

# Rane Engine Valve Limited

CIN: L74999TN1972PLC006



“Maithri”  
132, Cathedral Road  
Chennai 600 086  
India  
Tel : 91 044 2811 2472  
Fax: 91 044 2811 2449

## 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 Engine Valve Limited	Symbol: NSE	RANEENGINE
Quarter ended	30th September, 2016	BSE	532988

### 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 members 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.	L Ganesh	00012583	Chairman & Managing Director, Promoter	01-Apr-14	NA	6	7	1
Mr.	L Lakshman	00012554	Non- Executive , Promoter	25-Jul-16	NA	6	5	1
Mr.	Harish Lakshman	00012602	Vice Chairman , Promoter	21-Jul-15	NA	4	3	2
Mr.	C N Srivatsan	00002194	Independent, Non- Executive	24-Jul-14	2 years 2 months	2	3	2
Mr.	Ashok Malhotra	00029017	Independent, Non- Executive	24-Jul-14	2 years 2 months	1	2	1
Mr.	S Krishna Kumar	00062582	Independent, Non- Executive	24-Jul-14	2 years 2 months	1	1	0
Mr.	R V Raghavan	01754139	Independent, Non- Executive	24-Jul-14	2 years 2 months	2	1	0
Ms.	Brinda Jagirdar	06979864	Independent, Non- Executive	24-Oct-14	1 year 11 months	2	1	1

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

<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 hyphen

\* to be 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.

### II. Composition of Committees

Name of Committee	Name of Committe members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>§</sup>
1. Audit Committee	C N Srivatsan Ashok Malhotra S Krishna Kumar L Lakshman	Chairperson,Independent, Non - Executive Independent, Non - Executive Independent, Non - Executive Non - Executive, Promoter
2. Nomination & Remuneration Committee	Ashok Malhotra L Lakshman C N Srivatsan	Chairperson,Independent, Non - Executive Non - Executive, Promoter Independent, Non - Executive
3. Risk Management Committee (if applicable)		NA
4. Stakeholders Relationship Committee	Ashok Malhotra C N Srivatsan L Ganesh	Chairperson,Independent, Non - Executive Independent, Non - Executive Executive, Promoter

<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 or hyphen

III.Meeting of Board of Directors				
Date(s) of meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)		
19-May-16	25-Jul-16	66 days (66 days represents time gap between the board meetings held on May 19, 2016 and July 25, 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	19-May-16	25-Jul-16	66 days	Yes (4 directors present of which 3 are Independent Directors)
Nomination & Remuneration Committee	19-May-16	25-Jul-16	66 days	Yes (3 Directors present of which 2 are Independent Directors)
Stakeholders' Relationship Committee	NIL	25-Jul-16	NA	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			Yes
	b. Nomination & Remuneration Committee			Yes
	c.Stakeholders relationship Committee			Yes
	d.Risk management committee (applicable to top 100 listed entities)			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 has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:			Yes
Comments:				
The report of previous quarter ended June 30, 2016 was placed before the board in the meeting held on July 25, 2016. The report for the quarter ended September 30, 2016 will be placed in the ensuing board meeting.				
For Rane Engine Valve Limited				
<b>P Guhanantham</b> Company Secretary Place : <b>Chennai</b> Date : <b>October 13, 2016</b>				
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.				

**Rane Engine Valve Limited**  
CIN: L74999TN1972PLC006127



Registered Office:  
"Maithri"  
132, Cathedral Road  
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India  
www.rane.co.in

**ANNEXURE - III**

**Format for Six Months ended September 30, 2016**

**I. Affirmations**

Sl. No	Particulars	Regulation Number	Compliance Status (Yes/No/NA)
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting.	19(3)	Yes
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

**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.**

**3 If the Listed Entity would like to provide any other information the same may be indicated here.**

For Rane Engine Valve Limited

**P Guhanantham**  
Company Secretary  
Place : **Chennai**  
Date : **October 13, 2016**