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

Tel : 91 44 2811 2472
Fax : 91 44 2811 2449
URL : www.rane.co.in

CIN : L35999TN1936PLC002202

Rane Holdings Limited

RHL / 2014-15

August 13, 2014

BSE Limited *Corporate Relationship Department,* *1st Floor, New Trading Ring,* *Phiroze Jeejeebhoy Towers,* *Dalal Street,* ***Mumbai 400 001***	*Listing Department* ***National Stock Exchange of India Ltd.*** *Exchange Plaza, 5th Floor,* *Plot No.C/1, 'G' Block,* *Bandra Kurla Complex* *Bandra (E),* ***Mumbai - 400 051.***
Code No. 505800	***Code : RANEHOLDIN***

Dear Sir,

Sub: Announcement – Outcome of 78th Annual General Meeting (AGM) held on August 12, 2014
Ref: Clause 35A of the Listing Agreement – Voting Result

We wish to inform you that at the 78th AGM of the Company held on August 12, 2014 at The Music Academy (Mini hall), New No.168, T.T.K Road, Royapettah, Chennai at 10.15 a.m. the following business were considered and approved by the shareholders with requisite majority as applicable.

(i) Attendance of members:

Sl. No.	***Description***	***Particulars***		
A	*Date of AGM*	*August 12, 2014*		
B	*Total number of shareholders on record date (Cut-off date i.e., July 4, 2014)*	***8,242***		
C	*No. of Shareholders present in the meeting either in person or through proxy*			
	Shareholders	***Present in person***	***Present through Proxy***	***Total***
	Promoter and Promoter Group	*10*	*15*	*25*
	Public	*965*	*9*	*974*
	Total	***975***	***24***	***999***
D	*No. of Shareholders attended the meeting through Video Conferencing* ***No Video Conferencing facility was made available***			

For RANE HOLDINGS LIMITED

for C. SIVA
Secretary

RANE HOLDINGS LTD. "MAITHRI" 132 CATHEDRAL ROAD CHENNAI-600 086

Rane Holdings Limited

(Continuation Sheet)

(ii) Voting by members:

Sl No.	*Details of agenda*	*Resolution required (Ordinary/ Special)*	*Mode of Voting: (Show of hands /Poll/Postal Ballot/ E-Voting)*	*Remarks*
1.	*To receive, consider and adopt the Directors' Report, audited financial statements of the Company for the year ended March 31, 2014 and the Auditors' Report thereon*	*Ordinary*	*E-Voting & Poll*	*Passed with requisite majority*
2	*To declare dividend on equity shares*	*Ordinary*	*E-Voting & Poll*	*Passed with requisite majority*
3	*To re-appoint Mr. Harish Lakshman, who retires by rotation, as a director*	*Ordinary*	*E-Voting & Poll*	*Passed with requisite majority*
4	*To appoint M/s Deloitte Haskins and Sells, Chartered Accountants as Auditors and to determine their remuneration*	*Ordinary*	*E-Voting & Poll*	*Passed with requisite majority*
5	*To appoint Mr Anil Kumar Nehru , director, as an independent director*	*Ordinary*	*E-Voting & Poll*	*Passed with requisite majority*
6	*To appoint Mr.Anjanikumar Choudhari, director, as an independent director*	*Ordinary*	*E-Voting & Poll*	*Passed with requisite majority*
7	*To appoint Mr Shujaat Khan, director, as an independent director*	*Ordinary*	*E-Voting & Poll*	*Passed with requisite majority*
8	*To approve re-appointment of Mr L Lakshman as Managing Director in the designation of 'Executive-Chairman'*	*Special*	*E-Voting & Poll*	*Passed with requisite majority*
9	*To approve re-appointment of Mr L Ganesh, as Joint Managing Director in the designation of 'Vice-Chairman'.*	*Special*	*E-Voting & Poll*	*Passed with requisite majority*
10	*To approve the borrowing powers of the board*	*Special*	*E-Voting & Poll*	*Passed with requisite majority*

(iii) Results of Poll / postal ballot / E-voting by members:

The mode of voting for all resolutions was:

(i) e-voting; and

(ii) Poll conducted at the AGM to facilitate the shareholders who attended the AGM personally and did not participate in the e-voting process.

