

# Rane Brake Lining Limited

CIN: L63011TN2004PLC054948



Registered Office:

"Maithri"

132, Cathedral Road

Chennai 600 086

India

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## Quarterly Compliance Report on Corporate Governance

Name of the Company

Rane Brake Lining Limited

Quarter ended

March 31, 2014

| Particulars  | Clause of Listing | Compliance Status | Remarks   |
|--|-------------------|-------------------|---|
|  | Agreement         | Yes/No            |   |
| <b>I. Board of Directors</b>   |                   |                   |   |
| (A) Composition of Board   | 49 (1A)           | Yes               |   |
| (B) Non-executive Directors' compensation & disclosures                  | 49 (1B)           | Yes               | Disclosed in the Annual Report 2012-13  |
| (C) Other provisions as to Board and Committees                          | 49 (1C)           | Yes               | -   |
| (D) Code of Conduct  | 49 (1D)           | Yes               | CEO's declaration regarding compliance is furnished in the Annual Report 2012-13  |
| <b>II. Audit Committee</b>   |                   |                   |   |
| (A) Qualified & Independent Audit Committee                              | 49 (IIA)          | Yes               | -   |
| (B) Meeting of the Committee   | 49 (IIB)          | Yes               | -   |
| (C) Powers of Audit Committee  | 49 (IIC)          | Yes               | -   |
| (D) Role of Audit Committee  | 49 (IID)          | Yes               | -   |
| (E) Review of Information by Audit Committee                             | 49 (IIE)          | Yes               | -   |
| <b>III. Subsidiary Companies</b>   | 49 (III)          | NA                | -   |
| <b>IV. Disclosures</b>   | 49 (IV)           |                   |   |
| (A) Basis of related party transactions                                  | 49 (IV A)         | Yes               | -   |
| (B) Disclosures of Accounting Treatment                                  | 49 (IV B)         | Yes               | -   |
| (C) Board Disclosures  | 49 (IV C)         | Yes               | -   |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV D)         | NA                | -   |
| (E) Remuneration of Directors  | 49 (IV E)         | Yes               | Disclosed in the Annual Report 2012-13  |
| (F) Management   | 49 (IV F)         | Yes               | Management Discussion & Analysis report forms part of Annual Report 2012-13.  |
| (G) Shareholders   | 49 (IV G)         | Yes               | Disclosed in the Annual Report 2012-13.   |
| <b>V. CEO / CFO Certification</b>  | 49 (V)            | Yes               | CEO/ CFO have furnished certificate to the Board for the year 2012-13.  |
| <b>VI. Report on Corporate Governance</b>                                | 49 (VI)           | Yes               | Separate section on Corporate Governance Report was included in the Annual report 2012-13.  |
| <b>VII. Compliance</b>   | 49 (VII)          | Yes               | Statutory Auditor's certificate formed part of Annual Report 2012-13. Disclosure relating to compliance with all mandatory requirements and extent of compliance with non-mandatory requirements are furnished in Corporate Governance Report for the year 2012-13. |

For Rane Brake Lining Limited

G Karthikeyan  
Secretary  
Compliance Officer

Place : Chennai

Date : April 10, 2014