

Independent Auditor's Report**To the Members of Rain Cements Limited****Report on the Audit of Financial Statements****Opinion**

We have audited the accompanying financial statements of Rain Cements Limited (the "Company"), which comprise the Balance Sheet as at December 31 2025, the Statement of Profit and Loss, including the Statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at December 31, 2025, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

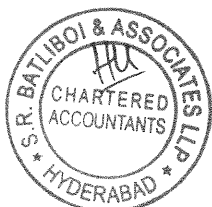
The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Board Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in



accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

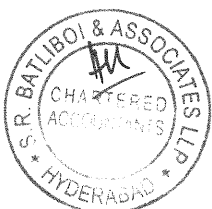
Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



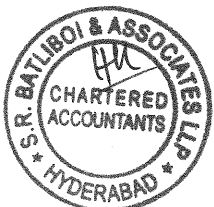
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in paragraph 2(i)(vi) below on reporting under Rule 11(g);
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors as on December 31, 2025, taken on record by the Board of Directors, none of the directors is disqualified as on December 31, 2025, from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph (b) above.
 - (g) With respect to the adequacy of the internal financial controls with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (h) In our opinion, the managerial remuneration for the year ended December 31, 2025, has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
 - (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:



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- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer note 34 to the financial statements;
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv.
 - a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. The interim dividend declared and paid by the Company during the year and until the date of this audit report is in accordance with section 123 of the Act.
- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature is not enabled throughout the year for direct changes to data when using certain access rights, as described in note 45 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with respect to the accounting software. Additionally, the audit trail of the previous year has been preserved by the Company as per the statutory requirements for record retention, to the extent it was enabled and recorded in those respective years, as stated in Note 45 to the financial statements.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



per Harish Khemnani

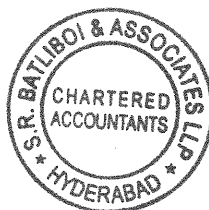
Partner

Membership Number: 093649

UDIN: 26218576YRKGGQ6872

Place of Signature: Hyderabad

Date: February 20, 2026

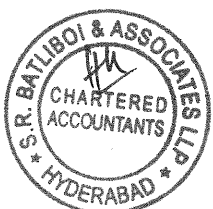


Annexure '1'- Referred to in paragraph under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date.

Re: Rain Cements Limited ("the Company")

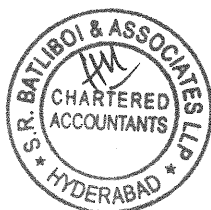
In terms of the information and explanations sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipments.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) Property, Plant and Equipments were physically verified by the management during the year in accordance with a planned programme of verifying them once in three years which is reasonable having regard to the size of the Company and the nature of its assets.
- (c) The title deeds of immovable properties (other than properties where the Company is the lessee, and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- (d) The Company has not revalued its Property, Plant and Equipments (including Right of use assets) or intangible assets during the year ended December 31, 2025.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) Physical verification of inventory has been conducted at reasonable intervals during the year by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. There were no discrepancies of 10% or more noticed, in the aggregate for each class of inventory.
- (b) As disclosed in note 20 (a) to the financial statements, the Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements, the quarterly returns/statements filed by the Company with such banks are in agreement with the audited books of accounts of the Company. The Company does not have sanctioned working capital limits in excess of Rs. five crores in aggregate from financial institutions during the year on the basis of security of current assets of the Company.
- (iii) During the year the Company has not made any investments, provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) of the Order is not applicable to the Company.
- (iv) Investments in respect of which provisions of section 186 of the Act are applicable have been complied with by the Company. There are no loans, guarantees and securities given in respect of which provisions of section 185 and 186 of the Act are applicable..



- (v) The Company has neither accepted any deposits from the public, nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of Cement, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs and other statutory dues applicable to it. The provisions for sales-tax, service tax, duty of excise, value added tax and cess are not applicable to the Company. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (b) The dues of goods and services tax, income-tax, sales-tax, service tax, duty of custom, duty of excise, and other statutory dues have not been deposited on account of any dispute, are as follows:

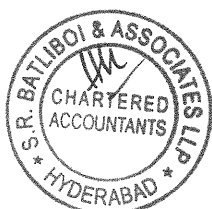
Name of Statute	Nature of Dues	Amount (In INR millions)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income tax and interest	3.10	AY 2007-08	Income Tax Appellate Tribunal
		2.18	AY 2008-09	
	113.99 (67.01)	AY 2009-10	Commissioner of Income Tax (Appeals)	
	18.26	AY 2011-12	High Court of Telangana	
	148.93	AY 2012-13		
	22.10	AY 2017-18	Commissioner of Income Tax (Appeals)	
373.29	AY 2018-19	High Court of Telangana		
Central Sales Tax Act, 1956	Penalty	7.84 (1.96)	2018-19	High Court of Andhra Pradesh
Central Excise Act	Excise duty and Penalty	5.07	Oct-Nov'2012	Customs, Excise and Service Tax Appellate Tribunal
Central Excise Act	Excise duty and Penalty	54.21 (54.11)	Mar'15 – Nov'16	Customs, Excise and Service Tax Appellate Tribunal
Telangana Tax on Entry of Goods into local areas act, 2001	Entry Tax	14.45 (3.61)	2012-13 2015-16 2016-17 2017-18	High Court of Telangana



Telangana Tax on Entry of Goods into local areas act, 2001	Entry Tax	2.54 (1.27)	2013-14 2014-15	Sales Tax Tribunal
Telangana Tax on Entry of Motor Vehicle into Local Areas Act, 1996	Entry Tax	3.94	2008-09	High Court of Telangana
Goods and Services Tax, 2017	Goods and Services Tax	42.75 (4.53)	2017-18 2018-19 2019-20	Tribunal
		6.68 (0.60)	2017-18 2018-19 2019-20	Commissioner (Appeals)

- Interest will be levied separately, as applicable.
- Amount in parenthesis represents payment under protest.

- (viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) (a) The Company has not defaulted in repayment of loans or borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company did not have any term loans outstanding during the year, hence, the requirement to report on clause 3(ix)(c) of the Order is not applicable to the Company.
- (d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary company. The Company does not have any joint venture and associate.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiary company. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money during the year by way of public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.



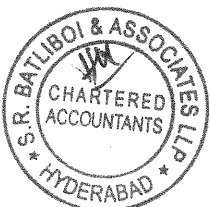
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- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii) of the Order is not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with sections 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of section 177 are not applicable to the Company and accordingly the requirements to report under clause 3(xiii) of the Order insofar as it relates to section 177 of the Act is not applicable to the Company.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the current and immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) On the basis of the financial ratios disclosed in 43 (xiii) to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the



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assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

- (xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 37 to the financial statements.
- (b) There are no unspent amounts is respect of ongoing projects that are required to be transferred to a special account in compliance of provision of sub-section (6) of section 135 of the Companies Act. This matter has been disclosed in note 37 to the financial statements.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

Harish Khemnani

per Harish Khemnani

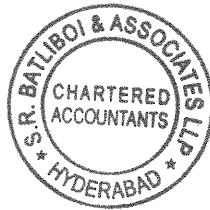
Partner

Membership Number: 218576

UDIN: 26218576YRKGGQ6872

Place of Signature: Hyderabad

Date: February 20, 2026



Annexure 2 to the Independent Auditor's Report of even date on the financial statements of Rain Cements Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Rain Cements Limited ("the Company") as of December 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

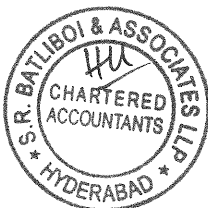
The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to these financial statements.