Result of voting in the format prescribed under clause 35A is annexed herewith along with the reports of the scrutinizer appointed for the conduct of voting (both e-vote and poll) in a fair and transparent manner.

Kindly acknowledge receipt.

Thanking you.
Yours faithfully,
For Rane Holdings Limited

C Siva
Secretary

RANE HOLDINGS LTD. "MAITHRI" 132 CATHEDRAL ROAD CHENNAI-600 086

Rane Holdings Limited

Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through the facility of **E-Voting and Poll** are furnished below

Date of Annual General Meeting: August 12, 2014

Date of declaration of results: **August 13, 2014**

Total No. of shareholders as on July 4, 2014 (cut-off date) : **8,242**

Resolution No	Category	No. of shares held	No. of votes cast / polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour - on votes cast / polled	% of votes against - on votes cast / polled
1. To receive, consider and adopt the Directors' Report, audited financial statements of the Company for the year ended March 31, 2014 and the Auditors' Report thereon	Promoter and Promoter group	66,25,789	64,10,704	96.7538%	64,10,704	-	100.0000%	0.0000%
	Public - Institutional holders	13,00,970	5,73,055	44.0483%	5,73,055	-	100.0000%	0.0000%
	Public - Others	63,51,050	15,340	0.2415%	15,296	44	99.7132%	0.2868%
	Total	**1,42,77,809**	**69,99,099**	**49.0208%**	**69,99,055**	**44**	**99.9994%**	**0.0006%**
2. To declare dividend on equity shares	Promoter and Promoter group	66,25,789	64,10,704	96.7538%	64,10,704	-	100.0000%	0.0000%
	Public - Institutional holders	13,00,970	5,73,055	44.0483%	5,73,055	-	100.0000%	0.0000%
	Public - Others	63,51,050	15,793	0.2487%	15,749	44	99.7214%	0.2786%
	Total	**1,42,77,809**	**69,99,552**	**49.0240%**	**69,99,508**	**44**	**99.9994%**	**0.0006%**
3. To re-appoint Mr. Harish Lakshman, who retires by rotation, as a director	Promoter and Promoter group	66,25,789	64,10,704	96.7538%	64,10,704	-	100.0000%	0.0000%
	Public - Institutional holders	13,00,970	5,73,055	44.0483%	5,73,055	-	100.0000%	0.0000%
	Public - Others	63,51,050	15,340	0.2415%	15,296	44	99.7132%	0.2868%
	Total	**1,42,77,809**	**69,99,099**	**49.0208%**	**69,99,055**	**44**	**99.9994%**	**0.0006%**
4. To appoint M/s Deloittee Haskins and Sells, Chartered Accountants as Auditors and to determine their remuneration	Promoter and Promoter group	66,25,789	64,10,704	96.7538%	64,10,704	-	100.0000%	0.0000%
	Public - Institutional holders	13,00,970	5,73,055	44.0483%	5,73,055	-	100.0000%	0.0000%
	Public - Others	63,51,050	15,340	0.2415%	15,275	65	99.5763%	0.4237%
	Total	**1,42,77,809**	**69,99,099**	**49.0208%**	**69,99,034**	**65**	**99.9991%**	**0.0009%**
5. To appoint Mr Anil Kumar Nehru , director, as an independent director	Promoter and Promoter group	66,25,789	64,10,704	96.7538%	64,10,704	-	100.0000%	0.0000%
	Public - Institutional holders	13,00,970	5,73,055	44.0483%	5,73,055	-	100.0000%	0.0000%
	Public - Others	63,51,050	15,340	0.2415%	15,146	194	98.7353%	1.2647%
	Total	**1,42,77,809**	**69,99,099**	**49.0208%**	**69,98,905**	**194**	**99.9972%**	**0.0028%**

For RANE HOLDINGS LIMITED

for C. SIVA
Secretary

Rane Holdings Limited

Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through the facility of **E-Voting and Poll** are furnished below

