Registered Office:
" Maithri "
132, Cathedral Road,
Chennai 600 086.
India.

Tel : 91 44 2811 2472
Fax : 91 44 2811 2449
URL : www.rane.co.in

CIN : L35999TN1936PLC002202

# Rane Holdings Limited

RHL/SE/08/2016-17

May 27, 2016

| | |
|---|---|
| Corporate Relationship Department,<br>**BSE Limited (BSE)**<br>1st Floor, New Trading Ring,<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>**Mumbai 400 001** | Listing Department<br>**National Stock Exchange of India Limited (NSE)**<br>Exchange Plaza, 5th Floor,<br>Plot No.C/1, 'G' Block, Bandra Kurla Complex<br>Bandra (E),<br>**Mumbai - 400 051.** |
| **Scrip Code : 505800** | **Stock Code : RANEHOLDIN** |

**Sub: Change in Directors/ Board and its committees - under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR)**

The board of directors of the Company at the meeting held today (May 27, 2016) have inter alia approved the following change in Directors/ Board and its committees with immediate effect on May 27, 2016:

**1. Resignation of Mr. Anil Kumar Nehru (DIN 00038849), Independent Director from the board**

| S.no | Particulars | Details |
|---|---|---|
| 1 | Reason for change | Retired from the Board by way of resignation, on attaining the age of 75 years as per the retirement policy of the Company. |
| 2 | Date of cessation | Effective from the conclusion of board meeting held on May 27, 2016 |
| 3 | Remarks | The Board placed on record its appreciation for the valuable services rendered by Mr. Anil Kumar Nehru as an independent director and his contributions as member of the Board and its committee viz., Audit, Nomination and Remuneration Committee and Stakeholders Relationship Committee. |

**2. Appointment of Dr. V Sumantran (DIN 01843547) as Additional Director (Independent) on the board**

| S.no | Particulars | Details |
|---|---|---|
| 1 | Reason for change | Appointment as additional director (independent) |
| 2 | Date of appointment | Effective May 27, 2016 |
| 3 | Brief profile of the director | Dr V Sumantran, is a Doctorate in Aerospace Engineering and a Fellow of SAE international and Indian National Academy of Engineers.<br>Dr. V. Sumantran is the Chairman of Celeris Technologies and an advisor to several leading Fortune-100 organizations in autos, industrial equipment, defence and aerospace verticals. He is also a member on the Board of UCAL Fuel Systems Limited. He is an Adjunct Professor at MIT-MISI and a distinguished visiting professor of the Indian Institute of Technology, Madras. |

RANE HOLDINGS LTD. "MAITHRI" 132, CATHEDRAL ROAD CHENNAI 600 086

| S.no | Particulars | Details |
|---|---|---|
| 4 | Disclosure of relationships between directors | Dr. V Sumantran is not related to any of directors on the board of the Company. |
| 5 | Remarks | Dr. V Sumantran fulfills the criteria for determining qualifications and positive attributes for an independent director.<br><br>The board of directors has appointed him as an additional director (independent) based on the recommendations of Nomination and Remuneration Committee. |

**3. Reconstitution of the Committees of the Board**

Consequent to the above changes in the Directors, the Board has reconstituted its Committees by inducting Mr. Shujaat Khan as a member of the Audit Committee, Dr. V Sumantran as member of the Nomination & Remuneration Committee and Dr. (Ms.) Sheela Bhide as member of the Stakeholders Relationship Committee.

The revised composition of the Committees is as under:

| Committee | Members |
|---|---|
| Audit Committee | Mr. Anjanikumar Choudhari- Chairman |
| | Mr. L Ganesh |
| | Mr. Shujaat Khan |
| Nomination & Remuneration Committee | Mr. Anjanikumar Choudhari- Chairman |
| | Dr. V Sumantran |
| | Mr. Harish Lakhsman |
| Stakeholders' Relationship Committee | Mr. Harish Lakshman - Chairman |
| | Mr. L Ganesh |
| | Dr (Ms.) Sheela Bhide |

Kindly take this on record as compliance with the relevant regulations of SEBI LODR and acknowledge receipt

Thanking you.

Yours faithfully,
**For Rane Holdings Limited**

**Siva Chandrasekaran**
**Secretary**

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