



Rane t4u Private Limited
(Formerly Telematics 4u Services Private Limited)
CIN: U72900KA2009PTC049462

Registered Office: # 29, 1st Main Road, New Bel Road, Sanjaynagar, Bangalore Karnataka 560094 In
Contact No: +91-8046503700 Website: www.telematics4u.com

NOTICE

NOTICE is hereby given that the Twelfth Annual General Meeting of **Rane t4u Private Limited** is scheduled to be held at **16:00 hrs. on Wednesday, August 25, 2021**, through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

- 1. To consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2021, together with reports of the Board of Directors and the Auditor thereon**

To consider passing the following resolution, with or without modification as an **ordinary resolution**:

“Resolved that the Audited Financial Statement of the Company for the year ended March 31, 2021 together with the reports of the Board of Directors and the Auditors of the Company thereon, as circulated to the members and presented to the meeting be and are hereby adopted.”

- 2. To appoint a director in the place of Mr. Harish Lakshman (DIN:00012602), who retires by rotation and being eligible, offers himself for re-appointment**

To consider passing the following resolution as an **ordinary resolution**:

“Resolved that Mr. Harish Lakshman (DIN:00012602), who retires by rotation in terms of Section 152 of the Companies Act, 2013 and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company.”

SPECIAL BUSINESS:

- 3. To increase the borrowing powers to Rs20.00 Crores or the aggregate of paid up capital and free reserves of the Company, whichever is higher.**

To consider passing the following resolution as a **special Resolution**:

“Resolved that pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, and the Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee thereof) for borrowing, from time to time, any sum or sums of monies which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid up capital of the Company and its free reserves provided that the total amount so borrowed by the Board shall not at any time exceed `Rs. 20.00.crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.”

Resolved further that the Board or any of its committee thereof be and is hereby authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this Resolution.”

By Order of the Board of Directors
For **Rane t4u Private Limited**
(Formerly known as Telematics 4U Services Private Limited)

May 13, 2021
Chennai

Digitally signed
by LAKSHMAN
HARISH
Date: 2021.05.13
14:02:51 +05'30'

Harish Lakshman
Chairman
DIN:00012602

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NOTES:

1. In view of the Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated January 13, 2021 (read with previous circulars in this regard) ("MCA Circular") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars for companies which are not required to provide the facility of e-voting under the Act, the 12th AGM of the Company will be held through VC / OAVM and notices to members is being sent through e-mails registered with the Company. The deemed venue for the 12th AGM shall be the registered office of the Company.
2. In terms of Section 102 of the Companies Act, 2013 and Secretarial Standard on General Meetings (SS-2), an explanatory statement setting out the material facts concerning business to be transacted at the AGM is annexed and forms part of this Notice.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. However, in compliance with the aforementioned MCA Circulars, since the meeting is being held through VC / OAVM mode, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Corporate members intending to authorise representatives to attend the AGM through VC/OAVM on its behalf and to vote are requested to send to the Company email id c.siva@ranegroup.com a certified copy of the board resolution authorising their representative.
5. Members may also note that the notice of the Twelfth AGM and the annual report 2021 will be available on the Company's website www.ranet4u.com.
6. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. The web link for attending the eleventh AGM of the Company <https://meet.google.com/cjt-mqrq-dzs>.
8. Voting of resolution by Poll: In case, a Poll is ordered by the Chairman on any item during the meeting, the members may vote during the meeting by sending emails to the designated email id: harish.lakshman@ranegroup.com. The voting rights of the members shall be on the date of the Annual General Meeting.
9. Since the AGM will be held through VC/OAVM, the route map is not annexed in this notice.

By Order of the Board of Directors
For Rane t4u Private Limited
(Formerly known as Telematics 4u Services Private Limited)

LAKSHMA Digitally signed by
LAKSHMAN HARISH
N HARISH Date: 2021.05.13
14:03:23 +05'30'

Harish Lakshman
Chairman
DIN:00012602

May 13, 2021
Chennai

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Explanatory Statement

Explanatory Statement for Resolution mentioned in item no.1 pursuant to Section 102 of the Companies Act, 2013 (“hereinafter referred to as “Act”)

Item No 3.

Keeping in view the existing and future financial requirements to support its business operations, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in ordinary course of business) may exceed the aggregate of the paid-up capital and free reserves of the Company. Hence it is proposed to increase the maximum borrowing limits upto Rs 20.00 Crores for the Company.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution except to the extent of their shareholding in the Company.

Annexure to the Notice dated May 13, 2021

Information about director(s) seeking re-appointment/ appointment vide resolution in item no. 2 of the notice convening the eleventh Annual General Meeting in compliance with Secretarial Standard on General Meetings (SS-2) as on May 13 0, 2021.

Name of the Director	Mr. Harish Lakshman
Father’s Name	Mr. L Lakshman
Director Identification Number (DIN)	00012602
Age (in years)	45
Date of Birth	February 12, 1974
Educational Qualifications	B.E. – BITS Pilani, MSM - Purdue University, USA.
Experience	Mr. Harish Lakshman is the Chairman of the Company and has over 24 years of industrial experience and has held various positions in the areas of Marketing, Operations and Business Development Overseas. He currently spearheads the future growth plan for Rane Group and is the Vice Chairman of, Rane Holdings Limited, Rane (Madras) Limited and Rane Engine Valve Limited. He is also the Managing Director of joint venture in Rane Group viz., Rane TRW Steering Systems Private Limited.
Date of first appointment on the board	September 11, 2017
Terms and Conditions of appointment	Re-appointed as a non-executive director liable to retire by rotation
Last drawn remuneration	Not Applicable

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Remuneration sought to be paid	No approval is being sought for payment of remuneration.
Relationship with other Directors / Manager / KMP	NIL
Other Directorships	<p>Vice Chairman</p> <ol style="list-style-type: none"> 1. Rane (Madras) Limited 2. Rane Holdings Limited 3. Rane Engine Valve Limited <p>Director</p> <ol style="list-style-type: none"> 1. Rane Brake Lining Limited 2. Oriental Hotels Limited (Independent Director) 3. Rane TRW Steering Systems Private Limited 4. Rane NSK Steering Systems Private Limited 5. Young Presidents Organisation (Chennai Chapter) 6. Savithur Enterprises Private Limited 7. HL Hill Station Properties Private Limited 8. Rane Holdings America Inc., USA 9. Rane Light Metal Castings Inc. (fka Rane Precision Die Casting Inc., USA)
Committee Memberships in other Boards	<p>Chairman – Stakeholders’ Relationship Committee</p> <p>Rane Brake Lining Limited Rane Holdings Limited</p> <p>Member – Stakeholders’ Relationship Committee</p> <p>Rane (Madras) Limited</p> <p>Member - Nomination and Remuneration Committee</p> <p>Rane Holdings Limited</p>
Number of meetings of the Board attended during the year	5
Number of equity shares held (including joint holding, if any)	Nil

Digitally signed
LAKSHMA HARISH
N HARISH
Date: 2021.05.13
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