Date of Annual General Meeting: August 12, 2014

Date of declaration of results: **August 13, 2014**

Total No. of shareholders as on July 4, 2014 (cut-off date) : **8,242**

Resolution No	Category	No. of shares held	No. of votes cast / polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour - on votes cast / polled	% of votes against - on votes cast / polled
6. To appoint Mr.Anjanikumar Choudhari, director, as an independent director	Promoter and Promoter grcup	66,25,789	64,10,704	96.7538%	64,10 704	-	100.0000%	0.0000%
	Public - Institutional holders	13,00,970	5,73,055	44.0483%	5,73 055	-	100.0000%	0.0000%
	Public - Others	63,51,050	15,290	0.2407%	15 076	214	98.6004%	1.3996%
	Total	**1,42,77,809**	**69,99,049**	**49.0205%**	**69,98,835**	**214**	**99.9969%**	**0.0031%**
7. To appoint Mr Shujaat Khan, director, as an independent director	Promoter and Promoter group	66,25,789	64,10,704	96.7538%	64,10.704	-	100.0000%	0.0000%
	Public - Institutional holders	13,00,970	5,73,055	44.0483%	5,73.055	-	100.0000%	0.0000%
	Public - Others	63,51,050	15,337	0.2415%	15,273	64	99.5827%	0.4173%
	Total	**1,42,77,809**	**69,99,096**	**49.0208%**	**69,99,032**	**64**	**99.9991%**	**0.0009%**
8. To approve re-appointment of Mr L Lakshman as Managing Director in the designation of 'Executive-Chairman'	Promoter and Promoter group	66,25,789	64,10,704	96.7538%	64,10,704	-	100.0000%	0.0000%
	Public - Institutional holders	13,00,970	5,73,055	44.0483%	5,73,055	-	100.0000%	0.0000%
	Public - Others	63,51,050	15,340	0.2415%	15,296	44	99.7132%	0.2868%
	Total	**1,42,77,809**	**69,99,099**	**49.0208%**	**69,99,055**	**44**	**99.9994%**	**0.0006%**
9. To approve re-appointment of Mr L Ganesh, as Joint Managing Director in the designation of 'Vice-Chairman'.	Promoter and Promoter group	66,25,789	64,10,704	96.7538%	64,10,704	-	100.0000%	0.0000%
	Public - Institutional holders	13,00,970	5,73,055	44.0483%	5,73,055	-	100.0000%	0.0000%
	Public - Others	63,51,050	15,340	0.2415%	15,296	44	99.7132%	0.2868%
	Total	**1,42,77,809**	**69,99,099**	**49.0208%**	**69,99,055**	**44**	**99.9994%**	**0.0006%**
10. To approve the borrowing powers of the board	Promoter and Promoter group	66,25,789	64,10,704	96.7538%	64,10,704	-	100.0000%	0.0000%
	Public - Institutional holders	13,00,970	5,73,055	44.0483%	5,73,055	-	100.0000%	0.0000%
	Public - Others	63,51,050	15,340	0.2415%	15,295	45	99.7066%	0.2934%
	Total	**1,42,77,809**	**69,99,099**	**49.0208%**	**69,99,054**	**45**	**99.9994%**	**0.0006%**

For RANE HOLDINGS LIMITED

for C. SIVA
Secretary

CR & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER'S REPORT
[E-VOTING]
{Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(3) (xi) of Companies (Management and Administration) Rules 2014}

To
Mr. L Lakshman
Chairman
Seventy Eighth Annual General Meeting of Rane Holdings Limited
"Maithri", 132, Cathedral Road
Chennai - 600086

Dear Sir,

The Board of directors of the Company, at their meeting held on 27th May 2014 had, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(3) (xi) of Companies (Management and Administration) Rules 2014, appointed us as Scrutinizer for the e-voting process held for passing of resolutions as set out in the Notice, convening Annual General Meeting (AGM), dated 27/05/2014.

In this connection, we hereby submit our report as under:

1. The members of the Company as on the "cut-off" date i.e. 04th July, 2014 were entitled to vote on the resolutions (Item no. 1 to 10 as the set out in the notice of the Seventy Eighth Annual General Meeting of the Company).

2. The period for e-voting remained open from 6th August, 2014 (9.00 A.M IST) to 8th August, 2014 (6.00 P.M IST) as mentioned in the Notice convening AGM.

3. The votes cast were unblocked after the completion of E-voting process at 6.00 P.M. on 8th August 2014 in the presence of two witnesses, Ms. Shyamala & Ms. Rajeshwari, who are not in the employment of Company.

