

## Rane (Madras) Limited



**//Online Submission//**

RML/SE/020/2025-26

May 27, 2025

<b>BSE Limited (BSE)</b> Listing Centre Scrip Code: 532661	<b>National Stock Exchange of India Ltd (NSE)</b> NEAPS Symbol: RML
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Dear Sir / Madam,

**Sub: Change in Management - Regulation 30 of SEBI LODR**  
**Ref: Our letter no. RML/SE/019/2025-26 dated May 27, 2025**

This is further to the outcome of the meeting of the Board of Directors intimated vide our aforesaid letter.

The Board, have inter-alia, approved:

- (i) based on the recommendations of Nomination & Remuneration Committee, a proposal to appoint Mr. Vikram Taranath Hosangady (DIN:09757469) as an Independent Director with effect from May 28, 2025, for a first term of 5 consecutive years, subject to the approval of the shareholders at the ensuing 21<sup>st</sup> Annual General Meeting ('21<sup>st</sup> AGM'). He ceases to be a Non-Executive Non-Independent Director with effect from close of business hours on May 27, 2025.
- (ii) based on the recommendations of Audit Committee, a proposal to appoint M/s. BSR & Co., LLP, Chartered Accountants, as Statutory Auditors in second term of 5 consecutive years, at the ensuing 21<sup>st</sup> AGM.
- (iii) a proposal to appoint M/s. Jayaram & Associates, Cost Accountants, as Cost Auditors for FY 2024-25 and ratification of their remuneration.
- (iv) a proposal to appoint M/s. B. Chandra & Associates, Practising Company Secretary, as Secretarial Auditors for a first term of 5 consecutive years commencing from FY 2025-26 at the ensuing 21<sup>st</sup> AGM.

The details pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are enclosed as **Annexure-A** to this letter.

Thanking you,

Yours faithfully,

**For Rane (Madras) Limited**

S Subha Shree  
**Secretary**

Encl: a/a

## Annexure - A

## Details as per Regulation 30 of SEBI LODR

## Details of change in Management

Name of the Director / Auditor	Mr. Vikram Taranath Hosangady DIN: 09757469	M/s. BSR & Co., LLP, Chartered Accountants (FRN 101248W/ W100022)	M/s. Jayaram & Associates, Cost Accountants	M/s. B. Chandra & Associates (FRN P2017TN065700)
Reason for change	Appointment as an Independent Director (Non-Executive)	Re-appointment as a Statutory Auditor for a second term of 5 consecutive years	Appointment for FY 2024-25. Earlier appointed under erstwhile Rane Engine Valve Limited (now merged with the Company)	Appointment as Secretarial Auditor for a period of 5 consecutive years
Date of appointment / re-appointment / cessation	Effective from May 28, 2025.	Effective from 21 <sup>st</sup> AGM (2025).	May 27, 2025	Effective from 21 <sup>st</sup> AGM (2025).
Term of appointment / re-appointment	Appointment is subject to approval of shareholders at the ensuing 21 <sup>st</sup> AGM. for a term of 5 years.	Re-appointment is subject to approval of shareholders for a term of 5 years.	For Financial Year 2024-25	Appointment is subject to approval of shareholders for a term of 5 years.
Brief profile (in case of appointment only)	Mr. Vikram Hosangady holds a membership in Institute of Chartered Accountants of India, Institute of Cost Accountants of India and commerce degree from Loyola College, Chennai. He has been a seasoned business leader and finance professional with over 27 years of experience in being a strategic partner to global PEs and corporations. He is an accomplished deal maker and trusted partner who has led over 200 marquee domestic and cross border transactions for PEs and strategic corporates. He is also on the Board of Directors of MRF Limited, Chemplast Sanmar Limited, Bajaj Electricals Limited and INDEF Manufacturing Limited.	BSR & Co, LLP is a member entity of BSR & Affiliates, a network registered with the Institute of Chartered Accountants of India.  BSR & Co., LLP have experience in audit across S&P BSE 30, S&P BSE 100 and S&P BSE 200 indices.  BSR & Co., LLP has expertise working with automotive sector of the country and internationally.  BSR & Co., LLP have confirmed they full-fill all the eligibility criteria envisaged under Companies Act, 2013 and SEBI LODR to hold the office and perform the role of statutory auditor of the Company effectively. They hold a valid peer review certificate.	The firm is a Cost & Management Accounting firm based out of Chennai for the last 10 years, represented by NK Rajprakash (Membership no. 43164).  The firm offers various services including internal and operations audit with a focus on Independent Assurance and operational efficiency along with statutory compliance.  The firm has clients across various sectors such as automotive components, dairy, petrochemicals and additive industry.	M/s B Chandra & Associates is headed by Ms. CS B Chandra who is the Founder & Senior Partner. The firm was set up by her after 17 years of Corporate Law Experience with the Ministry of Corporate Affairs Government of India at a senior position. The firm is undertaking Secretarial audits covering listed and unlisted entities operating in various sectors such as automobiles, Fertilizers & Chemicals, NBFC, Real estate and Renewable Energy. The firm has qualified & experienced partners and staff / smart collaborations to compliment geography reach and strong confluence of people, process and technology. In terms of the amended regulations, M/s. B Chandra & Associates has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate. M/s. B Chandra & Associates have confirmed that they are not disqualified from being appointed as Secretarial Auditors and the proposed appointment is within the limits as laid down by the ICSI and the extant regulations framed by SEBI. They have further furnished a declaration that they have not taken up any prohibited non secretarial audit assignments for the Company, its holding and subsidiary companies and that they have no conflict of interest in terms of ICSI Auditing Standard on Audit Engagement.

Name of the Director / Auditor	Mr. Vikram Taranath Hosangady DIN: 09757469	M/s. BSR & Co., LLP, Chartered Accountants (FRN 101248W/ W100022)	M/s. Jayaram & Associates, Cost Accountants	M/s. B. Chandra & Associates (FRN P2017TN065700)
Disclosure of relationships between directors (in case of appointment only)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Remarks	He ceases to be a Non-Executive Non-Independent Director with effect from close of business hours on May 27, 2025.	Appointment is subject to approval of shareholders at the ensuing 21 <sup>st</sup> AGM	Earlier appointed under erstwhile Rane Engine Valve Limited (now merged with the Company with effect from April 07, 2025). Hence, appointment being taken up in Rane (Madras) Limited.	Appointment is subject to approval of shareholders at the ensuing 21 <sup>st</sup> AGM
Confirmation in compliance with SEBI Letter dated June 14, 2018 read along with Exchange Circular dated June 20, 2018	Affirmation is given by the Director that he is not debarred from holding the office by virtue of any SEBI Order or any other authority.	Not Applicable	Not Applicable	Not Applicable