

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L35999TN1936PLC002202

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	RANE HOLDINGS LIMITED	RANE HOLDINGS LIMITED
Registered office address	MAITHRINO132CATHEDRALROAD,NA,CHENNAI,Tamil Nadu,India,600086	MAITHRINO132CATHEDRALROAD,NA,CHENNAI,Tamil Nadu,India,600086
Latitude details	13.0494	13.0494
Longitude details	80.2539	80.2539

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

RHL_Registered office Photo.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****6J

(c) *e-mail ID of the company

*****ECRETARIAL@RANEGROUP.COM

(d) *Telephone number with STD code

04*****72

(e) Website	www.ranegroup.com									
iv *Date of Incorporation (DD/MM/YYYY)	03/03/1936									
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	Public company									
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	Company limited by shares									
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	Indian Non-Government company									
vi *Whether company is having share capital (as on the financial year end date)	☒ Yes ☐ No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	☒ Yes ☐ No									
(b) Details of stock exchanges where shares are listed										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)	2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
S. No.	Stock Exchange Name	Code								
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
viii Number of Registrar and Transfer Agent	1									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 20%;">Name of the Registrar and Transfer Agent</th> <th style="width: 30%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 30%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U74900TN2015PTC101466</td> <td style="text-align: center;">INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED</td> <td>2nd Floor Kences Towers ,1 Ramakrishna Street North Usman Road T Nagar, Chennai,Chennai,Tamil Nadu,India,600017</td> <td style="text-align: center;">INR000000544</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U74900TN2015PTC101466	INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED	2nd Floor Kences Towers ,1 Ramakrishna Street North Usman Road T Nagar, Chennai,Chennai,Tamil Nadu,India,600017	INR000000544	
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ix * (a) Whether Annual General Meeting (AGM) held	☒ Yes ☐ No									
(b) If yes, date of AGM (DD/MM/YYYY)	12/08/2025									
(c) Due date of AGM (DD/MM/YYYY)	30/09/2025									
(d) Whether any extension for AGM granted	☐ Yes ☒ No									
(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension										

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

4

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance activities	64	Financial service activities, except insurance and pension funding	35.33
2	N	Administrative and support service activities	77	Rental and leasing activities	27.22
3	J	Information and communication	62	Computer programming, consultancy and related activities	26.36
4	M	Professional, Scientific and Technical activities	70	Activities of head offices; management consultancy activities	11.09

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

12

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	L65993TN2004PLC052856		RANE (MADRAS) LIMITED	Subsidiary	71.77
2		NA	RANE (MADRAS) INTERNATIONAL HOLDINGS B.V., THE NETHERLANDS	Subsidiary	71.77

3		NA1	Rane Automotive Components Mexico S de R.L. de C.V	Subsidiary	71.77
4	L63011TN2004PLC054948		RANE BRAKE LINING LIMITED	Subsidiary	50.03
5	L74999TN1972PLC006127		RANE ENGINE VALVE LIMITED	Subsidiary	58.29
6		NA2	RANE HOLDINGS AMERICA INC. USA	Subsidiary	100.00
7		NA3	RANE HOLDINGS EUROPE GmbH. Germany	Subsidiary	100.00
8	U29141TN1995PTC030621		RANE STEERING SYSTEMS PRIVATE LIMITED	Subsidiary	100.00
9	U35999TN1987PTC014600		ZF RANE AUTOMOTIVE INDIA PRIVATE LIMITED	Joint Venture	49.00
10	U34100TN2022PTC153111		ZF RANE OCCUPANT SAFETY SYSTEMS PRIVATE LIMITED	Associate	49.00
11	U74899DL1994PTC061253		TRW Sun Steering Wheels Private Limited	Associate	49.00
12	U29302TN2024PTC171639		ZF LIFETEC RANE AUTOMOTIVE INDIA PRIVATE LIMITED	Associate	49.00

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	15000000.00	14277809.00	14277809.00	14277809.00
Total amount of equity shares (in rupees)	150000000.00	142778090.00	142778090.00	142778090.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Ordinary equity shares of Rs 10 each				
Number of equity shares	15000000	14277809	14277809	14277809
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150000000.00	142778090.00	142778090	142778090

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	5000000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	50000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference shares of Rs 10 each				
Number of preference shares	5000000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	50000000.00	0.00	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	136471	14141338	14277809.00	142778090	142778090	
Increase during the year	0.00	15437.00	15437.00	154370.00	154370.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Dematerilisation and Corporate Action	0	15437	15437.00	154370	154370	
Decrease during the year	15437.00	0.00	15437.00	154370.00	154370.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Dematerilisation and Corporate Action	15437	0	15437.00	154370	154370	
At the end of the year	121034.00	14156775.00	14277809.00	142778090.00	142778090.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00		0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE384A01010

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)**(a) Non-convertible debentures**

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

1407578320

ii * Net worth of the Company

5973695629

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	3207420	22.46	0	0.00
	(ii) Non-resident Indian (NRI)	3439114	24.09	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00

10	Others 	0	0.00	0	0.00
	Total	6646534.00	46.55	0.00	0

Total number of shareholders (promoters)

22

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	5202534	36.44	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	174478	1.22	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	154683	1.08	0	0.00
4	Banks	1481	0.01	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	359906	2.52	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	1496656	10.48	0	0.00

10	Others IEPF, AIF, Clear, Su	241537	1.69	0	0.00
	Total	7631275.00	53.44	0.00	0

Total number of shareholders (other than promoters)

