

# Rane Holdings Limited

CIN L35999TN1936PLC002202



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## Quarterly Compliance Report on Corporate Governance (Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Company	Rane Holdings Limited	Symbol: NSE	RANEHOLDIN
Quarter ended	31 <sup>st</sup> Decemebr, 2016	BSE	505800

### I. Composition of Board of Directors

Title (Mr/Ms)	Name of the Director	DIN	Category ^	Date of Appointment in the current term/ Cessation	Tenure*	No of Directorship in listed entites including this listed entity (Refer Reg 25(1) of Listing Regulations <sup>@</sup> )	No of membership in Audit/Stakeholder committee(s) including this listed entity (Refer Reg 26(1) of Listing Regulations <sup>@</sup> )	No of Post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Reg 26(1) of Listing Regulations <sup>@</sup> )
Mr.	Lakshman Lakshminarayan	00012554	Chairman - Executive, Promoter, Managing Director	01-Apr-2014	NA	6	5	1
Mr.	Ganesh Lakshminarayan	00012583	Vice Chairman- Executive, Promoter, Joint Managing Director	01-Apr-2014	NA	6	7	1
Mr.	Harish Lakshman	00012602	Non- Executive , Promoter	11-Aug-2016	NA	4	3	2
Mr.	Anjani Kumar Ramshankar Choudhari	00234208	Independent, Non- Executive	12-Aug-2014	2 Years 4 Months	1	1	1
Mr.	Shujaat Ghousuddin Khan	00526891	Independent, Non- Executive	12-Aug-2014	2 Years 4 Months	1	1	0
Ms.	Sheela Bhide	01843547	Independent, Non- Executive	13-Nov-2014	2 Years 1 Month	4	1	0
Mr.	Venkataramani Sumantran	02153989	Independent, Non- Executive	27-May-2016	7 Months	2	1	0

<sup>§</sup> PAN of any director would not be displayed on the website of Stock Exchange

<sup>^</sup> Category of directors means executive/non executive/independent/nominee.

<sup>\*</sup> filled only for Independent Director. Tenure would mean total period from which Independent director serving on Board of directors of the listed entity in continuity without any cooling off period. Tenure represents completed tenure from the date of appointment.

<sup>@</sup> Number of membership in Audit and Stakeholders' Relationship Committee includes positions held as Chairperson.

Name of Committee	Name of Committe members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>§</sup>
1. Audit Committee	Anjani Kumar Ramshankar Choudhari Ganesh Lakshminarayan Shujaat Ghousuddin Khan	Chairman, Independent, Non - Executive Non - Executive, Promoter Independent, Non - Executive
2. Nomination & Remuneration Committee	Anjani Kumar Ramshankar Choudhari Venkataramani Sumantran Harish Lakshman	Chairman, Independent, Non - Executive Independent, Non - Executive Non - Executive, Promoter
3. Risk Management Committee	NA	
4. Stakeholders' Relationship Committee	Harish Lakshman Ganesh Lakshminarayan Sheela Bhide	Chairman, Non - Executive, Promoter Non - Executive, Promoter Independent, Non - Executive

#### Remarks:

1) <sup>§</sup> Category of Directors means executive/non executive/independent/Nominee. If a director fits into more than one category write all categories seperating them with Comma / hyphen

III.Meeting of Board of Directors				
Date(s) of meeting (if any) in the previous quarter / date of previous meeting	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)		
11-Aug-16	10-Nov-16	90 days (90 days represents time gap between the board meetings held on August 11, 2016 and November 10, 2016)		
IV. Meeting of Committees				
Name of the Committee	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Maximum gap between any two consecutive meetings in number of days*	Whether requirement of Quorum met (details)
Audit Committee	11-Aug-16	10-Nov-16	90	Yes (Committee comprised of 4 directors as at the date of this meeting. 3 directors attended the meeting of which 2 are independent directors) (Refer note 1)
Note 1 :Mr Venkataramani Sumantran was appointed by the Board on November 10, 2016 as a member of Audit Committee for its meeting held on November 10, 2016. *This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.				
V. Related Party Transactions				
Subject		Compliance status (Yes/No/NA) refer note below		
Whether prior approval of audit committee obtained		Yes		
Whether shareholder approval obtained for material RPT		NA		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes		
Note				
1	In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing regulations,"Yes", may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A", may be indicated.			
2	If status is "No" details of non-compliance may be given here.			
VI. Affirmations				
1	The composition of Board of Directors is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.			Yes
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. a. Audit Committee b. Nomination & Remuneration Committee c.Stakeholders relationship Committeee d.Risk management committee (applicable to top 100 listed entities)			Yes Yes Yes NA
3	The committee members have been made aware of their powers,role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.			Yes
4	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.			Yes
5	This report and/or the report submitted in the previous quarter is being placed before Board of Directors.			Yes
Comments:				
The report of previous quarter ended September 30, 2016 was placed before the board in the meeting held on November 10, 2016. The report for the quarter ended December 31, 2016 will be placed in the ensuing board meeting.				
For Rane Holdings Limited Siva Chandrasekaran Secretary				
Place : Chennai Date : January 6 , 2017				
Note:				
Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.				