

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Rane Brake Lining Limited**
2. Quarter ending - **31-Mar-2021**

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	Tenure	Date of Birth	Whether special resolution passed?	No. of Directors hip in listed entities including this listed entity	No of Independent Directors hip in listed entities including this listed entity	No of members hips 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	80	17-Nov-1948	NA	1	1	2	0	AC,SC, NRC
Mr.	GANESH LAKSHMINARAYAN	00012583	C, NED	18-Jun-2007	01-Apr-2008		18-Mar-1954	NA	7	3	7	0	AC,SC, NRC
Mr.	LAKSHMAN LAKSHMINARAYAN	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	80	11-Apr-1948	NA	4	4	5	4	AC,NRC
Mr.	YASUJI ISHII	08078748	NED, ND	13-Apr-2018	13-Apr-2018		25-Dec-1964	NA	1	0	0	0	
Mr.	KRISHNA KUMAR SESHADRI	00062582	ID	22-May-2019	22-May-2019	22	10-May-1946	NA	2	2	2	0	AC

Mrs.	BRINDA JAGIRDAR	0697 9864	ID	15- Oct- 2020	15- Oct- 2020	5	01- Mar- 1953	NA	3	3	5	0	AC
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Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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	
5	BRINDA JAGIRDAR	ID	Member	19-Mar-2021	

Whether Permanent chairperson appointed	Yes
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b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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
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c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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
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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
15-Oct-2020	01-Feb-2021	Yes	7	3
	19-Mar-2021	Yes	8	4

Maximum gap between any two consecutive (in number of days)	108
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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	15-Oct-2020		Yes	4	3
Audit Committee		01-Feb-2021	Yes	3	2
Stakeholders Relationship Committee	15-Oct-2020		Yes	3	1
Stakeholders Relationship Committee		01-Feb-2021	Yes	3	1
Nomination & Remuneration Committee	15-Oct-2020		Yes	3	2
Nomination & Remuneration Committee		01-Feb-2021	Yes	3	2

Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	108
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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 December 31, 2020 was placed before the Board at their meeting held on February 01, 2021. The report for the quarter ended March 31, 2021 will be placed at the ensuing Board meeting.

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

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA)	Website
As per regulation 46(2) of the LODR:		
Details of business	Yes	www.ranegroup.com
Terms and conditions of appointment	Yes	www.ranegroup.com
Composition of various committees of	Yes	www.ranegroup.com
Code of conduct of board of	Yes	www.ranegroup.com
Details of establishment of vigil mechanism/	Yes	www.ranegroup.com
Criteria of making payments to non-	Yes	www.ranegroup.com
Policy on dealing with related party	Yes	www.ranegroup.com
Policy for determining 'material' subsidiaries	Not Applicable	
Details of familiarization programs imparted	Yes	www.ranegroup.com
Email address for grievance redressal and other relevant details entity who are	Yes	www.ranegroup.com
Contact information of the designated	Yes	www.ranegroup.com
Financial results	Yes	www.ranegroup.com
Shareholding pattern	Yes	www.ranegroup.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable	
Schedule of analyst or institutional investor meet and presentations made by the listed	Yes	www.ranegroup.com
New name and the old name of the listed	Not Applicable	
Advertisements as per regulation 47 (1)	Yes	www.ranegroup.com
Credit rating or revision in credit rating	Yes	www.ranegroup.com
Separate audited financial statements of	Not Applicable	
As per other regulations of the LODR:		
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.ranegroup.com
Materiality Policy as per Regulation 30	Yes	www.ranegroup.com
Dividend Distribution policy as per Regulation 43A (as applicable)	Not Applicable	
It is certified that these contents on the	Yes	www.ranegroup.com

II Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA)
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Quorum of Board meeting</i>	17(2A)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Recommendation of Board</i>	17(11)	Yes
<i>Maximum number of directorship</i>	17A	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable
<i>Meeting of Risk Management Committee</i>	22	Not Applicable
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(Yes
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	Not Applicable

<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable
<i>Other Corporate Governance requirements with Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5)&(6)	Not Applicable
<i>Alternate Director to Independent Director</i>	24(A)	Yes
<i>Maximum Tenure</i>	25(1)	Not Applicable
<i>Meeting of independent directors</i>	25(2)	Yes
<i>Familiarization of independent directors</i>	25(3) & (4)	Yes
<i>Declaration from Independent Director</i>	25(7)	Yes
<i>D & O Insurance for Independent</i>	25(8) & (9)	Yes
<i>Memberships in Committees</i>	25(10)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(1)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(3)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(4)	Yes
	26(2) & 26(5)	Yes

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

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