16612

Total number of shareholders (Promoters + Public/Other than promoters)

16634.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	0
3	Individual - Transgender	0
4	Other than individuals	16634
	Total	16634.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	24	24
Members (other than promoters)	14856	16612
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	2	0	2	0	8.18	0
B Non-Promoter	0	4	0	4	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	4	0	4	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	2	4	2	4	8.18	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

8

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
GANESH LAKSHMINARAYAN	00012583	Managing Director	1024526	
HARISH LAKSHMAN	00012602	Managing Director	143432	
RAJEEV GUPTA	00241501	Director	0	
PRADIP KUMAR BISHNOI	00732640	Director	0	
BRINDA JAGIRDAR	06979864	Director	0	

MUTHIAH MURUGAPPAN MURUGAPPAN	00170478	Director	0	
SIVA CHANDRASEKARAN	ANJPS0065M	Company Secretary	0	
JAYARAMAN ANANTH	ADYPA6118L	CFO	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
ANANTA PADMANABHA SRIDHAR KUMAR MUTCHERLA	ADNPM3897M	CFO	30/06/2024	Cessation
JAYARAMAN ANANTH	ADYPA6118L	CFO	01/07/2024	Appointment
VENKATARAMANI SUMANTRAN	02153989	Director	02/08/2024	Cessation
MUTHIAH MURUGAPPAN MURUGAPPAN	00170478	Director	02/08/2024	Appointment

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	02/08/2024	15212	71	43.67

B BOARD MEETINGS

*Number of meetings held

6

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	02/04/2024	6	6	100
2	15/05/2024	6	6	100
3	01/07/2024	6	6	100
4	02/08/2024	6	6	100
5	05/11/2024	6	6	100
6	06/02/2025	6	5	83.33

C COMMITTEE MEETINGS

Number of meetings held

15

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee Meeting	15/05/2024	4	4	100
2	Audit Committee Meeting	01/07/2024	4	4	100
3	Audit Committee Meeting	02/08/2024	4	4	100
4	Audit Committee Meeting	05/11/2024	4	3	75
5	Audit Committee Meeting	06/02/2025	4	4	100
6	Nomination and Remuneration Committee Meeting	15/05/2024	3	3	100
7	Nomination and Remuneration Committee Meeting	02/08/2024	3	3	100
8	Nomination and Remuneration Committee Meeting	06/02/2025	3	3	100

9	Corporate Social Responsibility Committee Meeting	15/05/2024	3	3	100
10	Stakeholders Relationship Committee Meeting	15/05/2024	3	3	100
11	Risk Management Committee Meeting	30/08/2024	4	2	50
12	Risk Management Committee Meeting	21/03/2025	4	3	75
13	Finance Committee	06/09/2024	2	2	100
14	Finance Committee	25/11/2024	2	2	100
15	Finance Committee	14/02/2024	2	2	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								12/08/2025 (Y/N/NA)
1	HARISH LAKSHMAN	6	6	100	7	6	85	Yes
2	RAJEEV GUPTA	6	5	83	5	5	100	No
3	BRINDA JAGIRDAR	6	6	100	7	7	100	Yes
4	MUTHIAH MURUGAPPAN MURUGAPPAN	2	2	100	1	1	100	Yes
5	PRADIP KUMAR BISHNOI	6	6	100	10	10	100	Yes
6	GANESH LAKSHMINARAYAN	6	6	100	12	10	83	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	GANESH LAKSHMINARAYAN	Managing Director	34794670	16370000	0	0	51164670.00
2	HARISH LAKSHMAN	Managing Director	10514236	0		0	10514236.00
	Total		45308906.00	16370000.00	0.00	0.00	61678906.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SIVA CHANDRASEKARAN	Company Secretary	8301083	0	0	0	8301083.00
2	ANANTA PADMANABHA SRIDHAR KUMAR MUTCHERLA	CFO	2319839	0	0	0	2319839.00
3	JAYARAMAN ANANTH	CFO	3809246	0	0	0	3809246.00
	Total		14430168.00	0.00	0.00	0.00	14430168.00

C *Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	RAJEEV GUPTA	Director	0	0	0	300000	300000.00
2	PRADIP KUMAR BISHNOI	Director	0	0	0	375000	375000.00
3	BRINDA JAGIRDAR	Director	0	0	0	340000	340000.00
4	MUTHIAH MURUGAPPAN MURUGAPPAN	Director	0	0	0	100000	100000.00
5	VENKATARAMANI SUMANTRAN	Director	0	0	0	245000	245000.00
	Total		0.00	0.00	0.00	1360000.00	1360000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

16634

XIV Attachments

(a) List of share holders, debenture holders

RHL_2025_Details of Shareholder
or Debenture holder.xlsm

(b) Optional Attachment(s), if any

RHL_MGT-8_FY 2024-25_SD.pdf
RHL_Letter to RoC_FY 2024-25.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of RANE HOLDINGS LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

B Chandra

Date (DD/MM/YYYY)

08/10/2025

Place

Chennai

Whether associate or fellow:

☒ Associate

☐ Fellow

Certificate of practice number

7*5*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

7294

*(b) Name of the Designated Person

SIVA CHANDRASEKARAN

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 13/25 dated* (DD/MM/YYYY) 15/04/2025 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

*To be digitally signed by

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*0*2*8*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

7*9*

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AB7903463

eForm filing date (DD/MM/YYYY)

08/10/2025

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company