

MATERIAL EVENT OR INFORMATION DISCLOSURE POLICY

Adopted by the Board of

Rane Holdings Limited

CIN L35999TN1936PLC002202

Rane (Madras) Limited

CIN L65993TN2004PLC052856

Rane Engine Valve Limited

CIN L74999TN1972PLC006127

Rane Brake Lining Limited

CIN L63011TN2004PLC054948

Regd. Office : " MAITHRI "

132, Cathedral Road

Chennai - 600 086

Website : www.rane.co.in

e-mail: investorservices@rane.co.in

1. Preface

The Board of directors (the “Board”) of Rane Holdings Limited (the Company) has adopted this policy to determine materiality of events or information that requires disclosure pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Board will review the policy from time to time and propose appropriate amendments, if any required.

2. Scope

The policy is framed based on the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to determine the disclosure framework for the Company with respect to determining materiality of events or information for accurate and timely disclosure of the same to the stakeholders.

3. Definitions

- a) “**Policy**” means this Material Event or Information Disclosure Policy.
- b) All words and expressions used in this policy shall have its meaning as defined in the SEBI Act, Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 and/or the rules and regulations made thereunder shall have the same meaning as respectively assigned to them in such Acts or rules or regulations or any statutory modification or re-enactment thereto, as the case may be.

4. Criteria for determination of materiality of events/ information

4.1 The Company shall consider the following to determine materiality of any event / information :

- (a) Whether omission of disclosure is likely to result in discontinuity or alteration of event or information already available publicly; or
- (b) Whether there would be a ‘significant market reaction’ if such event / information is known to public on a later date ; or
- (c) In any other case, the Board of Directors are of the opinion that such event / information is material.

4.2 The Board may consider an event / information to be material, if it is likely to result in one or more of the following impacts:

- (a) impact of 10% or more on the gross turnover or revenues or total income or impact of 20% of the net worth, both as per the last consolidated financial statements of the company, whichever is lower; or
- (b) any information which relates directly or indirectly to a company and which if published is likely to materially affect the price of shares of the company.
- (c) in cases where (a) and (b) is not applicable, an opinion can be framed based on relevant facts and circumstances taking into consideration the following:

- (i) Direct / indirect impact on reputation of the Company and Rane Group, brand, goodwill etc.,
- (ii) Whether likely to result in false market for securities of the Company
- (iii) If disclosed, whether the business interest of the Company / Rane group would be at risk.

5. Exceptions

The Board may withhold the disclosure for an event or information under the following circumstances:

- (a) Disclosure would be a breach of law
- (b) Concerns an incomplete proposal or negotiation
- (c) Matters of supposition or is not definite to warrant disclosure
- (d) Information is generated strictly for internal management purposes
- (e) Information is a trade secret or if disclosed, would adversely affect the business prospects of the company.

6. Official(s) in charge

The Chairman and Head - Secretarial & Legal, Rane Group shall be responsible to :

- (a) determine materiality of event or information in accordance with this policy,
- (b) assist the board in deciding disclosure of the same; and
- (c) monitor implementation of the policy, from time to time.

The contact details are: -

	Rane Group	
	Chairman	Head – Secretarial & Legal
Name :	Mr L Ganesh	Mr C Siva
Address:	Registered Office: "Maithri", 132, Cathedral Road, Chennai - 600 086	
Phone :	044 28112472	
E-mail :	investorservices@rane.co.in	

7. Website Updation / Updates to stock exchanges

The Company shall update all disclosures made under the regulations to the stock exchanges in its website and shall be continued to be hosted in the website for a minimum period of five years and thereafter archived as per the document retention policy of the Company.

The official(s) in charge, shall give updates to the Board of Directors and to the Stock Exchanges on any material event or information that may have been first informed to the stock exchanges including further developments, if any, on such events. Such updates sent to stock exchanges shall also be hosted on the website of the Company

8. Approval

This policy is approved by the board of directors on as per resolution dated **November 26, 2015** to come into effect from **December 1, 2015** onwards.