

Rane (Madras) Limited

CIN: L65993TN2004PLC052856



“Maithri”
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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 (Madras) Limited	Symbol: NSE	RML
Quarter ended	31 st December, 2016	BSE	532661

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	No of membership in Audit/Stakeholder committee(s) including this listed entity (Refer Reg 26(1) of Listing Regulations)®	No of Post of Chairperson in Audit/Stakeholder Committee held in listed entites including this listed entity (Refer Reg 26(1) of Listing Regulations)®
Mr.	Ganesh Lakshminarayan	00012583	Chairman, Non- Executive, Promoter	21-Jul-06	NA	6	7	1
Mr.	Lakshman Lakshminarayan	00012554	Non- Executive , Promoter	22-Jul-16	NA	6	5	1
Mr.	Harish Lakshman	00012602	Non- Executive , Promoter	31-Jul-15	NA	4	3	2
Mr.	Muthuswami Lakshminarayan	00064750	Independent, Non- Executive	31-Jul-14	2 years 5 months	6	5	1
Mr.	Tridibesh Mukherjee	00004777	Independent, Non- Executive	31-Jul-14	2 years 5 months	4	3	0
Ms.	Anita Ramachandran	00118188	Independent, Non- Executive	31-Jul-14	2 years 5 months	2	1	0
Mr.	Pradip Kumar Bishnoi	00732640	Independent, Non- Executive	24-Oct-16	2 months	1	0	0

§ PAN of any director would not be displayed on the website of Stock Exchange

^ Category of directors means executive/non executive/independent/nominee.

* 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.

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

Mr. Pradip Kumar Bishnoi was appointed as a Non-Executive and Independent Director with effect from October 24, 2016

II. Composition of Committees

Name of Committee	Name of Committe members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)§
1. Audit Committee	Muthuswami Lakshminarayan Lakshman Lakshminarayan Tridibesh Mukherjee	Chairman, Independent, Non - Executive Non - Executive, Promoter Independent, Non - Executive
2. Nomination & Remuneration Committee	Muthuswami Lakshminarayan Ganesh Lakshminarayan Lakshman Lakshminarayan Anita Ramachandran	Chairman, Independent, Non - Executive Non - Executive, Promoter Non - Executive, Promoter Independent, Non- Executive
3. Risk Management Committee		NA
4. Stakeholders' Relationship Committee	Lakshman Lakshminarayan Harish Lakshman Tridibesh Mukherjee	Chairman, Non - Executive, Promoter Non - Executive, Promoter Independent, Non - Executive

Remarks:

1) § 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)	
22-Jul-16	24-Oct-16		93 days (93 days represents time gap between the board meetings held on July 22, 2016 and October 24, 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	22-Jul-16	24-Oct-16	93 days	Yes (3 directors present of which 2 are Independent Directors)
*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 October 24, 2016. The report for the quarter ended December 31, 2016 will be placed in the ensuing board meeting.				
For Rane (Madras)Limited S Subha Shree Company Secretary Place : Chennai Date : January 6, 2017				