

Name of the Company : Rane (Madras) Limited**Quarter ending on : 30-Sep-2015**

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 2014-15.
(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 2014-15.
(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 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 the materiality of Related Party Transactions and also on dealing with Related Party Transactions. All Related Party Transactions of the Company 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 September 30, 2015, 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 2014-15.
(D) Management	49 VIII D	Yes	Management Discussion & Analysis report forms part of Annual Report 2014-15.
(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 2014-15
IX. Report on Corporate Governance	49 X	Yes	Separate section on Corporate Governance Report has been included in the Annual report 2014-15.
X. Compliance	49 XI	Yes	Statutory Auditor's certificate forms part of Annual Report 2014-15. Disclosure relating to compliance with all mandatory requirements and extent of compliance with non-mandatory requirements are furnished in Corporate Governance Report for the year 2014-15.