

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company	L35999TN1936PLC002202	Pre-fill						
Global Location Number (GLN) of the company								
* Permanent Account Number (PAN) of the company	AABCR5136J							
(ii) (a) Name of the company	RANE HOLDINGS LIMITED							
(b) Registered office address	"MAITHRI" NO 132 CATHEDRAL ROAD CHENNAI Tamil Nadu 600086							
(c) *e-mail ID of the company	investorservices@ranegroup.co							
(d) *Telephone number with STD code	04428112472							
(e) Website	www.ranegroup.com							
(iii) Date of Incorporation	03/03/1936							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Public Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table>	Type of the Company	Category of the Company	Sub-category of the Company	Public Company	Company limited by shares	Indian Non-Government company	
Type of the Company	Category of the Company	Sub-category of the Company						
Public Company	Company limited by shares	Indian Non-Government company						
(v) Whether company is having share capital	<input checked="" type="radio"/> Yes	<input type="radio"/> No						
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes	<input type="radio"/> No						

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U74900TN2015PTC101466

Pre-fill

Name of the Registrar and Transfer Agent

INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

2nd Floor Kences Towers ,1 Ramakrishna Street
North Usman Road T Nagar

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 14/08/2020

(b) Due date of AGM 30/09/2020

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 4

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	N	Support service to Organizations	N7	Other support services to organizations	32.16
2	K	Financial and insurance Service	K2	Activities by Trusts, funds and other financial holding companies	34.3
3	J	Information and communication	J6	Computer programming, consultancy and related activities	15.34
4	M	Professional, Scientific and Technical	M3	Management consultancy activities	11.95

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 10

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	RANE (MADRAS) LIMITED	L65993TN2004PLC052856	Subsidiary	63.42
2	RANE ENGINE VALVE LIMITED	L74999TN1972PLC006127	Subsidiary	54.82
3	RANE BRAKE LINING LIMITED	L63011TN2004PLC054948	Subsidiary	46.59
4	RANE T4U PRIVATE LIMITED	U72900KA2009PTC049462	Subsidiary	70.01
5	Rane (Madras) International Hc		Subsidiary	63.42
6	Rane Light Metal Castings Inc.		Subsidiary	63.42
7	Rane Holdings America Inc.		Subsidiary	100
8	Rane Holdings Europe GmbH		Subsidiary	100
9	RANE TRW STEERING SYSTEMS	U35999TN1987PTC014600	Joint Venture	50
10	RANE NSK STEERING SYSTEMS	U29141TN1995PTC030621	Joint Venture	49

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	15,000,000	14,277,809	14,277,809	14,277,809
Total amount of equity shares (in Rupees)	150,000,000	142,778,090	142,778,090	142,778,090

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Ordinary Equity shares of Rs. 10 each				
Number of equity shares	15,000,000	14,277,809	14,277,809	14,277,809
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000	142,778,090	142,778,090	142,778,090

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	5,000,000	0	0	0
Total amount of preference shares (in rupees)	50,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
13.5% Cumulative Redeemable Preference shares				
Number of preference shares	5,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	50,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	14,277,809	142,778,090	142,778,090	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				

Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	14,277,809	142,778,090	142,778,090	

Preference shares

At the beginning of the year

Increase during the year

i. Issues of shares

ii. Re-issue of forfeited shares

iii. Others, specify

Decrease during the year

i. Redemption of shares

ii. Shares forfeited

iii. Reduction of share capital

iv. Others, specify

At the end of the year

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text" value="08/08/2019"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			331,592,657
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			331,592,657

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

973,061,895

(ii) Net worth of the Company

4,595,169,406

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,182,075	22.29	0	
	(ii) Non-resident Indian (NRI)	3,439,114	24.09	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	

10.	Others	0	0	0	
	Total	6,621,189	46.38	0	0

Total number of shareholders (promoters)

24

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,386,966	23.72	0	
	(ii) Non-resident Indian (NRI)	179,896	1.26	0	
	(iii) Foreign national (other than NRI)	750	0.01	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	679,573	4.76	0	
4.	Banks	5,974	0.04	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	43,753	0.31	0	
7.	Mutual funds	1,697,400	11.89	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,357,740	9.51	0	
10.	Others Clearing members, Rane Hc	304,568	2.13	0	
	Total	7,656,620	53.63	0	0

Total number of shareholders (other than promoters)

11,080

**Total number of shareholders (Promoters+Public/
Other than promoters)**

11,104

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			18,184	
EMERGING MARKETS (CITIBANK N.A. CUSTODY SERVICES			14,529	
WORLD EX U.S. CORE I	CITIBANK N.A. CUSTODY SERVICES			1,941	
ALASKA PERMANENT	DEUTSCHE BANK AG, DB HOUSE, F			1,830	
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			1,683	
EMERGING MARKETS (DEUTSCHE BANK AG, DB HOUSE, F			1,353	
DFA AUSTRALIA LIMIT	CITIBANK N.A. CUSTODY SERVICES			968	
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			693	
EMERGING MARKETS T	CITIBANK N.A. CUSTODY SERVICES			577	
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES			545	
DIMENSIONAL FUNDS	DEUTSCHE BANK AG, DB HOUSE, F			381	
WORLD EX U.S. TARGE	CITIBANK N.A. CUSTODY SERVICES			319	
DFA INTERNATIONAL	STANDARD CHARTERED BANK, 3R			281	
DFA INTERNATIONAL	STANDARD CHARTERED BANK, 3R			268	
EMERGING MARKETS T	DEUTSCHE BANK AG, DB HOUSE, F			201	

