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General information about company

Scrip code	500339
Name of the entity	Rain Industries Limited
Date of start of financial year	01-01-2016
Date of end of financial year	31-12-2016
Reporting Quarter	Yearly
Date of Report	31-12-2016
Risk management committee	Applicable

Enter the quarter
ended date only

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Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory						Add Notes								
Is there any change in information of board of directors compare to previous quarter						Yes								
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
Add Delete														
1	Mr	N. Radhakrishna Reddy	AAXPN3282G	00021052	Non-Executive - Non Independent Director	Chairperson		24-11-2007			1	1	1	
2	Mr	N. Jagan Mohan Reddy	ABFPN3756N	00017633	Executive Director	Not Applicable	MD	10-11-2015			1	3	0	
3	Mr	N. Sujith Kumar Reddy	AAXPN3195L	00022383	Non-Executive - Non Independent Director	Not Applicable		10-02-2011			1	1	0	
4	Mr	Krishnan Narayanan	AAGPK9650C	01382632	Non-Executive - Nominee Director	Not Applicable		28-11-2016			1	1	0	
5	Ms	Radhika Vijay Haribhakti	AAAPH8250M	02409519	Non-Executive - Independent Director	Not Applicable		11-06-2015		36	5	5	0	
6	Mr	Surendra Laxminarayana Rao	AAKPR6047E	00005675	Non-Executive - Independent Director	Not Applicable		30-09-2016		48	2	1	0	
7	Mr	Dipankar Basu	ACWPB2499L	00009653	Non-Executive - Independent Director	Not Applicable		30-09-2016		36	3	3	2	
8	Mr	Hira Lal Zutshi	AAAPZ1797M	00041002	Non-Executive - Independent Director	Not Applicable		30-09-2016		60	1	1	1	
9	Ms	Nirmala Reddy	ACHPR8843D	01673128	Non-Executive - Independent Director	Not Applicable		30-09-2016		36	1	3	0	

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Disclosure of notes on composition of committees explanatory

[Add Notes](#)

Is there any change in information of committees compare to previous quarter

Yes

Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
<div style="display: flex; justify-content: space-between; align-items: center;"> Add Delete Enter only one committee member name in one row </div>					
1	Audit Committee	S L Rao	Non-Executive - Independent Director	Member	
2	Audit Committee	Dipankar Basu	Non-Executive - Independent Director	Member	
3	Audit Committee	H.L. Zutshi	Non-Executive - Independent Director	Chairperson	
4	Audit Committee	Krishnan Narayanan	Non-Executive - Nominee Director	Member	
5	Audit Committee	Radhika Vijay Haribhakti	Non-Executive - Independent Director	Member	
6	Audit Committee	Nirmala Reddy	Non-Executive - Independent Director	Member	
7	Stakeholders Relationship Committee	N. Radhakrishna Reddy	Non-Executive - Non Independent Director	Chairperson	
8	Stakeholders Relationship Committee	N. Jagan Mohan Reddy	Executive Director	Member	
9	Stakeholders Relationship Committee	N. Sujith Kumar Reddy	Non-Executive - Non Independent Director	Member	
10	Nomination and remuneration committee	H.L. Zutshi	Non-Executive - Independent Director	Member	
11	Nomination and remuneration committee	Dipankar Basu	Non-Executive - Independent Director	Member	
12	Nomination and remuneration committee	S L Rao	Non-Executive - Independent Director	Chairperson	
13	Nomination and remuneration committee	Krishnan Narayanan	Non-Executive - Nominee Director	Member	
14	Nomination and remuneration committee	Radhika Vijay Haribhakti	Non-Executive - Independent Director	Member	
15	Nomination and remuneration committee	Nirmala Reddy	Non-Executive - Independent Director	Member	
16	Risk Management Committee	N. Radhakrishna Reddy	Non-Executive - Non Independent Director	Chairperson	
17	Risk Management Committee	N. Jagan Mohan Reddy	Executive Director	Member	
18	Risk Management Committee	N. Sujith Kumar Reddy	Non-Executive - Non Independent Director	Member	

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Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory		Add Notes
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)
Add Delete		
1	13-08-2016	
2	08-10-2016	55
3	11-11-2016	33

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Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	10-11-2016	Yes	Out of 6 Members, 4 Independent	12-08-2016	89	
2	Nomination and remuneration committee	10-11-2016	Yes	Out of 6 Members, 4 Independent Directors attended the Meeting.			
3	Risk Management Committee	08-11-2016	Yes	All the Members were present at the Meeting.			
4	Stakeholders Relationship Committee	07-10-2016	Yes	All the Members were present at the Meeting.			
5	Stakeholders Relationship Committee	14-10-2016	Yes	Out of 3 Members, 2 Members were present at the Meeting.			
6	Stakeholders Relationship Committee	21-10-2016	Yes	All the Members were present at the Meeting.			
7	Stakeholders Relationship Committee	28-10-2016	Yes	Out of 3 Members, 2 Members were present at the Meeting.			
8	Stakeholders Relationship Committee	04-11-2016	Yes	Out of 3 Members, 2 Members were present at the Meeting.			
9	Stakeholders Relationship Committee	18-11-2016	Yes	Out of 3 Members, 2 Members were present at the Meeting.			
10	Stakeholders Relationship Committee	10-12-2016	Yes	Out of 3 Members, 2 Members were present at the Meeting.			
11	Stakeholders Relationship Committee	16-12-2016	Yes	Out of 3 Members, 2 Members were present at the Meeting.			

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Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Sr	Item	Compliance status	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.rain-industries.com
2	Terms and conditions of appointment of independent directors	Yes		www.rain-industries.com
3	Composition of various committees of board of directors	Yes		www.rain-industries.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.rain-industries.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.rain-industries.com
6	Criteria of making payments to non-executive directors	Yes		www.rain-industries.com
7	Policy on dealing with related party transactions	Yes		www.rain-industries.com
8	Policy for determining 'material' subsidiaries	Yes		www.rain-industries.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.rain-industries.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.rain-industries.com
11	email address for grievance redressal and other relevant details	Yes		www.rain-industries.com
12	Financial results	Yes		www.rain-industries.com
13	Shareholding pattern	Yes		www.rain-industries.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		
16	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes

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Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		Add Notes

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Signatory Details	
Name of signatory	S. Venkat Ramana Reddy
Designation of person	Company Secretary
Place	Hyderabad
Date	06-01-2017

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