Rane Engine Valve Ltd.

Registered Office:
" Maithri "
132, Cathedral Road,
Chennai 600 086.
India.
CIN : L74999TN1972PLC006127

Tel : 044 - 2811 2472
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//Online Submission//

REVL / SE / 21 / 2018-19 July 23, 2018

BSE Limited Listing Centre Scrip Code: **532988**	**National Stock Exchange of India Ltd.** NEAPS Symbol: **RANEENGINE**

Dear Sir / Madam,

Sub: Outcome of 46th Annual General Meeting held on July 23, 2018

Ref: Our letter no. REVL / SE / 12/ 2018-19 dated June 19, 2018 - Notice of AGM

We wish to inform you that the 46th Annual General Meeting (AGM) of the members of the Company was held on Monday, July 23, 2018 at The Music Academy (Mini hall), New No.168, T.T.K Road, Royapettah, Chennai – 600 014 at 10.15 hrs.

In this regard, we furnish the following:

1. Summary of the Proceedings of 46th 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 23, 2018. - *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**

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

Kalidoss S
Secretary

Encl: a/a

Annexure 1

Summary of proceedings of Forty Sixth Annual General Meeting (46th AGM)

The Forty Sixth Annual General Meeting (46th AGM) of the Company was held on Monday, July 23, 2018 at The Music Academy (Mini Hall), New No.168, T.T.K Road, Royapettah, Chennai - 600 014 at 10:15 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 442 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 46th AGM.

The Chairman welcomed the members and introduced the fellow members of the Board, Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholder's Relationship Committee of the Board and the Auditors at the AGM.

The Chairman gave an overview of the state of the industry, the Company's performance during the financial year 2017-18 and future outlook, in his opening remarks to the members. With the permission of the members, the notice convening the 46th 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 46th 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, 2018, 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-appointment.

Special business:

3. Re-appointment of Dr.(Ms.) Brinda Jagirdar (DIN:06979864) as an Independent Director for a second term
4. Ratification of the remuneration of Cost Auditor for 2017-18

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 12 noon.

For **Rane Engine Valve Limited**

Kalidoss S
Secretary
Place: Chennai
Date: July 23, 2018

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

ANNEXURE-2

Rane Engine Valve Limited - 46th Annual General Meeting (AGM) Voting Results

Date of the AGM	July 23, 2018
Total number of Shareholders on record date	7,044
No. of shareholders present in the meeting either in person or through proxy:	**995**
Promoters and Promoter Group:	8
Public:	987
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	**Not applicable**

Resolution required : Ordinary	1. To consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2018, reports of the Board of Directors and the 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	34,32,928	34,32,739	99.99	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	90,800	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,95,264	1,148	0.04	1,148	-	100.00	-	-
	Poll		633	0.02	632	1	99.84	0.16	150.00
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
	Total	**67,18,992**	**34,34,520**	**51.12**	**34,34,519**	**1**	**99.99**	**0.16**	-

Note: Three ballot paper (including one ballot paper representing 150 shares) have been considered as invalid.

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

Rane Engine Valve Limited - 46th Annual General Meeting (AGM) Voting Results									
Resolution required : Ordinary	2. To appoint a director in the place of Mr. L Lakshman (DIN:00012554), 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 Lakshman being promoter is interested in this resolution, as it relates to his own appointment. Mr. Harish Lakshman and Mr. L Ganesh being relatevies 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 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	34,32,928	34,32,739	99.99	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	90,800	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,95,264	1,148	0.04	1,148	-	100.00	-	-
	Poll		633	0.02	632	1	99.84	0.16	150.00
	Postal Ballot (if applicable)		-	-	-		-	-	-
	Total	**67,18,992**	**34,34,520**	**51.12**	**34,34,519**	**1**	**99.99**	**-**	**-**

Note: Three ballot paper (including one ballot paper representing 150 shares) have been considered as invalid.

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

Rane Engine Valve Limited - 46th Annual General Meeting (AGM) Voting Results									
Resolution required : Special	3. To re-appoint Dr.(Ms.) Brinda Jagirdar (DIN:06979864) 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	34,32,928	34,32,739	99.99	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	90,800	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,95,264	1,148	0.04	1,148	-	100.00	-	-
	Poll		633	0.02	632	1	99.84	0.16	150.00
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
	Total	**67,18,992**	**34,34,520**	**51.12**	**34,34,519**	**1**	**99.99**	**-**	150.00
Note: Three ballot paper (including one ballot paper representing 150 shares) have been considered as invalid.									

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

Rane Engine Valve Limited - 46th Annual General Meeting (AGM) Voting Results									
Resolution required : Ordinary	4. To ratify remuneration of Cost Auditor for 2017-18								
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	34,32,928	34,32,739	99.99	34,32,739	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	90,800	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	31,95,264	1,148	0.04	1,148	-	100.00	-	-
	Poll		618	0.02	617	1	99.84	0.16	165.00
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
	Total	**67,18,992**	**34,34,505**	**51.12**	**34,34,504**	**1**	**99.99**	-	-

Note:
1. Three ballot paper (including one ballot paper representing 150 shares) have been considered as invalid.
2. One Shareholder holding 15 Shares has obtained from voting in this resolution.

For **Rane Engine Valve Limited**

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

Kalidoss S
Secretary

Date: July 23, 2018
Place: Chennai

ANNEXURE- II

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 46th Annual General Meeting of the shareholders of RANE ENGINE VALVE LIMITED, held on July 23, 2018 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 46th AGM of RANE ENGINE VALVE LIMITED on July 23, 2018.

The Board of Directors of the Company, at its meeting held on May 02, 2018 had appointed me as the Scrutinizer for e-voting held between Friday, July 20, 2018 (9.00 A.M.) and Sunday, July 22, 2018 (5.00 P.M.) and for the poll conducted at the 46th Annual General Meeting of the Company held on July 23, 2018.

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 Friday, July 20, 2018 (09:00 A.M) till Sunday, July 22, 2018 (05.00 P.M). The e-voting results were unblocked by me after the conclusion of Annual General Meeting held on July 23, 2018 at 12.00 Noon. For further details, refer Scrutinizer's report on e-voting dated July 23, 2018.

At the 46th AGM of the Company held on July 23, 2018, 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:

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

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, 2018, reports of the Board of Directors and the Auditors' report thereon.
2	Ordinary	To appoint a Director in the place of Mr. L Lakshman (DIN:00012554), who retires by rotation and being eligible, offers himself for re-appointment.
3	Special	To re-appoint Dr. (Ms.) Brinda Jagirdar (DIN:06979864) as an Independent Director for a second term.
4	Ordinary	To ratify remuneration of Cost Auditor for the year 2017-2018.

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	34,33,887	633	34,34,520	34,34,519	99.99	1	0.00
2	34,33,887	633	34,34,520	34,34,519	99.99	1	0.00
3	34,33,887	633	34,34,520	34,34,519	99.99	1	0.00
4	34,33,887	618*	34,34,505	34,34,504	99.99	1	0.00

*A Shareholder holding 15 shares has abstained from Voting for Item No.04 in voting conducted through Poll.

A shareholder holding 5 shares as on the Cut-off date i.e. Monday, July 16, 2018 had cast vote for 200 shares in the poll taken in 46th Annual General Meeting held on Monday, July 16, 2018. The number of votes for the purpose of this report had been restricted to 5 shares.

Three Poll Papers were considered as invalid due to improper voting.

For A.K. JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: July 23, 2018

A.K. JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

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

CERTIFIED TRUE COPY

For RANE ENGINE VALVE LIMITED

Secretary