

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-2019

i. Composition Of Board Of Director

Title (Mr./ Ms)	Name of the Director	DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	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	Remarks
Mr.	ANILKUMAR VENKAT EPUR	00202454	ID		06-Feb-2008	23-Aug-2017		62	2	2	2	0	AC,SC	Tenure represents completed tenure from the date of appointment in the first term under the Companies Act, 2013, i.e. July 22, 2014.
Mr.	SURESH CHANDRA GUPTA	02085068	ID		24-Mar-2008	23-Aug-2017		62	1	1	1	0	AC,NRC	Tenure represents completed tenure from the date of appointment in the first term under the Companies

														Act, 2013, i.e. July 22, 2014.
Mrs.	RANJANA KUMAR	02930881	ID		23-Jan-2015	24-Jul-2018		50	1	1	0	0	NA	Tenure represents completed tenure from the date of appointment in the first term under the Companies Act, 2013, i.e. July 20, 2015.
Mr.	GANESH LAKSHMINA RAYAN	00012583	C,NED		18-Jun-2007	01-Apr-2008			6	2	7	0	AC,SC,NRC	
Mr.	VINAY LAKSHMAN	07295820	ED	MD	01-Oct-2015	01-Apr-2018			1	0	0	0	NA	
Mr.	LAKSHMAN LAKSHMINA RAYAN	00012554	NED		18-Jun-2007	24-Jul-2018			5	1	5	3	NA	
Mr.	HARISH LAKSHMAN	00012602	NED		22-Jul-2008	25-Jul-2019			5	1	2	1	SC	Mr. Harish Lakshman who retired by rotation was re-appointed as a Non-Executive Director at the Annual General Meeting on July 25, 2019.
Mr.	SRINIVASAN SANDILYA	00037542	ID		06-Feb-2008	23-Aug-2017		62	4	4	5	4	AC,NRC	Tenure represents completed tenure from the date of appointment in the first term under the

														Companies Act, 2013, i.e. July 22, 2014.
Mr.	YASUJI ISHII	08078748	NED,ND		13-Apr-2018				1	0	0	0	NA	PAN is not required since Mr.Yasuji Ishii is a Foreign National.
Mr.	KRISHNA KUMAR SESHADRI	00062582	ID		22-May-2019	22-May-2019		4	2	2	1	0	NA	The members of the Company at the 14th AGM held on July 25, 2019 approved the appointment of Mr. Krishna Kumar Seshadri (DIN:00062582) as a Non-Executive Independent Director from May 22, 2019 to hold office for a term upto the conclusion of Sixteenth Annual General Meeting (AGM 2021).

Company Remarks	1. For the purpose of determining the Membership in Audit Committee / SRC, all Public Limited Companies, whether listed or not, have been considered, in terms of Regulation 26(1). 2. The number of membership in Audit and SRC includes positions held as Chairperson.3. For Reg. 17A(1) - Directorship in debt listed entities, if any, have also been considered. 4. In the case of IDs - Tenure represents completed tenure from the date of appointment in the first term under the Companies Act, 2013.
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	SURESH CHANDRA GUPTA	ID	Member	17-Oct-2008	
2	GANESH LAKSHMINARAYAN	C,NED	Member	06-Feb-2008	
3	SRINIVASAN SANDILYA	ID	Chairperson	06-Feb-2008	
4	ANILKUMAR VENKAT EPUR	ID	Member	22-May-2019	

Company Remarks	Committee composition is same as previous quarter.
Whether Permanent chairperson appointed	Yes

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	

Company Remarks	Committee composition is same as previous quarter.
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	Not Applicable
Whether Permanent chairperson appointed	

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	SURESH CHANDRA GUPTA	ID	Member	20-Jul-2012	
3	GANESH LAKSHMINARAYAN	C,NED	Member	20-Jul-2012	

Company Remarks	Committee composition is same as previous quarter.
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
22-May-2019	25-Jul-2019	Yes	7	4

Company Remarks	63 days represents time gap between the Board meetings held on May 22, 2019 and July 25, 2019.
Maximum gap between any two consecutive (in number of days)	63

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	22-May-2019	25-Jul-2019	Yes	4	3
Stakeholders Relationship Committee	22-May-2019	25-Jul-2019	Yes	3	1
Nomination & Remuneration Committee		25-Jul-2019	Yes	3	2

Company Remarks	63 days represent the time gap between two consecutive meetings of Audit Committee and Stakeholders Relationship Committee meetings held between May 22, 2019 and July 25, 2019.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	63

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
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	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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, 2019 was placed before the Board of Directors at their meeting held on July 25, 2019. The report for the quarter ended September 30, 2019 will be placed at the ensuing Board meeting.

Name : Venkatraman
Designation : Company Secretary

ANNEXURE III**Affirmations**

Broad Heading	Regulation Number	Compliance Status	Company Remark
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	

Note:

The Business Responsibility Report was not applicable to the Company for the period ended March 31, 2019.

Name : Venkatraman
Designation : Company Secretary