4. The details viz., list of Equity Share Holders, who voted "For", "Against" each of the resolutions that were put to vote, were generated from the e-voting Website of National Securities Depository Limited which is https://www.evoting.nsdl.com and based on such report, we are enclosing the report for each of the items contained in the notice.

For CR & ASSOCIATES

Partner.

'SRINIDHI' G4-RMC Flats, No.1 Venkatesapuram Colony, Vadapalani, Chennai-600026.
Phone: 044- 24818292/+91-99625 68292. Mobile: +91-98840 68292
Email: fcs.rms@gmail.com, csrms@hotmail.com

CR & ASSOCIATES
COMPANY SECRETARIES

E-VOTING RESULTS

Item No.	**1**
Particulars of the Business	To receive, consider and adopt the directors' report, the audited financial statement of the Company for the year ended March 31, 2014 and the auditor's report thereon.
Type of Resolution	Ordinary

Particulars	**No of members voted**	**No of votes cast**	**Total Votes Cast (in %)**
Received	33	4228666	100
Assent	32	4228632	99.9992
Dissent	1	34	0.0008
Invalid	0	0	0

Item No.	**2**
Particulars of the Business	To declare dividend on equity shares.
Type of Resolution	Ordinary

Particulars	**No of members voted**	**No of votes cast**	**Total Votes Cast (in %)**
Received	34	4229119	100
Assent	33	4229085	99.9992
Dissent	1	34	0.0008
Invalid	0	0	0

Item No.	**3**
Particulars of the Business	To re-appoint Mr. Harish Lakshman(DIN 00012602), who retires by rotation as a director.
Type of Resolution	Ordinary

Particulars	**No of members voted**	**No of votes cast**	**Total Votes Cast (in %)**
Received	33	4228666	100
Assent	32	4228632	99.9992
Dissent	1	34	0.0008
Invalid	0	0	0

For CR & ASSOCIATES

Partner.

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Item No.	**4**
Particulars of the Business.	To appoint M/s Deloitte Haskins and Sells, Chartered Accountants, as Auditors of the Company and to determine their remuneration.
Type of Resolution	Ordinary

Particulars	**No of members voted**	**No of votes cast**	**Total Votes Cast (in %)**
Received	33	4228666	100
Assent	31	4228612	99.9987
Dissent	2	54	0.0013
Invalid	0	0	0

Item No.	**5**
Particulars of the Business	To appoint Mr Anil Kumar Nehru, director, as an independent director.
Type of Resolution	Ordinary

Particulars	**No of members voted**	**No of votes cast**	**Total Votes Cast(in %)**
Received	33	4228666	100
Assent	31	4228482	99.9956
Dissent	2	184	0.0044
Invalid	0	0	0

Item No.	**6**
Particulars of the Business	To appoint Mr Anjanikumar Choudhari, director, as an independent director.
Type of Resolution	Ordinary

Particulars	**No of members voted**	**No of votes cast**	**Total Votes Cast(in %)**
Received	32	4228616	100
Assent	29	4228412	99.9952
Dissent	3	204	0.0048
Invalid	0	0	0

For CR & ASSOCIATES

Partner.

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Item No.	7
Particulars of the Business	To appoint Mr Shujaat Khan, director, as an independent director.
Type of Resolution	Ordinary

Particulars	No of members voted	No of votes cast	Total Votes Cast (in %)
Received	32	4228663	100
Assent	30	4228609	99.9987
Dissent	2	54	0.0013
Invalid	0	0	0

Item No.	8
Particulars of the Business	To approve re-appointment of Mr L Lakshman as Managing Director in the designation of Executive-Chairman
Type of Resolution	Special

Particulars	No of members voted	No of votes cast	Total Votes Cast (in %)
Received	33	4228666	100
Assent	32	4228632	99.9992
Dissent	1	34	0.0008
Invalid	0	0	0

Item No.	9
Particulars of the Business	To approve re-appointment of Mr L Ganesh, as Joint Managing Director in the designation of Vice-Chairman
Type of Resolution	Special

Particulars	No of members voted	No of votes cast	Total Votes Cast (in %)
Received	33	4228666	100
Assent	32	4228632	99.9992
Dissent	1	34	0.0008
Invalid	0	0	0

For CR & ASSOCIATES

Partner.

