

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Rane Brake Lining Limited**
2. Quarter ending - **30-Sep-2020**

i. Composition of Board of Director

| Title (Mr./ Ms) | Name of the Director | DIN | Category (Chairperson /Executive/Non-Executive / Independent/ Nominee) | Initial Date of Appointment | Date of Appointment | Date of cessation | Tenure | Date of Birth | Whether special resolution passed? | Date of passing special resolution | No. of Directorship in listed entities including this listed entity | No of Independent Directorship in listed entities including this listed entity | No of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity | Membership in Committees of the Company |
|-----------------|--------------------------|----------|--|-----------------------------|---------------------|-------------------|--------|---------------|------------------------------------|------------------------------------|---|--|---|--|---|
| Mr. | ANILKUMAR VENKAT EPUR | 00202454 | ID | 06-Feb-2008 | 23-Aug-2017 | | 74 | 17-Nov-1948 | NA | | 1 | 1 | 2 | 0 | AC,SC, NRC |
| Mrs. | RANJANA KUMAR | 02930881 | ID | 23-Jan-2015 | 24-Jul-2018 | | 62 | 10-Dec-1945 | NA | | 1 | 1 | 0 | 0 | |
| Mr. | GANESH LAKSHMINA RAYAN | 00012583 | C,NED | 18-Jun-2007 | 01-Apr-2008 | | | 18-Mar-1954 | NA | | 7 | 3 | 7 | 0 | AC,SC, NRC |
| Mr. | LAKSHMAN LAKSHMINA RAYAN | 00012554 | NED | 18-Jun-2007 | 24-Jul-2018 | | | 17-Jul-1946 | NA | | 5 | 1 | 5 | 3 | |
| Mr. | HARISH LAKSHMAN | 00012602 | NED | 22-Jul-2008 | 25-Jul-2019 | | | 12-Feb-1974 | NA | | 5 | 1 | 2 | 1 | SC |
| Mr. | SRINIVASAN SANDILYA | 00037542 | ID | 06-Feb-2008 | 23-Aug-2017 | | 74 | 11-Apr-1948 | NA | | 4 | 4 | 5 | 4 | AC,NRC |

| | | | | | | | | | | | | | | | |
|-----|------------------------------|--------------|--------|---------------------|---------------------|--|----|---------------------|----|--|---|---|---|---|----|
| Mr. | YASUJI ISHII | 08078 748 | NED,ND | 13- Apr- 2018 | | | | 25- Dec- 1964 | NA | | 1 | 0 | 0 | 0 | |
| Mr. | KRISHNA KUMAR SESHADRI | 00062 582 | ID | 22- May- 2019 | 22- May- 2019 | | 16 | 10- May- 1946 | NA | | 2 | 2 | 2 | 0 | AC |

| | |
|---|-----|
| Whether Permanent chairperson appointed | Yes |
| Whether Chairperson is related to MD or CEO | No |

ii. Composition of Committees

a. Audit Committee

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1 | GANESH LAKSHMINARAYAN | C,NED | Member | 06-Feb-2008 | |
| 2 | SRINIVASAN SANDILYA | ID | Chairperson | 06-Feb-2008 | |
| 3 | ANILKUMAR VENKAT EPUR | ID | Member | 22-May-2019 | |
| 4 | KRISHNA KUMAR SESHADRI | ID | Member | 19-Mar-2020 | |

| | |
|---|-----|
| Whether Permanent chairperson appointed | Yes |
|---|-----|

b. Stakeholders Relationship Committee

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1 | ANILKUMAR VENKAT EPUR | ID | Member | 06-Feb-2008 | |
| 2 | GANESH LAKSHMINARAYAN | C,NED | Member | 06-Feb-2008 | |
| 3 | HARISH LAKSHMAN | NED | Chairperson | 19-Mar-2010 | |

| | |
|---|-----|
| Whether Permanent chairperson appointed | Yes |
|---|-----|

c. Risk Management Committee

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| NA | | | | | |

d. Nomination and Remuneration Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|-----------------------|----------|------------------------|------------------|----------------|
| 1 | SRINIVASAN SANDILYA | ID | Chairperson | 20-Jul-2012 | |
| 2 | GANESH LAKSHMINARAYAN | C,NED | Member | 20-Jul-2012 | |
| 3 | ANILKUMAR VENKAT EPUR | ID | Member | 19-Mar-2020 | |

| | |
|---|-----|
| Whether Permanent chairperson appointed | Yes |
|---|-----|

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 | Whether requirement of Quorum met | Number of Directors present | Number of Independent Directors present |
|---|---|-----------------------------------|-----------------------------|---|
| 17-Jun-2020 | 05-Aug-2020 | Yes | 6 | 3 |

| | |
|---|----|
| Maximum gap between any two consecutive (in number of days) | 48 |
|---|----|

iv. Meeting of Committees

| Name of the Committee | Date(s) of meeting during of the committee in the previous quarter | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Number of Directors present | Number of independent directors present |
|-------------------------------------|--|---|--|-----------------------------|---|
| Audit Committee | 17-Jun-2020 | | Yes | 4 | 3 |
| Audit Committee | | 05-Aug-2020 | Yes | 4 | 3 |
| Stakeholders Relationship Committee | | | Yes | 3 | 1 |
| Stakeholders Relationship Committee | | 05-Aug-2020 | Yes | 3 | 1 |
| Nomination & Remuneration Committee | 17-Jun-2020 | | Yes | 3 | 2 |

| | |
|--|----|
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 48 |
|--|----|

v. **Related Party Transactions**

| Subject | Compliance status (Yes/No/NA) |
|--|--------------------------------------|
| Whether prior approval of audit committee obtained | Yes |
| Whether shareholder approval obtained for material RPT | Not Applicable |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes |

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 the top 100 listed entities) - **Not applicable**
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.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

The report of previous quarter ended June 30, 2020 was placed before the Board at their meeting held on August 05, 2020. The report for the quarter ended September 30, 2020 will be placed at the ensuing Board meeting.

Name : **Venkatraman**
Designation : **Company Secretary**

ANNEXURE III

Affirmations

| <i>Broad Heading</i> | <i>Regulation Number</i> | <i>Compliance Status</i> |
|--|--------------------------------------|---------------------------------|
| 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 |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes |
| Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes |
| Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes |

Name : Venkatraman
Designation : Company Secretary