Meaning of Internal Financial Controls with reference to these Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has maintained, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at December 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



per **Harish Khemnani**

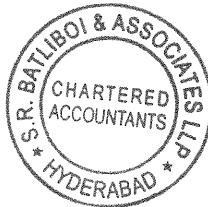
Partner

Membership Number: 218576

UDIN: 26218576YRKGGQ6872

Place of Signature: Hyderabad

Date: February 20, 2026

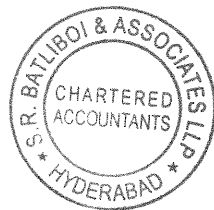


Particulars	Note	As at December 31, 2025	As at December 31, 2024
ASSETS			
1. Non-current assets			
(a) Property, plant and equipment	3	3,760.10	3,836.22
(b) Capital work-in-progress	3	139.65	183.97
(c) Right-of-use assets	4	54.30	41.13
(d) Intangible assets	5	-	0.15
(e) Financial assets			
(i) Investments	6	822.76	822.76
(ii) Other non-current financial assets	7	248.17	241.43
(f) Non-current tax assets (net)	8	341.82	313.39
(g) Other non-current assets	9	51.14	62.53
Total Non-current assets		5,417.94	5,501.58
2. Current assets			
(a) Inventories	10	985.53	1,218.27
(b) Financial assets			
(i) Trade receivables	11	418.54	496.66
(ii) Cash and cash equivalents	12	54.05	386.85
(iii) Bank balances other than cash and cash equivalents	12	3,541.86	3,697.27
(iv) Loans	13	0.20	0.39
(v) Other current financial assets	14	119.00	132.23
(c) Other current assets	15	492.68	76.82
Total Current assets		5,611.86	6,008.49
TOTAL ASSETS		11,029.80	11,510.07
EQUITY AND LIABILITIES			
1. Equity			
(a) Equity share capital	16	298.05	298.05
(b) Other equity	17	8,004.39	7,907.72
Total Equity		8,302.44	8,205.77
2. Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	18	24.97	14.77
(b) Provisions	19	290.18	230.30
(c) Deferred tax liabilities (net)	25	207.09	135.31
Total Non-current liabilities		522.24	380.38
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	20(a)	-	79.75
(ii) Lease liability	18	16.07	14.15
(iii) Trade payables	21		
(A) total outstanding dues of micro enterprises and small enterprises		63.39	21.95
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		423.33	646.86
(iv) Other financial liabilities	22	1,065.15	1,400.00
(b) Provisions	23	63.73	66.36
(c) Other current liabilities	24	191.10	303.12
(d) Current tax liabilities (net)	20	382.35	391.73
Total Current liabilities		2,205.12	2,923.92
TOTAL LIABILITIES		2,727.36	3,304.30
TOTAL EQUITY AND LIABILITIES		11,029.80	11,510.07
Corporate information	1		
Material accounting policies	2		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

Hansh Khemnani
per Hansh Khemnani
Partner
Membership number: 218576
Place: Hyderabad
Date: February 20, 2026



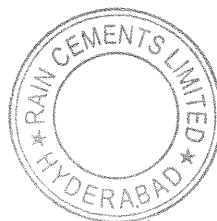
For and on behalf of the Board of Directors of
Rain Cements Limited
CIN: U23209TG1999PLC031631

N. Sujith Kumar Reddy
N. Sujith Kumar Reddy
Managing Director
DIN: 00022383
Place: Hyderabad
Date: February 20, 2026

Venkata Pranav Reddy Nellore
Venkata Pranav Reddy Nellore
Executive Director
DIN: 10040953
Place: Hyderabad
Date: February 20, 2026

G.N.V.S.R.R.Kumar
G.N.V.S.R.R.Kumar
Chief Financial Officer
M.No.204139
Place: Hyderabad
Date: February 20, 2026

S. Nagaraju Reddy
S. Nagaraju Reddy
Company Secretary
M.No.A65168
Place: Hyderabad
Date: February 20, 2026



Rain Cements Limited
CIN: U23209TG1999PLC031631

Statement of Profit and Loss for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

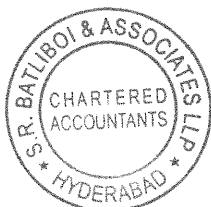
Particulars	Note	For the year ended December 31, 2025	For the year ended December 31, 2024
1 Income			
Revenue from operations	26	11,305.12	12,312.42
Other income	27	367.95	412.46
Total income		11,673.07	12,724.88
2 Expenses			
Cost of materials consumed	28	1,634.60	1,858.32
Changes in inventories of finished goods and work-in-progress	29	(25.61)	60.65
Employee benefits expense	30	537.44	554.04
Finance costs	31	27.32	20.56
Depreciation and amortisation expense	3	577.33	569.57
Other expenses	32	8,661.95	10,189.29
Total expenses		11,413.03	13,252.43
3 Profit / (Loss) before tax		260.04	(527.55)
4 Tax expense	33		
Current tax		-	20.29
Tax relating to earlier years		-	(12.47)
Deferred Tax charge/ (credit)		69.33	(146.20)
		69.33	(138.38)
5 Profit / (Loss) for the year		190.71	(389.17)
6 Other Comprehensive Income/(Loss)			
(i) Item that will not be reclassified to profit or loss			
(a) Remeasurement of defined benefit plans		9.75	(8.47)
(b) Income tax relating to remeasurement of defined benefit plans		(2.45)	2.13
Total other comprehensive Income/(Loss) for the year (a+b)		7.30	(6.34)
Total comprehensive income/ (loss) for the year		198.01	(395.51)
Earnings per share (Face value of INR 10/- each)			
Basic and Diluted	36	6.40	(13.06)
Corporate information	1		
Material accounting policies	2		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For **S.R. Batliboi & Associates LLP**
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

Harish Khemnani
per **Harish Khemnani**
Partner

Membership number: 218576
Place : Hyderabad
Date: February 20, 2026



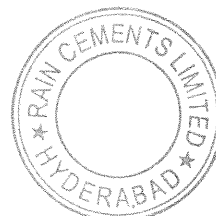
For and on behalf of the Board of Directors of
Rain Cements Limited
CIN: U23209TG1999PLC031631

N. Sujith Kumar Reddy
N. Sujith Kumar Reddy
Managing Director
DIN: 00022383
Place: Hyderabad
Date: February 20, 2026

Venkata Pranav Reddy Nellore
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Executive Director
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G.N.V.S.R.R. Kumar
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Chief Financial Officer
M.No.204139
Place: Hyderabad
Date: February 20, 2026

S. Nagaraju Reddy
S. Nagaraju Reddy
Company Secretary
M.No.A65168
Place: Hyderabad
Date: February 20, 2026



Rain Cements Limited
CIN: U23209TG1999PLC031631
Statement of changes in equity for the year ended December 31, 2025
All amounts are in Indian Rupees Millions, except share data and where otherwise stated

A. Equity Share Capital

Particulars	Balance at the beginning of the year	Changes in equity share capital during the year	Balance at the end of the year
Balance as at December 31, 2025	298.05	-	298.05
Balance as at December 31, 2024	298.05	-	298.05

