

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - Rane (Madras) 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.	GANESH LAKSHMINA RAYAN	00012583	C & NED		31-Mar-2004	21-Jul-2006			6	2	7	0	NRC	
Mr.	LAKSHMAN LAKSHMINA RAYAN	00012554	NED		31-Mar-2004	25-Jul-2018			5	1	5	3	AC,SC,NRC	
Mr.	HARISH LAKSHMAN	00012602	NED		31-Mar-2004	24-Jul-2019			5	1	2	1	SC	Mr. Harish Lakshman who retired by rotation was re-appointed as a Non-Executive

														ve Director at the Annual General Meeting on July 24, 2019.
Mr.	MUTHUSWAMI LAKSHMINA RAYAN	00064750	ID		21-Jul-2008	24-Aug-2017		62	7	7	9	2	AC,NRC	Tenure represents completed tenure from the date of appointment in the first term under the Companies Act, 2013, i.e. July 31, 2014.
Mr.	PRADIP KUMAR BISHNOI	00732640	ID		24-Oct-2016			35	3	3	4	1	AC,SC	
Mrs.	ANITA RAMACHAN DRAN	00118188	ID		15-Oct-2012	24-Aug-2017		62	4	4	7	0	AC,NRC	Tenure represents completed tenure from the date of appointment in the first



**b. Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	PRADIP KUMAR BISHNOI	ID	Member	22-Jan-2019	
2	LAKSHMAN LAKSHMINARAYAN	NED	Chairperson	16-May-2005	
3	HARISH LAKSHMAN	NED	Member	16-May-2005	

Company Remarks	No change in committee details as compared to previous quarter.
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

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

**d. Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	LAKSHMAN LAKSHMINARAYAN	NED	Member	17-Mar-2008	
2	GANESH LAKSHMINARAYAN	C & NED	Member	17-Mar-2008	
3	ANITA RAMACHANDRAN	ID	Member	31-Jul-2014	
4	MUTHUSWAMI LAKSHMINARAYAN	ID	Chairperson	22-May-2014	

Company Remarks	No change in committee details as compared to 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
23-May-2019	24-Jul-2019	Yes	6	3

Company Remarks	61 days gap between the two Board Meetings held on May 23, 2019 and July 24, 2019.
Maximum gap between any two consecutive (in number of days)	61

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	23-May-2019	24-Jul-2019	Yes	4	3
Stakeholders Relationship Committee	23-May-2019	24-Jul-2019	Yes	3	1
Nomination & Remuneration Committee		24-Jul-2019	Yes	4	2

Company Remarks	61 days gap between Audit Committee and Stakeholders Relationship Committee meetings held on May 23, 2019 and July 24, 2019.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	61

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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 at their meeting held on July 24, 2019. The report for the quarter ended September 30, 2019 will be placed at the ensuing Board meeting.**

Name : Subha Shree S  
Designation : Company Secretary

**ANNEXURE III****Affirmations**

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
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 year ended March 31, 2019.

**Name** : **Subha Shree S**  
**Designation** : **Company Secretary**