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CR & ASSOCIATES
COMPANY SECRETARIES

Item No.	10
Particulars of the Business	To approve the borrowing powers of the board
Type of Resolution	Special

Particulars	No of members voted	No of votes cast	Total Votes Cast (in %)
Received	33	4228666	100
Assent	32	4228632	99.9992
Dissent	1	34	0.0008
Invalid	0	0	0

Date: 11/08/2014
Place: Chennai

For CR & ASSOCIATES
Company Secretaries

C. Ramasubramaniam
Partner
M. No. 6125 CP No.6549

CR & ASSOCIATES
COMPANY SECRETARIES
"SRINIDHI"
G-4, RMC Flats, No. 1, Venkatesapuram Colony,
Vadapalani, Chennai - 600 026.

'SRINIDHI' G4-RMC Flats, No.1 Venkatesapuram Colony, Vadapalani, Chennai-600026.
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CR & ASSOCIATES
COMPANY SECRETARIES

Form No. MGT – 13
Report of Scrutinizer
[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Mr. L Lakshman
Chairman
Seventy Eighth Annual General Meeting of Rane Holdings Limited
Held on 12th August 2014 at
The Music Academy (Mini Hall),
New No. 168, T.T.K Road,
Royapettah, Chennai – 600014

Dear Sir,

I, C. Ramasubramaniam, Partner, CR & ASSOCIATES appointed as Scrutinizer for the purpose of the poll taken on the below resolutions at the Seventy Eighth Annual General Meeting of Rane Holdings Limited held on 12th August 2014 at The Music Academy(Mini Hall), New No. 168, T.T.K Road, Royapettah, Chennai – 600014, submit our report as under:-

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.

2. The locked ballot box was subsequently opened in the presence of Mr. S.M. Vignesh Kumar and Ms. M. Subashree who are not in the employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

3. We did not find any poll papers invalid.

4. The result of the poll is as under:

For CR & ASSOCIATES

Partner.

'SRINIDHI' G4-RMC Flats, No.1 Venkatesapuram Colony, Vadapalani, Chennai-600026.
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CR & ASSOCIATES
COMPANY SECRETARIES

a) Item No. 1-Ordinary Resolution

To receive, consider and adopt the directors' report, the audited financial statements of the Company for the year ended March 31, 2014 and the auditors' report thereon.

i) Voted in favour of the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	2770423	99.9996

ii) Voted against the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	0.0004

iii) Invalid Votes:

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

b) Item No. 2-Ordinary Resolution

To declare dividend on equity shares

i) Voted in favour of the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	2770423	99.9996

For CR & ASSOCIATES

Partner.

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Email: fcs.rms@gmail.com, csrms@hotmail.com

ii) Voted against the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	0.0004

iii) Invalid Votes:

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

c) Item No. 3-Ordinary Resolution

To re-appoint Mr. Harish Lakshman(DIN 00012602), who retires by rotation as a director.

i. Voted in favour of the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	2770423	99.9996

ii. Voted against the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	0.0004

iii. Invalid Votes:

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

For CR & ASSOCIATES

Partner.

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Email: fcs.rms@gmail.com, csrms@hotmail.com

d) Item No. 4-Ordinary Resolution

To appoint M/s Deloitte Haskins and Sells, Chartered Accountants, as Auditors of the Company and to determine their remuneration.

i. Voted in favour of the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	2770422	99.9996

ii. Voted against the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	11	0.0004

iii. Invalid Votes:

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

e) Item No. 5-Ordinary Resolution

To appoint Mr Anil Kumar Nehru(DIN-00038849), director, as an independent director.

i. Voted in favour of the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	2770423	99.9996

For CR & ASSOCIATES

Partner.

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Email: fcs.rms@gmail.com, csrms@hotmail.com

ii. Voted against the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	0.0004

iii. Invalid Votes:

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

f) Item No. 6-Ordinary Resolution

To appoint Mr Anjanikumar Choudhari(DIN-00234208), director, as an independent director.

i. Voted in favour of the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	2770423	99.9996

ii. Voted against the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	0.0004

iii. Invalid Votes:

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

For CR & ASSOCIATES

Partner.