B. Other Equity

Particulars	Other equity			Total
	Reserves and surplus			
	Securities premium	General reserve	Retained earnings	
Balance as at January 01, 2024	424.33	612.48	7,317.09	8,353.90
Loss for the year	-	-	(389.17)	(389.17)
Other comprehensive (loss)/income (net of tax)	-	-	(6.34)	(6.34)
Total comprehensive (loss)/income for the year	-	-	(395.51)	(395.51)
Dividends distributed	-	-	(50.67)	(50.67)
Balance as at December 31, 2024	424.33	612.48	6,870.91	7,907.72
Profit for the year	-	-	190.71	190.71
Other comprehensive (loss)/income (net of tax)	-	-	7.30	7.30
Total comprehensive (loss)/income for the year	-	-	198.01	198.01
Dividends distributed	-	-	(101.34)	(101.34)
Balance as at December 31, 2025	424.33	612.48	6,967.58	8,004.39

Refer note no. 17 for nature and purpose of reserves

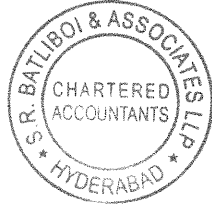
Corporate information 1
Material accounting policies 2
The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

Harish

per Harish Khemnani
Partner
Membership number: 218576

Place : Hyderabad
Date: February 20, 2026



For and on behalf of the Board of Directors of
Rain Cements Limited
CIN: U23209TG1999PLC031631

N. Sujith Kumar Reddy

N.Sujith Kumar Reddy
Managing Director
DIN: 00022383

Place: Hyderabad
Date: February 20, 2026

Venkata Pranav Reddy Nellore

Venkata Pranav Reddy Nellore
Executive Director
DIN: 10040953

Place: Hyderabad
Date: February 20, 2026

G.N.V.S.R.R.Kumar

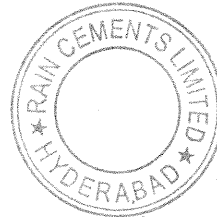
G.N.V.S.R.R.Kumar
Chief Financial Officer
M.No.204139

Place: Hyderabad
Date: February 20, 2026

S. Nagaraju Reddy

S. Nagaraju Reddy
Company Secretary
M.No.A65168

Place: Hyderabad
Date: February 20, 2026



Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
A. Cash flow from operating activities		
Profit/(Loss) before tax	260.04	(527.55)
Adjustments for :		
Depreciation and amortisation expense	577.33	569.57
Gain on sale of property, plant and equipment	(2.38)	0.16
Interest and other borrowing costs	15.54	9.64
Unwinding of mines restoration cost	11.78	10.92
Interest income	(284.59)	(384.53)
Liabilities / provisions no longer required written back	(46.29)	-
Provision for impairment of receivables/bad debts written off/ (written back)	(5.59)	5.47
	265.80	211.23
Operating (loss)/profit before working capital changes	525.84	(316.32)
Adjustments for changes in working capital:		
(Increase)/decrease in inventories	232.74	154.38
(Increase)/decrease in trade receivables	130.00	(268.79)
(Increase)/decrease in current Loans	0.19	(0.10)
(Increase)/decrease in other assets	(440.54)	203.96
Increase/(decrease) in trade payables	(182.09)	40.51
Increase/(decrease) in other current liabilities	(112.02)	(150.66)
Increase/(decrease) in other current financial liabilities	(328.52)	331.42
(Increase)/decrease in Provisions	45.47	25.53
	(654.77)	336.25
Cash generated from operations	(128.93)	19.93
Income taxes paid, net of refund	(28.06)	(62.21)
Net cash generated from/(used in) operating activities (A)	(156.99)	(42.28)
B. Cash flow from investing activities		
Purchase of property, plant and equipment (including movement in Capital work in progress, capital advances and capital creditors)	(465.23)	(305.56)
Refund of capital advances	-	300.00
Proceeds from sale of property, plant and equipment	31.48	25.70
Placement of fixed bank deposits (having original maturity of more than three months)	(5,367.07)	(4,915.74)
Redemption of fixed bank deposits (having original maturity of more than three months)	5,522.49	4,573.37
Investment in Subsidiary	-	(400.29)
Loan repaid by holding company	-	500.00
Loan to subsidiary company	-	(100.00)
Loan repaid by subsidiary company	-	100.00
Interest received	297.82	413.40
	19.49	190.88
Net cash generated/ (used in) investing activities (B)	19.49	190.88
C. Cash flow from financing activities		
Repayment of non-current borrowings	-	1.11
Sales tax deferment paid/ adjusted (refer note-20a)	(64.41)	(102.76)
Lease rentals paid	(14.00)	(10.96)
Interest on lease rentals paid	(2.59)	(2.61)
Interest and other borrowing costs paid	(12.95)	(17.95)
Dividend paid	(101.34)	(50.67)
	(195.29)	(183.84)
Net cash used in financing activities (C)	(195.29)	(183.84)
Net (decrease)/ increase in cash and cash equivalents (A+B+C)	(332.80)	(35.24)
Cash and cash equivalents at the beginning of the year	386.85	422.09
Cash and cash equivalents at the end of the year (refer note 12)	54.05	386.85

Notes:

- The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard 7 - 'Statement of Cash Flows'.
- Reconciliation of Cash and Cash equivalents with the Balance Sheet:

	As at December 31, 2025	As at December 31, 2024
Cash on hand	0.12	0.08
Balances with banks:		
- in current accounts	53.93	72.32
- in deposit accounts (with original maturity of 3 month or less)	-	314.45
	54.05	386.85

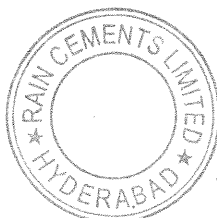
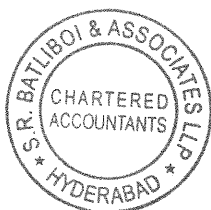
Refer note 18(a) and 18(b) for the movement in financial liabilities arising from financing activities

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

Harish

per Harish Khemmani
Partner
Membership number: 218576
Place: Hyderabad
Date: February 20, 2026



For and on behalf of the Board of Directors of
Rain Cements Limited
CIN: U23209TG1999PLC031631

N. Sujith Kumar Reddy
Managing Director
DIN: 00022383
Place: Hyderabad
Date: February 20, 2026

G.N.V.S.R.R. Kumar
Chief Financial Officer
M.No 204139
Place: Hyderabad
Date: February 20, 2026

Venkata Pranav Reddy Nelloru
Executive Director
DIN: 10040953
Place: Hyderabad
Date: February 20, 2026

S. Nagaraju Reddy
Company Secretary
M.No. A65168
Place: Hyderabad
Date: February 20, 2026

Note 1: Corporate Information

Rain Cements Limited ('the Company') was originally incorporated on May 04, 1999 and is domiciled in India. The Company is engaged in the business of manufacture and sale of cement. Company's production facilities are located at Suryapet district in the State of Telangana and Nandyala district in the State of Andhra Pradesh.

Rain Cements Limited is a wholly owned Subsidiary of Rain Industries Limited.

Note 2: Material Accounting Policies

a) Basis of preparation of financial statements

(i) Statement of compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The financial statements have been prepared on a going concern basis. Relevant Ind AS effective as on the Company's annual reporting date December 31, 2025 have been applied. The accounting policies are applied consistently to all the periods presented in the financial statements.

The financial statements were approved for issue in accordance with the resolution passed by the Company's Board of Directors on February 20, 2026.

(ii) Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest millions with 2 decimals, unless otherwise indicated.

