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

Tel : 91 44 2811 2472
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Rane Brake Lining Limited

CIN: L63011TN2004PLC054948

August 28, 2014

RBL / 2014-15

Listing Department
National Stock Exchange of India Limited — **Fax No.2659 8237 / 38**
Exchange Plaza, 5th Floor, Plot No.C/1, — **2659 8347 / 48**
'G' Block, Bandra Kurla Complex
Bandra (E)
Mumbai 400 051. — **Stock Code : RBL**

Dear Sirs,

Sub : Declaration of Result of Resolutions passed through Postal Ballot and e-voting pursuant to clause 35A of the Listing Agreement

Ref: Our letter dated July 28, 2014

We refer to our above letter dated July 28, 2014 forwarded to you along with copies of the Postal Ballot notice dated July 22, 2014 which was sent to our members seeking their approval through Postal Ballot / e-voting for the following three resolutions, as set out in the notice.

The details of the voting by members of the Company on the said resolutions are as follows:

1. **Adoption of new set of Articles of Association of the Company**

Category	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 - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	51,94,084	35,98,435	69.279%	35,98,435	-	100.000%	0.000%
Public – Institutional holders	7,71,373	2,91,498	37.790%	2,91,498	-	100.000%	0.000%
Public-Others	19,49,523	47,622	2.443%	47,575	47	99.901%	0.099%
Total	**79,14,980**	**39,37,555**	**49.748%**	**39,37,508**	**47**	**99.999%**	**0.001%**

RANE BRAKE LINING LIMITED "MAITHRI" 132 CATHEDRAL ROAD CHENNAI-600 086

2. ***Sell, lease, mortgage or otherwise dispose off the property or undertaking of the Company under section 180(1)(a) and other applicable provisions of the Companies Act, 2013 and rules made thereunder in connection with the borrowings of the Company.***

Category	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 - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	51,94,084	35,98,435	69.279%	35,98,435	-	100.000%	0.000%
Public – Institutional holders	7,71,373	2,91,498	37.790%	2,91,498	-	100.000%	0.000%
Public-Others	19,49,523	46,562	2.388%	46,411	151	99.676%	0.324%
Total	**79,14,980**	**39,36,495**	**49.735%**	**39,36,344**	**151**	**99.996%**	**0.004%**

3. ***Appointment of Mr. Vinay Lakshman, as Senior Vice-President of the Company, in compliance with section 188(1)(f) and other applicable provisions of the Companies Act, 2013 and rules made thereunder.***

Category	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 - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	51,94,084	19,450	0.374%	19,450	-	100.000%	0.000%
Public – Institutional holders	7,71,373	2,91,498	37.790%	2,91,498	-	100.000%	0.000%
Public-Others	19,49,523	47,442	2.434%	47,320	122	99.743%	0.257%
Total	**79,14,980**	**3,58,390**	**4.528%**	**3,58,268**	**122**	**99.966%**	**0.034%**

None of the related parties in the context of resolution no.3 as above participated in the voting on the resolution.

*** Only valid votes have been considered for the above computation for all the above 3 resolutions. 10 **postal ballot forms** comprising of **27,719 shares**, were treated as invalid being defective on technical grounds.*

RANE BRAKE LINING LIMITED "MAITHRI" 132 CATHEDRAL ROAD CHENNAI-600 086

Rane Brake Lining Limited

It may be noted that all the special resolutions as set out in the notice have been passed by the members with the requisite majority.

Based on the Scrutinizer's report, the result of the Postal ballot has been declared today at the Registered Office and a copy of the same is being published in Business Standard (English) and Dinamani (Tamil), hosted in our website of the Company viz., www.rane.co.in and displayed at the Registered Office of the Company.

Kindly take same on record and acknowledge.

Thanking you

Yours faithfully,
For ***Rane Brake Lining Limited***

G Karthikeyan
Secretary

RANE BRAKE LINING LIMITED
"MAITHRI"
132
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Copy to :
BSE Limited ***(Stock code : 532987)***