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	26	26
Members (other than promoters)	10,254	11,080
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year	Number of directors at the end of the year	Percentage of shares held by directors as at the end of year

	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	2	2	1	8	6.29
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	6	2	5	8	6.29

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
LAKSHMAN LAKSHMIN	00012554	Director	897,759	
GANESH LAKSHMINAF	00012583	Managing Director	1,017,626	
HARISH LAKSHMAN	00012602	Managing Director	124,882	
SHEELA BHIDE	01843547	Director	0	
VENKATARAMANI SUN	02153989	Director	0	
RAJEEV GUPTA	00241501	Director	0	
PRADIP KUMAR BISHN	00732640	Director	0	
JAYARAMAN ANANTH	ADYPA6118L	CFO	0	
SIVA CHANDRASEKAF	ANJPS0065M	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
ANJANIKUMAR CHOUH	00234208	Director	27/05/2019	Ceased to be an Independent Director
HARISH LAKSHMAN	00012602	Managing Director	01/08/2019	Appointed as Joint Managing Director
PRADIP KUMAR BISHN	00732640	Director	08/08/2019	Appointed as an Independent Director
VENKATARAMANI SUN	02153989	Director	08/08/2019	Re-appointed as an Independent Director

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	08/08/2019	10,394	1,257	49.28

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/05/2019	7	7	100
2	08/08/2019	7	6	85.71
3	08/11/2019	7	6	85.71
4	06/02/2020	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

13

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	27/05/2019	4	4	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
2	Audit Committee	08/08/2019	4	4	100
3	Audit Committee	08/11/2019	4	3	75
4	Audit Committee	06/02/2020	4	4	100
5	Stakeholders Forum	27/05/2019	3	3	100
6	Stakeholders Forum	08/08/2019	3	3	100
7	Stakeholders Forum	08/11/2019	3	3	100
8	Stakeholders Forum	06/02/2020	3	3	100
9	Corporate Social Responsibility	27/05/2019	3	3	100
10	Nomination and Remuneration Committee	27/05/2019	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	14/08/2020
								(Y/N/NA)
1	LAKSHMAN L	4	4	100	7	7	100	Yes
2	GANESH LAK	4	4	100	9	9	100	Yes
3	HARISH LAKS	4	3	75	2	2	100	Yes
4	SHEELA BHID	4	4	100	8	8	100	Yes
5	VENKATARAM	4	4	100	8	8	100	Yes
6	RAJEEV GUP	4	3	75	3	2	66.67	Yes
7	PRADIP KUM.	3	3	100	3	3	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GANESH LAKSHMI	CHAIRMAN ANI	19,148,054	11,900,000	0	0	31,048,054
2	HARISH LAKSHMA	VICE-CHAIRMA	3,810,477	0	0	60,000	3,870,477
	Total		22,958,531	11,900,000	0	60,000	34,918,531

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JAYARAMAN ANAM	CHIEF FINANCI	4,490,258	0	0	0	4,490,258
2	SIVA CHANDRASE	COMPANY SEC	5,738,938	0	0	0	5,738,938
	Total		10,229,196	0	0	0	10,229,196

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	LAKSHMAN LAKSH	CHAIRMAN EM	0	10,000,000	0	269,600	10,269,600
2	RAJEEV GUPTA	INDEPENDENT	0	0	0	165,000	165,000
3	VENKATARAMANI	INDEPENDENT	0	0	0	280,000	280,000
4	SHEELA BHIDE	INDEPENDENT	0	0	0	260,000	260,000
5	PRADIP KUMAR BI	INDEPENDENT	0	0	0	165,000	165,000
6	ANJANIKUMAR CH	INDEPENDENT	0	0	0	75,000	75,000
	Total		0	10,000,000	0	1,214,600	11,214,600

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

K SRIRAM

Whether associate or fellow

Associate Fellow

Certificate of practice number

2215

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Digitally signed
by L. GANESH
Date: 2020.10.09
20:36:30 +05'30'

DIN of the director

00012583

To be digitally signed by

Digitally signed by SIVA
CHANDRA
SEKARAN
Date: 2020.10.09
20:37:16 +05'30'

Company Secretary

Company secretary in practice

Membership number

7294

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

RHLListofshareholdersAGM2020.pdf
RHLSHareTransfersAGM2020.pdf
RHL_LtrtoROC_MGT-7_AGM2020.pdf
RHL_MGT-8_Signed.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company