(iii) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

Items	Measurement basis
Derivative financial instruments	Fair value
Certain financial assets and liabilities (refer accounting policy regarding financial instruments)	Fair value
Net defined benefit asset/liability	Fair value of plan assets less present value of defined benefit plan obligation
Inventories	Lower of cost or net realisable value
Borrowings	Amortised cost using effective interest rate method
Provision for mine restoration	Fair value

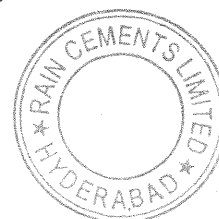
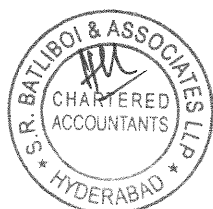
(iv) Use of estimates and judgements

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates could change from period to period. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

Assumptions and estimation uncertainties

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- a) measurement of defined benefit obligations: key actuarial assumptions (Refer note 38)
- b) recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources (Refer note 34)
- c) useful life of property, plant and equipment and intangible assets (Refer note 2 (e) and (f))
- d) impairment of financial assets and non-financial assets (Refer note 42)
- e) recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used
- f) site restoration provision (Refer note 19)
- g) provision for inventories (refer note 10)



a) **Basis of preparation of financial statements (continued)**

(v) **Current and non current classification**

The Company segregates assets and liabilities into current and non-current categories for presentation in the balance sheet after considering its normal operating cycle and other criteria set out in Ind AS 1, "Presentation of Financial Statements". For this purpose, current assets and liabilities include the current portion of non-current assets and liabilities respectively. Deferred tax assets and liabilities are always classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified period up to twelve months as its operating cycle.

(vi) **Measurement of Fair values:**

Accounting policies and disclosures require measurement of fair value for both financial and non-financial assets. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in Note 41.

- Disclosures for valuation methods, significant estimates, and assumptions
- Quantitative disclosures of fair value measurement hierarchy
- Financial instruments (including those carried at amortised cost)

(b) **Financial instruments**

Financial Assets:

Initial recognition and measurement

Financial assets are classified, at initial recognition, and subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115.

All financial assets not classified as measured at amortised cost or Fair Value through Other Comprehensive Income (FVOCI) as described above are measured at Fair value through Profit and Loss (FVTPL). This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Subsequent measurement and gains and losses

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost : These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

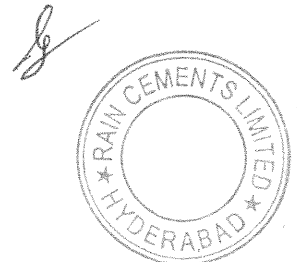
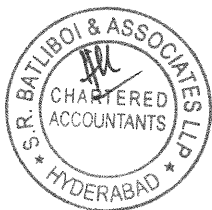
Debt investments at FVOCI : These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVOCI : These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e., removed from the Company's balance sheet) when:

- i) The rights to receive cash flows from the asset have expired, or
- ii) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.



Financial liabilities:

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Offsetting:

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or realise the asset and settle the liability simultaneously.

(c) Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Revenue from sale of goods is recognised at the point in time when control of the goods is transferred to the customer. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. The revenue is measured on the basis of the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual reductions.

Variable consideration includes incentives, volume rebates, discounts and liquidated damages etc. It is estimated at contract inception considering the terms of various schemes with customers and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. It is reassessed at end of each reporting period.

(d) Other Income

Interest income or expense is recognised on time proportion method.

(e) Property, plant and equipment

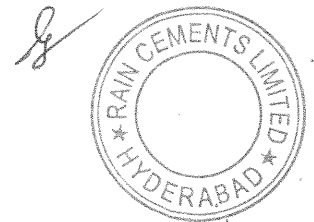
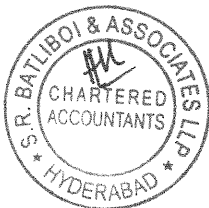
Property, plant and equipment are stated at cost/deemed cost less accumulated depreciation and impairment loss, if any. Such cost includes the cost of replacing part of the plant and equipment if the recognition criteria are met.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant, and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Depreciation for property, plant and equipment are provided at the rates specified in the Schedule II to the Companies Act, 2013. Wherever the useful life of property, plant and equipment is not in line with Schedule II to the Act, depreciation is provided over the useful life which is based on the technical evaluation and assessment. The Company believes that the useful lives adopted by it, best represents the period over which an asset is expected to be available for use. Accordingly, for these assets, the useful lives estimated by the Company are different from those prescribed in the Schedule. The Company uses lease period for calculating depreciation for buildings taken on lease.

Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed.

Gains and losses on disposal of tangible property, plant and equipment are determined as the difference between net sales proceeds and the carrying amount and are presented in the Statement of Profit and Loss.



When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The residual values, useful lives, and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Asset Description	Useful Life
Freehold Mining land	125 years
Buildings	3 to 77 years
Plant & Machinery	2 to 25 years
Furniture & Fixtures	8 to 10 years
Vehicles	5 to 11 years
Office Equipment's	3 to 5 years

Cost of assets not ready for intended use, as on the balance sheet date, is shown as capital work-in-progress.

Freehold land is not depreciated.

Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed. The cost of land used for mining is depreciated over the estimated period of mining rights granted and leasehold land is amortised over the lease period.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major overhaul is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in consolidated statement of profit and loss as incurred.

The residual values, useful lives, and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

On transition to Ind AS (i.e. 1 April 2015), the Company had elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.

Provision for site restoration

In accordance with the Company's environmental policy and applicable legal requirements, a provision for site restoration in respect of contaminated site is recognised as and when as the site is used and related restoration or environmental obligations occur. The provision is measured at the present value of the best estimate of the cost of restoration or agreed redemption plan.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

(f) Other intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

The useful lives of intangible assets are assessed as finite. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

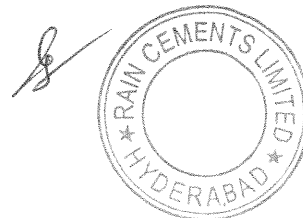
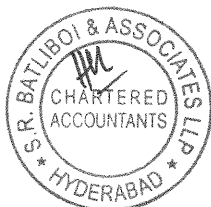
Asset Description	Useful Life
Software	3 years

(g) Inventories

Inventories are valued at lower of cost (including prime cost and other overheads incurred in bringing the inventories to their present location and condition) and net realisable value. The comparison of cost and net realisable value is made on an item-by-item basis. Raw materials, packing materials and stores and spares are valued at cost computed on moving weighted average basis, after providing for obsolescence, if any. Raw materials, packing materials and other supplies held for use in production of inventories are not written down below cost except in cases where material prices have declined, and it is estimated that the cost of the finished products will exceed their net realisable value.

Finished goods and work in progress are valued at lower of cost and net realisable value. Cost is determined on a weighted average basis and comprises material, labour, and applicable overhead expenses. The net realisable value of materials in process is determined with reference to the selling prices of related finished goods. Stores and spares are valued at cost determined on weighted average basis. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

Traded goods are valued at lower of cost and net realisable value. Goods in transit are valued at cost.



(h) **Impairment of non-financial assets**

The Company assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets (Cash Generating Unit or CGU) that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset). Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

The Company's corporate assets (e.g., central office building for providing support to various CGUs) do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss in the respective financial years, if the carrying amount of the assets or CGU exceeds its recoverable amount.

If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed, and the asset is reflected at the recoverable amount subject to a maximum of amortised historical cost as per requirement of Ind AS 36 "Impairment of Assets".

