

Name of the Company : Rane (Madras) Limited

Quarter ending on : 31-Dec-2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 II	-	-
(A) Composition of Board	49 II A	Yes	-
(B) Independent Directors	49 II B	Yes	-
(C) Non-executive Directors compensation & disclosures	49 II C	Yes	Disclosed in the Annual Report 2013-14
(D) Other provisions as to Board and Committees	49 II D	Yes	-
(E) Code of Conduct	49 II E	Yes	CEO's declaration regarding compliance has been furnished in the Annual Report 2013-14.
(F) Whistle Blower Policy	49 II F	Yes	The Company has established a formal whistle blower policy and the same has been hosted in the website of the Company.
II. Audit Committee	49 III	-	-
(A) Qualified & Independent Audit Committee	49 III A	Yes	-
(B) Meeting of Audit Committee	49 III B	Yes	-
(C) Powers of Audit Committee	49 III C	Yes	-
(D) Role of Audit Committee	49 III D	Yes	-
(E) Review of Information by Audit Committee	49 III E	Yes	-

III. Nomination and Remuneration Committee	49 IV	Yes	Nomination and Remuneration Committee has been constituted by the Company. The committee comprises of four Non-Executive Directors of which two are Independent Directors. The Chairman of the Committee is an Independent Director
IV. Subsidiary Companies	49 V	NA	-
V. Risk Management	49 VI	Yes	The Company has established a system to review of risk management and risk mitigation plan for periodical review by the Audit Committee and the Board.
VI. Related Party Transactions	49 VII	Yes	The Company has formulated a policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions. All Related Party Transactions are subject to the approval of the Audit Committee.
VII. Disclosures	49 VIII	-	-
(A) Related party transactions	49 VIII A	Yes	During the quarter ended December 31, 2014, the Company has not entered into any material transaction with the Related Parties. The Policy on dealing with the Related Party Transactions has been disclosed in the website of the Company.
(B) Disclosure of Accounting Treatment	49 VIII B	Yes	-
(C) Remuneration of Directors	49 VIII C	Yes	Disclosed in the Annual Report 2013-14.
(D) Management	49 VIII D	Yes	Management Discussion and Analysis report forms part of the Annual Report 2013-14.
(E) Shareholders	49 VIII E	Yes	-
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 VIII I	NA	-

III. CEO/CFO Certification	49 IX	Yes	CEO / CFO have furnished certificate to the Board for the year 2013-14.
IX. Report on Corporate Governance	49 X	Yes	Separate section on Corporate Governance Report has been included in the Annual Report 2013-14.
X. Compliance	49 XI	Yes	Statutory Auditors certificate forms part of the Annual Report 2013-14. Disclosure relating to compliance with all mandatory requirements and extent of compliance with non-mandatory requirements are furnished in the Corporate Governance Report for the year 2013-14.