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CIN : L35999TN1936PLC002202

Rane Holdings Limited



//Online Submission//

RHL / SE / 27 / 2018-19

August 2, 2018

BSE Limited Listing Centre Scrip Code: 505800	National Stock Exchange of India Ltd. NEAPS Symbol: RANEHOLDIN
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Dear Sir / Madam,

Sub: Outcome of 82nd Annual General Meeting held on August 02, 2018

Ref: Our letter no. RHL/SE/16/2018-19 dated June 22, 2018 - Notice of AGM

We wish to inform you that the 82nd Annual General Meeting (AGM) of the members of the Company was held on Thursday, **August 02, 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 82nd 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 02, 2018. - *Annexure-3*

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

The AGM concluded at **11:59** hrs.

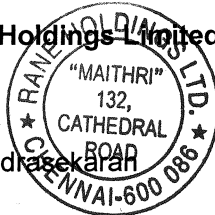
We request you to take the above on record and note the compliance under above referred regulations of SEBI LODR.

Thanking you.

Yours faithfully

For Rane Holdings Limited


Siva Chandrasekaran
Secretary



Encl: a/a

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Summary of proceedings of Eighty Second Annual General Meeting (82nd AGM)

The Eighty Second Annual General Meeting (82nd AGM) of the Company was held on Thursday, **August 02, 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 & 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 10 valid proxies received upto 48 hours before the commencement of the meeting representing 1,081 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 82nd AGM.

The Chairman welcomed the members and introduced the fellow members of the Board, Chairperson of the Audit Committee, Nomination & Remuneration Committee, Stakeholders' Relationship Committee and Corporate Social Responsibility Committee and the Auditors. The Chairman informed that Mr. Rajeev Gupta, Independent Director and Dr (Ms.) Sheela Bhide, Independent Director have expressed their in-ability to attend the AGM due to their other professional commitments.

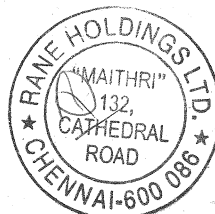
The Chairman gave an overview of the state of the industry, the Company's performance during the financial year 2017-18 and future outlook, in his opening remarks to the members. With the permission of the members, the notice convening the 82nd AGM & unqualified report of Statutory Auditors on the financial statements was 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 82nd AGM. The Chairman further informed that Mr. C Ramasubramaniam, Practising Company Secretary (FCS 6125) 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 statements & 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 (standalone and consolidated) of the Company for year ended March 31, 2018, 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.



Special business:

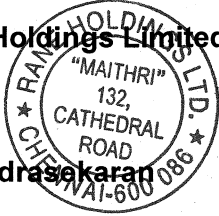
4. Appointment of Mr. Rajeev Gupta (DIN:00241501) as an Independent Director
5. Re-appointment of Dr. (Ms.) Sheela Bhide (DIN:01843547) as an Independent Director for second term
6. Approve transactions under Section 185 of the Companies Act, 2013.

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 11:59 hrs.

For Rane Holdings Limited



Siva Chandrasekaran
Secretary



Date: August 2, 2018

Place: Chennai

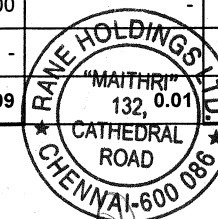
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Rane Holdings Limited - 82nd Annual General Meeting (AGM) Voting Results									
Date of the AGM		August 2, 2018							
Total number of Shareholders on record date		10,153 ✓							
No. of shareholders present in the meeting either in person or through proxy:		1,147 ✓							
Promoters and Promoter Group:		19 ✓							
Public:		1,128 ✓							
No. of Shareholders attended the meeting through Video Conferencing		Not applicable							
Promoters and Promoter Group:									
Public:									
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	66,21,689	59,62,091	90.04	59,62,091	-	100	-	
	Poll		4,48,513	6.77	4,48,513	-	100	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
Public -Institutions	E-Voting	26,21,446	9,71,891	37.07	9,71,891	-	100	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
Public - Non Institutions	E-Voting	50,34,674	2,893	0.06	2,892	1	99.97	0.03	
	Poll		5,41,676	10.76	5,41,676	-	100	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
Total		1,42,77,809	79,27,064	55.52	79,27,063	1	99.99		

RANE HOLDINGS LTD

"MAITHRI"

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Rane Holdings Limited - 82nd Annual General Meeting (AGM) Voting Results