(i) **Impairment of financial assets**

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. 12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than the reasonable period of time which is usually the credit period. The Company considers a financial asset to be in default when:

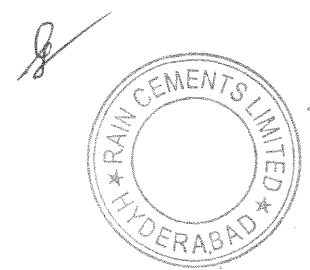
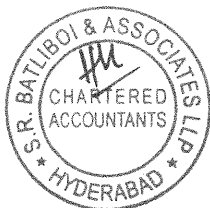
- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); and - the financial asset is 180 days or more past due.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e., the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive). Presentation of allowance for expected credit losses in the balance sheet. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

(j) **Foreign currency transactions and balances**

Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transactions. Monetary assets and liabilities denominated in foreign currency are restated at the prevailing year end rates. The resultant gain/loss upon such restatement along with the gain/loss on account of foreign currency transactions are accounted in the Statement of Profit and Loss. In respect of items covered by forward exchange contracts, the premium or discount arising at the inception of such a forward exchange contract is amortised as expense or income over the life of the contract. Any profit or loss arising on cancellation or renewal of such a forward contract is recognised in the Statement of Profit and Loss.



(k) **Retirement and other employee benefits**

Defined contribution plans

The Company makes specified monthly contribution towards employee provident fund to Government administered provident fund scheme, which is a defined contribution scheme. The Company's contribution is recognized as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service. The Company has no further obligations beyond its monthly contributions.

Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each balance sheet date. Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs gains, and losses on curtailments and nonroutine settlements; and
- Net interest expense or income.

When the benefits of a plan are changed or curtailed, the resulting change in the benefit that relates to the past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in the Statement of profit or loss. The Company recognises the gains and losses on the settlement of a defined benefit plan when settlement occurs.

Compensated absence policy :

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilized accumulating compensated absences and utilise it in future periods or encash the leaves during the period of employment or retirement or at termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Company measures the expected cost of compensated absences as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Company recognises accumulated compensated absences based on actuarial valuation using the projected unit credit method carried out in accordance with Ind AS-19 "Employee Benefits" at the end of the year. Non-accumulating compensated absences are recognised in the period in which the absences occur.

Short-term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus, and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

(l) **Leases**

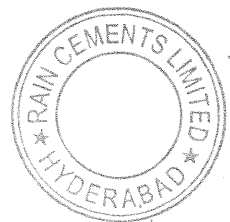
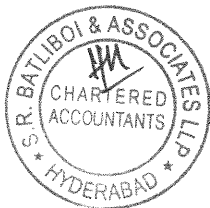
The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

Right-of-use assets:

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated amortisation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant, and equipment.



Lease liabilities:

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and consolidated statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

Short term leases and Lease of low-value assets:

The Company has opted the exemption provided under Ind AS 116 Leases for low value and short-term leases of all assets that have a lease term of 12 months or less. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

(m) Tax expense

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

Current income tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences;
- In respect of taxable temporary differences associated with investments in subsidiary, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.
- taxable temporary differences arising on the initial recognition of goodwill.

The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Due to changes in any tax estimates for previous year, the same is presented in financials as prior period taxes.

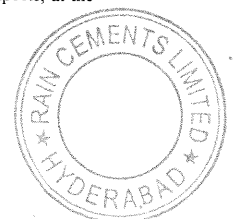
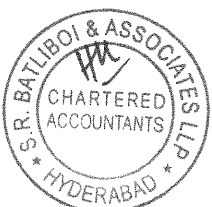
The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside statement of profit and loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.



(n) **Statement of cash flows and cash and cash equivalents**

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing, and financing activities of the Company are segregated.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(o) **Investments in subsidiary**

The Company's investment in its subsidiary is carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, the difference between net disposal proceeds and the carrying amounts are recognised in the profit or loss.

(p) **Provisions and contingencies**

A provision is recognised when the Company has a present legal or constructive obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Where the Company expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

Contingent liabilities are disclosed in the notes to the financial statements, when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

Provision for mine restoration

The Company provides for the estimated expenditure required to restore quarries and mines. The restoration expenses are estimated basis life of mine, available mineral reserves, obligations in mines agreement as per mine closure plan.

Site restoration expenses is incurred on an ongoing basis as and when required and until the closure of the quarries and mines. The actual expenses may vary based on the nature of restoration and the estimate of restoration expenditure. The total estimate of restoration expenses is reviewed periodically, on the basis of technical estimates.

(q) **Dividend declared**

The Company recognises a liability to make cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity. Interim dividends are recorded as a liability on the date of declaration by the Board of directors of the Company.

(r) **Accounting Standards adopted in Current year:**

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 April 01, 2024. Accordingly, the Company has adopted these first-time amendments, with effect from the financial year beginning January 01, 2025. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

1. Lease Liability in Sale and Leaseback – Amendments to Ind AS 116, Leases:

The MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024, which amend Ind AS 116, Leases, with respect to Lease Liability in a Sale and Leaseback.

The amendments specify the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

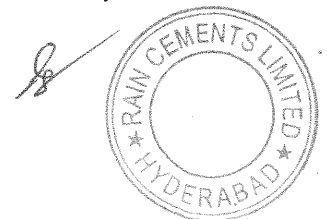
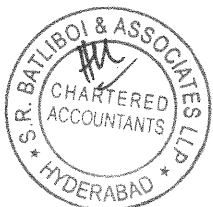
The amendment is effective for annual reporting periods beginning on or after 1 April 2024 and must be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of Ind AS 116.

The amendment does not have a material impact on the Company's financial statements.

2. Ind AS 117 Insurance Contracts

Ind AS 117 Insurance Contracts is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Ind AS 117 replaces Ind AS 104 Insurance Contracts. Ind AS 117 applies to all types of insurance contracts, regardless of the type of entities that issue them as well as to certain guarantees and financial instruments with discretionary participation features.

The application of Ind AS 117 had no impact on the Company's financial statements as the Company has not entered any contracts in the nature of insurance contracts covered under Ind AS 117.



(s) **Recent Accounting pronouncements not yet adopted:**

The new and amended standards that are notified by the Ministry of Corporate Affairs (MCA), applicable for annual periods beginning on or after April 1, 2025, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company will adopt these new and amended standards, when they become effective.

(i) Lack of exchangeability – Amendments to Ind AS 21

Amendments to Ind AS 21 The Effects of Changes in Foreign Exchange Rates specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

When applying the amendments, an entity cannot restate comparative information. The amendments are not expected to have a material impact on the Company's financial statements.

(ii) Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to Ind AS 1

Amendments to paragraphs 69 to 76 of Ind AS 1 Presentation of Financial Statements specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

In addition, a requirement has been introduced to require disclosure when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months. The amendments must be applied retrospectively.

The Company is currently assessing the impact the amendments are not expected to have a material impact on the Company's financial statements will have on current practice and whether existing loan agreements may require renegotiation.

(iii) Supplier Finance Arrangements - Amendments to Ind AS 7 and Ind AS 107

Amendments to Ind AS 7 Statement of Cash Flows and Ind AS 107 Financial Instruments: Disclosures clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

The amendments will be effective for annual reporting periods beginning on or after 1 April 2025.

The amendments are not expected to have any impact on the Company's financial statements.

(iv) International Tax Reform—Pillar Two Model Rules – Amendments to Ind AS 12

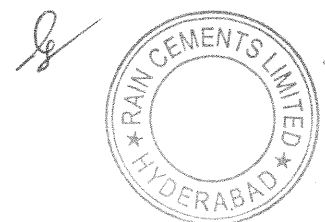
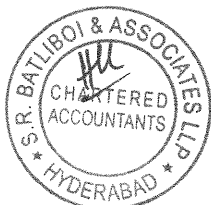
Amendments to Ind AS 12 Income Taxes in response to the OECD's BEPS Pillar Two rules include:

- A mandatory temporary exception to the recognition and disclosure of deferred taxes arising from the jurisdictional implementation of the Pillar Two model rules; and
- Disclosure requirements for affected entities to help users of the financial statements better understand an entity's exposure to Pillar Two income taxes arising from that legislation, particularly before its effective date.

