0.00	35	-	100.00	-	1
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		67,18,992	34,34,437	51.12	34,34,437	-	100.00	-	-

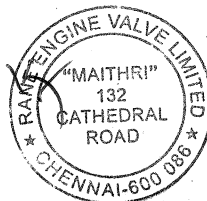
Note: One ballot paper representing 1 equity share has been considered as invalid.

Resolution required : Special		7.To re-appoint Mr Krishna Kumar Seshadri (DIN: 00062582) as an Independent Director for a second term							
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	Invalid Votes (8)
Promoter and Promoter Group	E-Voting	34,35,576	34,32,739	99.92	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	1,22,487	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,60,929	1,663	0.05	1,663	-	100.00	-	-
	Poll		35	0.00	35	-	100.00	-	1
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		67,18,992	34,34,437	51.12	34,34,437	-	100.00	-	1

Note: One ballot paper representing 1 equity share has been considered as invalid.

Resolution required : Special		8.To approve re-appointment and remuneration of Mr L. Ganesh (DIN: 00012583) as Managing Director							
Whether Promoter / Promoter group are interested in the agenda / resolution:		Mr. L. Ganesh being promoter is interested in this resolution, as it relates to his own appointment & remuneration and Mr. L. Lakshman, promoter and being relative of Mr. L. Ganesh, is 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 of Votes Polled (6)=[(4)/(2)]*100	% of Votes in againstof Votes Polled (7)=[(5)/(2)]*100	Invalid Votes (8)
Promoter and Promoter Group	E-Voting	34,35,576	34,32,739	99.92	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	1,22,487	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,60,929	1,663	0.05	1,663	-	100.00	-	-
	Poll		35	0.00	35	-	100.00	-	1
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		67,18,992	34,34,437	51.12	34,34,437	-	100.00	-	1

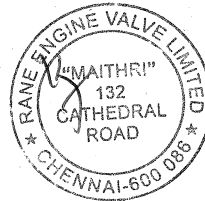
Note: One ballot paper representing 1 equity share has been considered as invalid.



Rane Engine Valve Limited - 45th Annual General Meeting (AGM) Voting Results

Resolution required : Special		9. To ratify remuneration of Cost Auditor for 2016-17							
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	Invalid Votes (8)
Promoter and Promoter Group	E-Voting	34,35,576	34,32,739	99.92	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	1,22,487	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,60,929	1,663	0.05	1,663.00	-	100.00	-	-
	Poll		35	0.00	35.00	-	100.00	-	1
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		67,18,992	34,34,437	51.12	34,34,437	-	100.00	-	1

Note: One ballot paper representing 1 equity share has been considered as invalid.



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 45th Annual General Meeting of the shareholders of RANE ENGINE VALVE LIMITED, held on 21.08.2017 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 45th AGM of RANE ENGINE VALVE LIMITED on August 21, 2017.

The Board of Directors of the Company, at its meeting held on May 18, 2017 had appointed me as the Scrutinizer for e-voting held between Friday 18th August, 2017 (9.00 a.m.) and Sunday 20th August, 2017 (5.00 p.m.) and for the poll conducted at the 45th Annual General Meeting of the Company held on August 21, 2017.

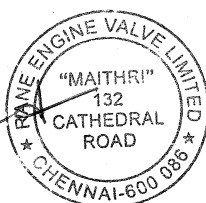
The Company had appointed National Securities Depository Limited (NSDL), as the Service Provider, for extending the facility of e-voting to the shareholders of the Company from August 18, 2017 (09:00 A.M) till August 20, 2017 (05.00 P.M). The e-voting results were unblocked by me after the conclusion of Annual General Meeting held on August 21, 2017 at 4.55 P.M. For further details, refer Scrutinizer's report on e-voting dated August 21, 2017.

At the 45th AGM of the Company held on August 21, 2017, 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:

CERTIFIED TRUE COPY

For RANE ENGINE VALVE LIMITED



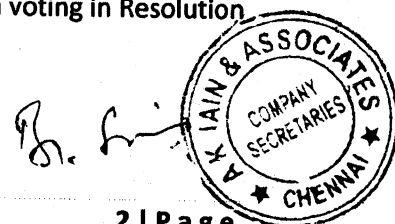
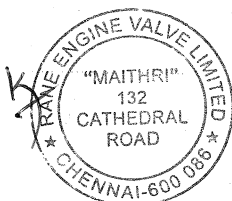
Secretary



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, 2017, reports of the Board of Directors and the Auditors thereon.
2	Ordinary	To declare Dividend on Equity Shares
3	Ordinary	To appoint a Director in the place of Mr. Harish Lakshman (DIN: 00012602) who retires by rotation and being eligible, offers himself for re-appointment.
4	Ordinary	To appoint M/s. Varma and Varma Chartered Accountants (Firm Registration No.004532S) as statutory auditors of the Company.
5	Special	To re-appoint Mr. C N Srivatsan, (DIN: 00002194) as an Independent Director for a second term.
6	Special	To re-appoint Mr. Ashok Malhotra, (DIN: 00029017) as an Independent Director for a second term.
7	Special	To re-appoint Mr. Krishna Kumar Seshadri, (DIN: 00062582) as an Independent Director for a second term.
8.	Ordinary	To approve re-appointment and remuneration of Mr. L. Ganesh (DIN: 00012583) as Managing Director.
9.	Ordinary	To ratify remuneration of Cost Auditor for 2016-2017

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	34,34,402	35	34,34,437	34,34,437	100	0	0
2	34,34,402	35	34,34,437	34,34,437	100	0	0
3	34,34,202	35	34,34,237	34,34,237	100	0	0
4	34,34,402	35	34,34,437	34,34,437	100	0	0
5	34,34,402	35	34,34,437	34,34,437	100	0	0
6	34,34,402	35	34,34,437	34,34,437	100	0	0
7	34,34,402	35	34,34,437	34,34,437	100	0	0
8	34,34,402	35	34,34,437	34,34,437	100	0	0
9	34,34,402	35	34,34,437	34,34,437	100	0	0

One shareholder holding 200 shares as on the cut-off date had abstained from voting in Resolution No.3.



A shareholder holding 5 shares as on the Cut-off date i.e. August 14, 2017 had cast vote for 50 shares in the poll taken in 45th Annual General Meeting held on August 21, 2017. The no of votes for the purpose of this report had been restricted to 5 shares

One Poll Paper was considered Invalid due to mismatch of Folio No.

Place: Chennai

Date: August 21, 2017

For A.K.JAIN & ASSOCIATES
Company Secretaries



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