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	66,21,689	59,62,091	90.04	59,62,091	-	100.00	-	-
	Poll		4,48,513	6.77	4,48,513	-	100.00	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	26,21,446	10,11,289	38.58	10,11,289	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	50,34,674	2,893	0.06	2,892	1	99.97	0.03	-
	Poll		5,41,676	10.76	541676	-	100.00	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		1,42,77,809	79,66,462	55.80	79,66,461	1	99.99	0.01	-



Rane Holdings Limited - 82nd 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 and being eligible, offers himself for re-appointment								
Whether Promoter / Promoter group are interested in the agenda / resolution:	Yes - Mr. Harish Lakshman being a promoter, is interested in this resolution, as it relates to his own appointment. Mr. L Lakshman being relative is 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 againstof Votes Polled (7)=[(5)/(2)]*100	Invalid Votes (8)
Promoter and Promoter Group	E-Voting	66,21,689	59,62,091	90.04	59,62,091	-	100.00	-	-
	Poll		4,48,513	6.77	4,48,513	-	100.00	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	26,21,446	10,11,289	38.58	10,11,289	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	50,34,674	2,893	0.06	2,891	2	99.93	0.07	-
	Poll		5,41,676	10.76	5,41,676	-	100.00	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		1,42,77,809	79,66,462	55.80	79,66,460	2	99.99	0.01	-

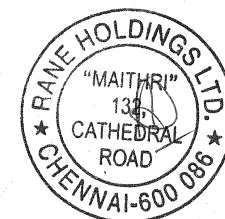


Rane Holdings Limited - 82nd Annual General Meeting (AGM) Voting Results

Resolution required : Ordinary	4. To approve appointment of Mr. Rajeev Gupta (DIN:00241501) as an Independent Director								
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	66,21,689	59,62,091	90.04	59,62,091	-	100.00	-	-
	Poll		4,48,513	6.77	4,48,513	-	100.00	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	26,21,446	10,11,289	38.58	9,98,339	12,950	98.72	1.28	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	50,34,674	2,893	0.06	2,641	252	91.29	8.71	-
	Poll		5,41,676	10.76	5,41,676	-	100.00	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		1,42,77,809	79,66,462	55.80	79,53,260	13,202	99.83	0.17	-



Rane Holdings Limited - 82nd Annual General Meeting (AGM) Voting Results									
Resolution required : Special	5. To re-appoint Dr. (Ms.) Sheela Bhide (DIN: 01843547) as an Independent Director, for a second term								
Whether Promoter / Promoter group are interested in the agenda	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	66,21,689	59,62,091	90.04	59,62,091	-	100.00	-	-
	Poll		4,48,513.00	6.77	4,48,513	-	100.00	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	26,21,446	10,11,289	38.58	10,11,289	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	50,34,674	2,893	0.06	2,640	253	91.25	8.75	-
	Poll		5,41,676	10.76	5,41,676	-	100.00	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total		1,42,77,809	79,66,462	55.80	79,66,209	253	99.99	0.01	-



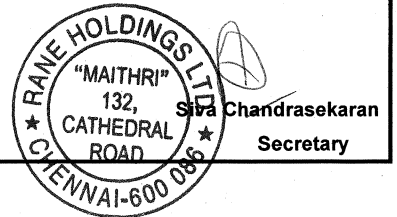
Rane Holdings Limited - 82nd Annual General Meeting (AGM) Voting Results

Resolution required : Special	6. To approve transactions under section 185 of the Companies Act, 2013								
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	66,21,689	59,62,091	90.04	59,62,091	-	100.00	-	-
	Poll		4,48,513	6.77	4,48,513	-	100.00	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public -Institutions	E-Voting	26,21,446	10,11,289	38.58	9,97,794	13,495	98.67	1.33	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	50,34,674	2,893	0.06	2,891	2	99.93	0.07	-
	Poll		5,41,676	10.76	5,41,676	-	100.00	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
	Total	1,42,77,809	79,66,462	55.80	79,52,965	13,497	99.83	0.17	-

For Rane Holdings Limited

Date: August 02, 2018

Place: Chennai





CR & ASSOCIATES COMPANY SECRETARIES

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

To,
The Chairman,
Eighty Second (82nd) Annual General Meeting of RANE HOLDINGS LIMITED
Held on August 02, 2018 at
The Music Academy (Mini Hall),
New No. 168, T.T.K Road,
Royapettah, Chennai - 600014

Sub: Passing of resolution through electronic AND poll conducted at the Eighty Second (82nd) AGM of Rane Holdings Limited held on Thursday, August 02, 2018

The Board of Directors of the Company, at its meeting held on May 07, 2018 had appointed us as Scrutinizer to scrutinize the voting process in a fair and transparent manner. The e-voting was held between (Monday) July 30, 2018 (09:00 hrs) to (Wednesday) August 01, 2018 (17:00 hrs) and the poll was conducted on Eighty Second (82nd) Annual General Meeting of the Company held on Thursday, August 02, 2018.