The mandatory temporary exception – the use of which is required to be disclosed – applies immediately. The remaining disclosure requirements apply for annual reporting periods beginning on or after 1 April 2025, but not for any interim periods ending on or before 31 March 2026.

The amendments are not expected to have a material impact on the Company's financial statements.

Consequential amendments to other Ind ASs have also been made which are not expected to have any material impact on the Company's financial statements.



Notes to the Financial Statements for the year ended December 31, 2025 (continued)
All amounts are in Indian Rupees Millions, except share data and where otherwise stated

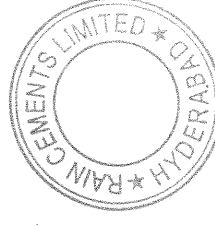
Note 3: Property, plant and equipment and Capital work-in-progress:

Particulars	Freehold Land	Freehold Mining Land	Buildings	Plant and equipment	Furniture and Fixtures	Vehicles	Office equipment	Total	Capital work-in-progress
Cost									
As at January 1, 2024	88.81	44.30	1,278.33	5,942.09	126.87	79.51	44.68	7,604.59	189.01
Add: Additions	-	-	54.05	181.40	12.16	11.30	3.50	262.41	257.37
Less: Deletions/ Adjustments	-	-	-	79.93	-	2.03	1.27	83.23	262.41
As at December 31, 2024	88.81	44.30	1,332.38	6,043.56	139.03	88.78	46.91	7,783.77	183.97
Add: Additions	-	-	36.38	387.16	6.73	57.57	29.37	517.21	472.89
Less: Deletions/ Adjustments	-	-	3.39	109.01	0.04	11.66	21.83	145.93	517.21
As at December 31, 2025	88.81	44.30	1,365.37	6,321.71	145.72	134.69	54.45	8,155.05	139.65
Accumulated depreciation									
As at January 1, 2024	-	2.88	330.31	3,014.46	45.73	21.29	32.77	3,447.44	-
Add: Charge for the year	-	0.37	53.95	474.02	9.02	11.97	8.15	557.48	-
Less: Deletions	-	-	-	54.35	-	1.85	1.17	57.37	-
As at December 31, 2024	-	3.25	384.26	3,434.13	54.75	31.41	39.75	3,947.55	-
Add: Charge for the year	-	0.37	57.88	473.99	7.81	14.47	9.71	564.23	-
Less: Disposals	-	-	2.77	82.40	0.04	10.70	20.92	116.83	-
As at December 31, 2025	-	3.62	439.37	3,825.72	62.52	35.18	28.54	4,394.95	-
Net carrying amount:									
As at December 31, 2024	88.81	41.05	948.12	2,609.43	84.28	57.37	7.16	3,836.22	183.97
As at December 31, 2025	88.81	40.68	926.00	2,495.99	83.20	99.51	25.91	3,760.10	139.65

(i) Contractual obligations:

Refer note 34 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(ii) All title deeds of immovable property are held in the name of the Company.



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Note 3: Property, plant and equipment and Capital work-in-progress:

Capital-Work-in Progress (CWIP):

(a) Capital work in progress ageing schedule:

As at December 31, 2025

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	>3 years	
Projects in progress	105.57	13.86	2.78	17.44	139.65

As at December 31, 2024

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	>3 years	
Projects in progress	139.20	19.63	7.44	17.70	183.97

(b) Computation schedule for capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan

As at December 31, 2025

CWIP	To be completed in			
	Less than 1 year	1-2 years	2-3 years	>3 years
2.0 Mega Watt Ground mounted solar power plant	12.92	-	-	-
Renovation Works	7.41	-	-	-
Total	20.34	-	-	-

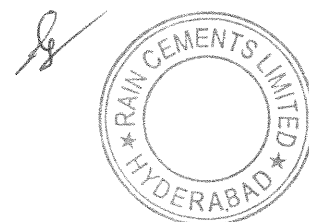
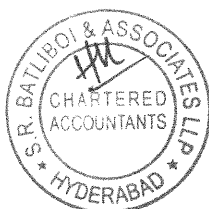
As at December 31, 2024

CWIP	To be completed in			
	Less than 1 year	1-2 years	2-3 years	>3 years
Colony concrete cement roads work	13.96	-	-	-
Reinforced Cement Concrete structures retrofitting strengthening	3.76	-	-	-
Total	17.72	-	-	-

Note 3(a): Depreciation and amortisation expense

Particulars

	For the year ended December 31, 2025	For the year ended December 31, 2024
Depreciation of property, plant and equipment (refer note 3)	564.23	557.48
Depreciation of Right-of-use assets (refer note 4)	12.95	11.83
Amortization of intangible assets (refer note 5)	0.15	0.26
Depreciation and amortisation expense	577.33	569.57



Rain Cements Limited

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Notes to the Financial Statements for the year ended December 31, 2025 (continued)

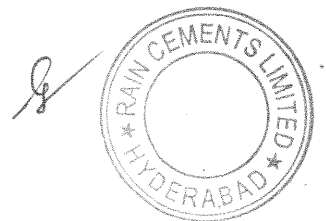
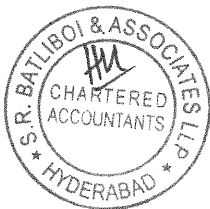
All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 4: Right of use assets

Particulars	Buildings
Cost	
As at January 01, 2024	95.10
Add: Additions	-
Less: Deletions	-
As at December 31, 2024	95.10
Add: Additions	26.12
Less: Deletions	-
As at December 31, 2025	121.22
Accumulated Amortisation	
As at January 01, 2024	42.14
Add: Charged during the year	11.83
Less: Deletions	-
As at December 31, 2024	53.97
Add: Charged during the year	12.95
Less: Deletions	-
As at December 31, 2025	66.92
Net carrying amount	
As at December 31, 2024	41.13
As at December 31, 2025	54.30

Note 5: Other Intangible assets:

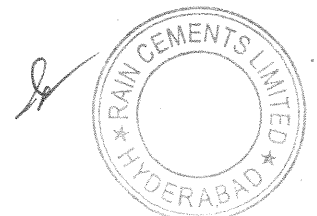
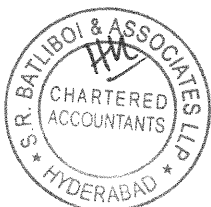
Particulars	Software
Cost	
As at January 01, 2024	0.79
Add: Additions	-
Less: Deletions	-
As at December 31, 2024	0.79
Add: Additions	-
Less: Deletions	-
As at December 31, 2025	0.79
Accumulated Amortisation	
As at January 01, 2024	0.38
Add: Charged during the year	0.26
Less: Deletions	-
As at December 31, 2024	0.64
Add: Charged during the year	0.15
Less: Deletions	-
As at December 31, 2025	0.79
Net carrying amount	
As at December 31, 2024	0.15
As at December 31, 2025	-