'SRINIDHI' G4-RMC Flats, No.1 Venkatesapuram Colony, Vadapalani, Chennai-600026.
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Email: fcs.rms@gmail.com, csrms@hotmail.com

g) Item No. 7-Ordinary Resolution

To appoint Mr. Shujaat Khan(DIN-00526891), director, as an independent director.

i. Voted in favour of the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	2770423	99.9996

ii. Voted against the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	0.0004

iii. Invalid Votes:

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

h) Item No. 8-Special Resolution

To approve re-appointment of Mr. L Lakshman(DIN-00012554) as Managing Director in the designation of Executive-Chairman

i. Voted in favour of the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	2770423	99.9996

For CR & ASSOCIATES

Partner.

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ii. Voted against the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	0.0004

iii. Invalid Votes:

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

i) Item No. 9-Special Resolution

To approve re-appointment of Mr. L Ganesh(DIN-00012583), as Joint Managing Director in the designation of Vice-Chairman

i.Voted in favour of the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	2770423	99.9996

ii. Voted against the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	0.0004

iii. Invalid Votes:

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

For CR & ASSOCIATES

Partner.

'SRINIDHI' G4-RMC Flats, No.1 Venkatesapuram Colony, Vadapalani, Chennai-600026.
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j) Item No. 10-Special Resolution

To approve the borrowing powers of the board

i. Voted in favour of the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	2770422	99.9996

ii. Voted against the resolution:

Number of members present and voting(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	11	0.0004

iii. Invalid Votes:

Total number of members(in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

5. A Compact Disc containing a list of equity shareholders who voted "FOR" and "AGAINST" for resolutions is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Note: 1125 votes casted, by a shareholder both in E-voting and Poll, being duplicate has been considered only in E-voting.

Thanking You,
Yours Faithfully,

Place: Chennai
Date: 13/08/2014

CR & ASSOCIATES
COMPANY SECRETARIES
"SRINIDHI"
G-4, RMC Flats, No. 1, Venkatesapuram Colony,
Vadapalani, Chennai - 600 026.

C. Ramasubramaniam
Partner
CR & ASSOCIATES
Company Secretaries
M. No. 6125 CP No.6549

CR & ASSOCIATES
COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZER REPORT FOR E-VOTING& POLL FOR M/s. RANE HOLDINGS LIMITED

To,
The Chairman,
Seventy Eighth Annual General Meeting of M/s. Rane Holdings Limited
"MAITHRI", 132 Cathedral Road,
Chennai – 600 086

Sub: Passing of resolution through electronic AND poll conducted at the Seventy Eighth AGM of Rane Holdings Limited held on August 12th, 2014.

The Board of Directors of the Company, at its meeting held on 27th May 2014 had appointed us as Scrutinizer to scrutinize the voting process in a fair and transparent manner. The e-voting was held between Wednesday, 6th August 2014 (9.00 a.m. IST) to Friday, 8th August 2014 (6.00 p.m. IST) and the poll was conducted on Annual General Meeting of the Company held on 12th August 2014.

The Company had appointed National Securities Depository Limited., (NSDL) as the Service Provider, for extending the Facility of electronic voting to the shareholders of the Company from Wednesday, 6th August 2014 (9.00 a.m. IST) to Friday, 8th August 2014 (6.00 p.m. IST). The e-voting results were unblocked by me after the completion of E-voting on 8th August 2014 in the presence of two witnesses. For further details, refer our Scrutinizer's report dated 13th August 2014 attached herewith.

At the Seventy Eighth Annual General Meeting of the Company held on 12th August 2014, 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 result of the E-voting together with that of the Poll is as under:

For CR & ASSOCIATES

Partner.

