

Name of the Company : Rane (Madras) Limited

Quarter ending on : 30-Jun-2011

| Particulars | Clause of Listing agreement | Compliance Status Yes/No | Remarks |
|--|------------------------------------|---------------------------------|--|
| I. Board of Directors | 49 I | - | - |
| (A) Composition of Board | 49 I A | Yes | - |
| (B) Non-executive Director's Compensation and disclosures | 49 I B | Yes | Disclosed in the Annual Report 2010-11 |
| (C) Other provisions as to Board and Committees | 49 I C | Yes | - |
| (D) Code of Conduct | 49 I D | Yes | CEO's declaration regarding compliance has been furnished in the Annual Report 2010-11 |
| II. Audit Committee | 49 II | - | - |
| (A) Qualified and Independent Audit Committee | 49 II A | Yes | - |
| (B) Meeting of Audit Committee | 49 II B | Yes | - |
| (C) Powers of Audit Committee | 49 II C | Yes | - |
| (D) Role of Audit Committee | 49 II D | Yes | - |
| (E) Review of Information by Audit Committee | 49 II E | Yes | - |
| III. (I) Subsidiary Companies | 49 III | NA | - |
| IV. Disclosures | 49 IV | - | - |
| (A) Basis of related party transactions | 49 IV A | Yes | - |
| (B) Disclosure of Accounting treatment | 49 IV B | Yes | - |
| (C) Board disclosures | 49 IV C | Yes | - |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 IV D | NA | - |
| (E) Remuneration of Directors | 49 IV E | Yes | Disclosed in the Annual Report 2010-11 |

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| (F) Management | 49 IV F | Yes | Management discussion & Analysis report forms part of the Annual Report 2010-11 |
| (G) Shareholders | 49 IV G | Yes | Disclosed in the Annual Report 2010-11 |
| V. (V) CEO/CFO Certification | 49 V | Yes | CEO/CFO have furnished certificate to the Board for the year 2010-11 |
| VI. (I) Report on Corporate Governance | 49 VI | Yes | Separate section on Corporate Governance Report was disclosed in the Annual Report 2010-11 |
| VII. (I) Compliance | 49 VII | Yes | Statutory Auditor's certificate formed part of Annual Report 2010-11. Disclosure relating to compliance with non-mandatory requirements are furnished in the Annual Report 2010-11. |