	As at December 31, 2025	As at December 31, 2024
Note 6: Non-current investments		
A. Investments in subsidiary		
(Unquoted instruments valued at cost unless stated otherwise)		
<i>Subsidiary</i>		
Renuka Cement Limited	822.67	822.67
14,170,000 (December 31, 2024: 14,170,000) equity shares of INR 10 each fully paid up		
B. Investments in others:		
(Unquoted instruments valued as fair value through profit and loss)		
<i>Equity instruments</i>		
Andhra Pradesh Gas Power Corporation Limited	16.00	16.00
134,000 (December 31, 2024: 134,000) equity shares of INR 10 each fully paid up		
Less: Provision for impairment in value of Investments in Andhra Pradesh Gas Power Corporation Limited	(16.00)	(16.00)
<i>Government Securities</i>		
National Savings Certificates	0.09	0.09
10,000 (December 31, 2024: 10,000) units		
Total	822.76	822.76
Note:		
Aggregate amount of unquoted investments	838.76	838.76
Aggregate amount of provision for impairment in value of investments	(16.00)	(16.00)
Note 7: Other non-current financial assets		
(Unsecured, considered good, unless otherwise stated)		
Electricity deposits	216.62	216.62
Other security deposits	30.99	24.25
Balances held as margin money deposits	0.56	0.56
Total	248.17	241.43
Note 8: Non current tax assets (net)		
Advance tax (Net of provision for tax)	341.82	313.39
Total	341.82	313.39
Note 9: Other non-current assets		
(Unsecured, considered good unless otherwise stated)		
Capital advances	8.03	22.02
Balances with government authorities	33.13	26.24
Non-current portion of prepaid balances	9.98	14.27
Total	51.14	62.53
Note 10: Inventories		
(At lower of cost and net realisable value)		
a) Raw materials	98.42	94.32
Goods-in-transit	0.49	1.02
	98.91	95.34
b) Work-in-progress	479.89	466.47
	479.89	466.47
c) Finished goods	89.63	77.44
	89.63	77.44
d) Stores and spares	214.91	222.43
Goods-in-transit	0.80	0.45
	215.71	222.88
e) Packing materials	8.35	10.62
	8.35	10.62
f) Fuel	89.32	264.16
Goods-in-transit	3.72	81.36
	93.04	345.52
Total	985.53	1,218.27

Refer note 20a for details on inventories hypothecated against borrowings.

During the year ended December 31, 2025 : NIL (December 31, 2024: ₹ 24.94) was recognised as an expense for inventories carried at net realisable value. The write-down and reversal are included in cost of materials consumed or changes in inventories of finished goods and work-in-progress.



	As at December 31, 2025	As at December 31, 2024
Note 11: Trade receivables		
- Secured, considered good	351.72	417.81
- Unsecured, considered good	66.82	78.85
- Credit impaired	17.01	34.71
	<u>435.55</u>	<u>531.37</u>
Less: Allowance for expected credit loss	(17.01)	(34.71)
Total	<u>418.54</u>	<u>496.66</u>

(i) No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

(ii) Refer note 20a for details on trade receivables hypothecated against borrowings.

Trade receivables ageing schedule as at December 31, 2025

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed trade receivables - considered good	109.97	198.78	47.65	46.55	15.46	0.13	418.54
ii. Undisputed trade receivables - considered doubtful	-	-	1.30	0.81	3.66	11.24	17.01
iii. Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
iv. Disputed trade receivables - considered good	-	-	-	-	-	-	-
v. Disputed trade receivables - considered doubtful	-	-	-	-	-	-	-
vi. Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
Sub-Total	109.97	198.78	48.95	47.36	19.12	11.37	435.55
Less: Allowance for credit impairment							17.01
Total							418.54

Trade receivables ageing schedule as at December 31, 2024

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed trade receivables - considered good	123.67	237.93	73.17	60.36	1.17	0.36	496.66
ii. Undisputed trade receivables - considered doubtful	-	-	1.28	9.59	3.37	20.47	34.71
iii. Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
iv. Disputed trade receivables - considered good	-	-	-	-	-	-	-
v. Disputed trade receivables - considered doubtful	-	-	-	-	-	-	-
vi. Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
Sub-Total	123.67	237.93	74.45	69.95	4.54	20.83	531.37
Less: Allowance for credit impairment							34.71
Total							496.66

The Company's exposure to credit risks and loss allowances related to trade receivables are disclosed in note 42.
The movement in the loss allowance for impairment in respect of trade receivable during the year was as follows:

	As at December 31, 2025	As at December 31, 2024
Opening balance	(34.71)	(29.24)
Add : Expected credit loss allowance recognised during the year	-	(5.47)
Less : Bad debts written off during the year	12.11	-
Less : Reversal during the year	5.59	-
Closing balance	(17.01)	(34.71)

Note 12: Cash and bank balances

A. Cash and cash equivalents

Cash on hand	0.12	0.08
Balances with banks:		
- in current accounts	53.93	72.32
- in deposit accounts (with original maturity of 3 months or less)	-	314.45
	<u>54.05</u>	<u>386.85</u>

B. Other bank balances

Balances held as margin money against guarantees and other commitments	90.77	59.02
Balances in term deposit accounts with maturity period of more than three months and not more than twelve months	3,451.09	3,638.25
	<u>3,541.86</u>	<u>3,697.27</u>
Total [A+B]	3,595.91	4,084.12

Note 13: Loans

(Unsecured, considered good unless otherwise stated)

Advance to employees	0.20	0.39
Total	<u>0.20</u>	<u>0.39</u>

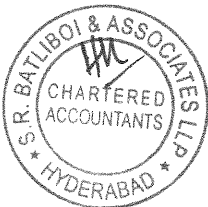
Note 14: Other current financial assets

(Unsecured, considered good unless otherwise stated)

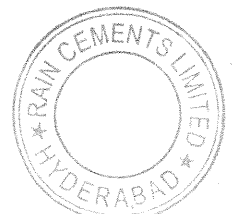
Interest accrued on deposits	119.00	132.23
	<u>119.00</u>	<u>132.23</u>

Note 15: Other current assets

Prepaid expenses	12.07	9.90
Balances with Government authorities	5.47	5.66
Advance to supplier and service providers	472.63	53.56
Royalty deposits with mines department	2.51	7.70
Total	<u>492.68</u>	<u>76.82</u>



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Note 16: Equity share capital

	As at December 31, 2025		As at December 31, 2024	
	Number of shares	Amount	Number of shares	Amount
Authorised share capital:				
Equity shares of INR 10 each	50,000,000	500.00	50,000,000	500.00
Total	50,000,000	500.00	50,000,000	500.00
Issued, subscribed and fully-paid up capital				
Equity shares of INR 10 each	29,805,000	298.05	29,805,000	298.05
Total	29,805,000	298.05	29,805,000	298.05

Notes:

(i) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the period/year:

	As at December 31, 2025		As at December 31, 2024	
	Number of shares	Amount	Number of shares	Amount
As at beginning of the year	29,805,000	298.05	29,805,000	298.05
Equity shares issued/(bought back) during the year	-	-	-	-
As at end of the year	29,805,000	298.05	29,805,000	298.05

(ii) Rights, preferences and restrictions attached to the equity shares

The Company has only one class of equity shares having a par value of INR 10 each per share. Each holder of equity shares is entitled to one vote per share. In case of interim dividend the profits are distributed based on approval of Board of Directors. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shares held by the Holding Company

	As at December 31, 2025		As at December 31, 2024	
	Number of shares	Amount	Number of shares	Amount
Equity shares of INR 10 each fully paid up held by				
Holding company - Rain Industries Limited., along with its nominees	2,98,05,000	298.05	2,98,05,000	298.05
	2,98,05,000	298.05	2,98,05,000	298.05