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 (Monday) July 30, 2018 (09:00 hrs) to (Wednesday) August 01, 2018 (17:00 hrs). The remote e-voting results were unblocked at 12.17 P.M IST by me after the completion of Eighty Second (82nd) Annual General Meeting in the presence of two witnesses, who are not in the employment of the Company. For further details, refer our Scrutinizer's report dated 02.08.2017 attached herewith.

At the Eighty Second (82nd) Annual General Meeting of the Company held on Thursday, August 02, 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 result of the E-voting together with that of the Poll is as under:

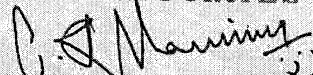
CERTIFIED TRUE COPY

For RANE HOLDINGS LIMITED


Siva Chandrasekaran
Secretary



For CR & ASSOCIATES


Partner.

'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

CR & ASSOCIATES COMPANY SECRETARIES



Item No.1: To consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2018, reports of the Board of Directors 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	6936875	100	6936874	99.999	1	0.001	0	0
Poll	990189	100	990189	100	0	0	0	0
TOTAL	7927064	100	7927063	99.999	1	0.001	0	0

The votes cast in FAVOUR of the resolution are more than the votes cast AGAINST and 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	6976273	100	6976272	99.999	1	0.001	0	0
Poll	990189	100	990189	100	0	0	0	0
TOTAL	7966462	100	7966461	99.999	1	0.001	0	0

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

Item No.3: 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

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	6976273	100	6976271	99.999	2	0.001	0	0
Poll	990189	100	990189	100	0	0	0	0
TOTAL	7966462	100	7966460	99.999	2	0.001	0	0

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



For CR & ASSOCIATES

C. Manning
Partner. J

'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

SPECIAL BUSINESS

Item No.4: To appoint of Mr. Rajeev Gupta (DIN: 00241501) 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	6976273	100	6963071	99.811	13202	0.189	0	0
Poll	990189	100	990189	100	0	0	0	0
TOTAL	7966462	100	7953260	99.834	13202	0.166	0	0

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

Item No.5: To re-appoint Dr. (Ms.) Sheela Bhide (DIN: 01843547) as an Independent Director for a second term

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	6976273	100	6976020	99.996	253	0.004	0	0
Poll	990189	100	990189	100	0	0	0	0
TOTAL	7966462	100	7966209	99.997	253	0.003	0	0

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

Item No.6: To approve transactions under Section 185 of the Companies Act, 2013

Votes cast through	Total votes cast		Votes in favor of the resolution		Votes against the resolution		Invalid Votes	
	No.	%	No.	%	No.	%	No.	%
E Voting	6976273	100	6962776	99.807	13497	0.193	0	0
Poll	990189	100	990189	100	0	0	0	0
TOTAL	7966462	100	7952965	99.831	13497	0.169	0	0

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

For CR & ASSOCIATES

C. R. Mani
Partner.



'Raji', 3B1, 3rd Floor, Gateway 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

**CR & ASSOCIATES
COMPANY SECRETARIES**

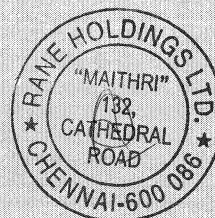


We hereby confirm that, we are maintaining the Registers received from the Registrar and Share Transfer Agent electronically, in respect of the votes cast through E-voting and Poll by the shareholders of the Company, which will be handed over to the Chairman/Company Secretary of the company along with this report.

**FOR CR & ASSOCIATES
COMPANY SECRETARIES**

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

**Place : Chennai
Date : 02.08.2018**



**CR & ASSOCIATES
COMPANY SECRETARIES
"RAJI" 3B1, 3rd Floor, Gaiety Palace,
No. 1L - Blackers Road, Mount Road,
Chennai - 600 002.
GST No. 33AAHFC7595H126**

'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