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CR & ASSOCIATES
COMPANY SECRETARIES

Item No.1: To receive, consider and adopt the directors' report, the audited financial statement of the Company for the year ended March 31, 2014 and the auditors' report thereon.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	4228666	100	4228632	99.9992	34	0.0008	0	0
Poll	2770433	100	2770423	99.9996	10	0.0004	0	0
TOTAL	6999099	100	6999055	99.9994	44	0.0006	0	0

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

Item No.2: To declare dividend on Equity Shares.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	4229119	100	4229085	99.9992	34	0.0008	0	0
Poll	2770433	100	2770423	99.9996	10	0.0004	0	0
TOTAL	6999552	100	6999508	99.9994	44	0.0006	0	0

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

Item No.3: To re-appoint Mr. Harish Lakshman(DIN 00012602), who retires by rotation as a director.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	4228666	100	4228632	99.9992	34	0.0008	0	0
Poll	2770433	100	2770423	99.9996	10	0.0004	0	0
TOTAL	6999099	100	6999055	99.9994	44	0.0006	0	0

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

For CR & ASSOCIATES

Partner.

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Item No.4: To appoint M/s Deloitte Haskins and Sells, Chartered Accountants, as Auditors of the Company and to determine their remuneration.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	4228666	100	4228612	99.9987	54	0.0013	0	0
Poll	2770433	100	2770422	99.9996	11	0.0004	0	0
TOTAL	6999099	100	6999034	99.9991	65	0.0009	0	0

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

Item No.5: To appoint Mr Anil Kumar Nehru(DIN-00038849), director, as an independent director.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	4228666	100	4228482	99.9956	184	0.0044	0	0
Poll	2770433	100	2770423	99.9996	10	0.0004	0	0
TOTAL	6999099	100	6998905	99.9972	194	0.0028	0	0

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

Item No.6: To appoint Mr Anjanikumar Choudhari(DIN-00234208), director, as an independent director.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	4228616	100	4228412	99.9952	204	0.0048	0	0
Poll	2770433	100	2770423	99.9996	10	0.0004	0	0
TOTAL	6999049	100	6998835	99.9969	214	0.0031	0	0

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

For CR & ASSOCIATES

Partner.

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CR & ASSOCIATES
COMPANY SECRETARIES

Item No.7: To appoint Mr Shujaat Khan, director(DIN-00526891, as an independent director.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	4228663	100	4228609	99.9987	54	0.0013	0	0
Poll	2770433	100	2770423	99.9996	10	0.0004	0	0
TOTAL	6999096	100	6999032	99.9991	64	0.0009	0	0

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

Item No.8: To approve re-appointment of Mr L Lakshman(DIN-00012554) as Managing Director in the designation of Executive-Chairman.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	4228666	100	4228632	99.9992	34	0.0008	0	0
Poll	2770433	100	2770423	99.9996	10	0.0004	0	0
TOTAL	6999099	100	6999055	99.9994	44	0.0006	0	0

The votes cast in FAVOUR of the resolution are more than three times the votes cast AGAINST, the resolution is passed as a SPECIAL RESOLUTION.

Item No.9: To approve re-appointment of Mr L Ganesh(DIN-00012583), as Joint Managing Director in the designation of Vice-Chairman.

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	4228666	100	4228632	99.9992	34	0.0008	0	0
Poll	2770433	100	2770423	99.9996	10	0.0004	0	0
TOTAL	6999099	100	6999055	99.9994	44	0.0006	0	0

The votes cast in FAVOUR of the resolution are more than three times the votes cast AGAINST, the resolution is passed as a SPECIAL RESOLUTION.

For CR & ASSOCIATES

Partner.

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CR & ASSOCIATES
COMPANY SECRETARIES

Item No.10: To approve the borrowing powers of the board

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	4228666	100	4228632	99.9992	34	0.0008	0	0
Poll	2770433	100	2770422	99.9996	11	0.0004	0	0
TOTAL	6999099	100	6999054	99.9994	45	0.0006	0	0

The votes cast in FAVOUR of the resolution are more than three times the votes cast AGAINST, the resolution is passed as a SPECIAL RESOLUTION.

We hereby confirm that, we are maintaining the Registers received from the Registrar and Share Transfer Agent electronically, in respect of the votes cast through E-Voting and Poll by the shareholders of the Company.

Note: 1125 votes casted, by a shareholder both in E-voting and Poll, being duplicate has been considered only in E-voting.

FOR CR & ASSOCIATES
COMPANY SECRETARIES

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

Place: Chennai
Date: 13/08/2014

CR & ASSOCIATES
COMPANY SECRETARIES
"SRINIDHI"
G-4, RMC Flats, No. 1, Venkatesapuram Colony,
Vadapalani, Chennai - 600 026.