(iv) Details of shareholders holding more than 5% of the equity shares

Name of the shareholder	As at December 31, 2025		As at December 31, 2024	
	Number of shares	%	Number of shares	%
Rain Industries Limited along with its nominees	29,805,000	100%	29,805,000	100%

(v) Shares held by Promoters

Name of the Promoter	As at December 31, 2025			As at December 31, 2024		
	Number of shares	%	% change during the year	Number of shares	%	% change during the year
Rain Industries Limited along with its nominees	29,805,000	100%	-	29,805,000	100%	-

(vi) Shares held by Holding/ Ultimate Holding Company

Particulars	As at December 31, 2025			As at December 31, 2024		
	Number of shares	%	% change during the year	Number of shares	%	% change during the year
Rain Industries Limited along with its nominees	29,805,000	100%	-	29,805,000	100%	-

(vii) Dividend paid

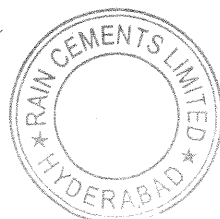
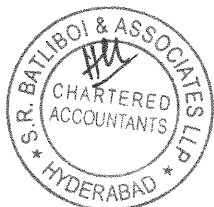
Dividend on equity shares were declared and paid by the Company during the year:

Particulars	As at December 31, 2025		As at December 31, 2024	
	Dividend per equity share	Amount	Dividend per equity share	Amount
Dividend paid	3.40	101.34	1.70	50.67
		101.34		50.67

(viii) There are no shares issued pursuant to contract without payment being received in cash during the period of five years immediately preceding the reporting date.

(ix) No equity shares were bought back during the last five years immediately preceding the reporting date.

(x) No shares have been allotted by way of full paid up bonus shares within a period of five years immediately preceding the reporting date.



Rain Cements Limited
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Notes to the Financial Statements for the year ended December 31, 2025 (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 17: Other equity		
(i) Reserves and surplus		
(a) Securities premium account		
Opening balance	424.33	424.33
Closing balance	424.33	424.33
(b) General reserve		
Opening balance	612.48	612.48
Closing balance	612.48	612.48
(c) Retained earnings		
Opening balance	6,870.91	7,317.09
Add: Profit / (loss) for the year	190.71	(389.17)
Add: Remeasurements of defined benefit (liability)/asset, net of tax	7.30	(6.34)
	7,068.92	6,921.58
Less : Dividend paid	101.34	50.67
Closing balance	6,967.58	6,870.91
Total	8,004.39	7,907.72

Nature of reserves

(a) Securities premium account:

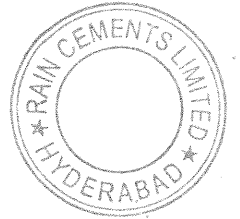
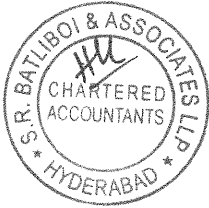
Security premium consists of premium on issue of shares. It will be utilised in accordance with the provisions of Section 52 of the Companies Act, 2013.

(b) General reserve :

The Company transferred a portion of the net profit of the Company before declaring dividend to general reserve. There is no policy of regular transfer. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to retained earnings.

(c) Retained earnings :

Retained earnings represents the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to investors.



Rain Cements Limited
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Notes to the Financial Statements for the year ended December 31, 2025 (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 18: Lease liabilities		
Unsecured	41.04	28.92
Less: Current maturities of non current lease liabilities	(16.07)	(14.15)
Total	24.97	14.77

Reconciliation of liabilities arising from financing activities

Opening balance at the beginning of the year	28.92	39.88
Add : Additions to lease liabilities during the year	26.12	-
Add : Interest accrued during the year	2.59	2.61
Less : Lease principal payments during the year	(14.00)	(10.96)
Less : Lease interest payments during the year	(2.59)	(2.61)
Closing balance at the end of the year	41.04	28.92

Note 19: Non-current Provisions

Provision for employee benefits:

- Gratuity	79.99	85.90
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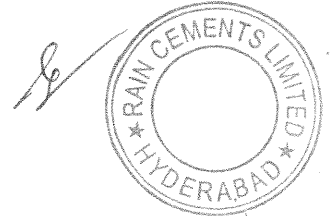
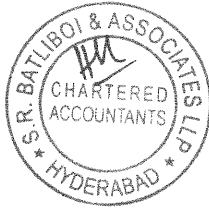
Provision - others

- Mineral bearing land cess	54.01	-
- Mine restoration (refer below note)	156.18	144.40

Total	290.18	230.30
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The movement in the other provisions during the year was as follows:

	As at December 31, 2025	As at December 31, 2024
Balance as at the beginning of the year	144.40	133.48
Unwinding of discount	11.78	10.92
Balance as at the end of the year	156.18	144.40



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Notes to the Financial Statements for the year ended December 31, 2025 (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 20: Current tax liabilities (net)		
Provision for tax (net of advance tax)	382.35	391.73
	<u>382.35</u>	<u>391.73</u>
Note 20(a): Current borrowings		
Unsecured		
Deferred payment liabilities	-	79.75
	<u>-</u>	<u>79.75</u>

The Company does not have short-term borrowings outstanding as at December 31, 2025. However, below facilities are available with the Company.

i) **ICICI Bank:** The Company has taken working capital demand loan facilities from ICICI Bank, secured by way of first pari-passu charge hypothecation of the Company's current assets. Working capital demand loan carries an interest rate of 8.35% to 9.50% per annum, outstanding as at December 31, 2025 is Nil (December 31, 2024: Nil).

ii) **HDFC Bank:** The Company has taken working capital demand loan facilities from HDFC Bank, secured by way of first pari-passu charge hypothecation of the Company's current assets both present and future. Working capital demand loan carries an interest rate of 9% to 9.5% per annum, outstanding as at December 31, 2025 is Nil (December 31, 2024: Nil).

iii) **Yes Bank:** The Company has taken cash credit and working capital demand loan facilities from Yes Bank, secured by way of first pari-passu charge hypothecation of the Company's current assets both present and future along with other working capital bankers. Working capital demand loan carries an interest rate of 10% to 10.5% per annum, outstanding as at December 31, 2025 is Nil (December 31, 2024: Nil).

Deferred payment liabilities

Sales tax deferment represents interest free liability. Liability has been repaid and there is no future liability. (December 31, 2024: 06 installments).

Reconciliation of liabilities arising from financing activities

Opening balance at the beginning of the year	79.75	182.51
Interest accrued during the year	9.38	4.67
Interest payments during the year	(9.38)	(4.67)
Adjusted against sales tax refund receivable	(15.34)	-
Repayment of borrowings during the year	(64.41)	(102.76)
Closing balance at the end of the year	<u>-</u>	<u>79.75</u>

Note 21: Trade payables

Total outstanding dues of micro enterprises and small enterprises (Refer note below)	63.39	21.95
Total outstanding dues of creditors other than micro enterprises and small enterprises	423.33	646.86
Total	<u>486.72</u>	<u>668.81</u>

The Company's exposure to liquidity risk is included in note 42.

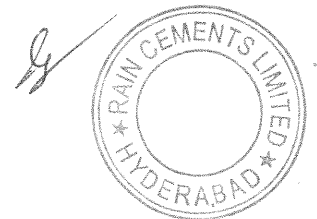
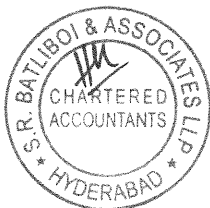
Trade payables ageing schedule:

As at December 31, 2025

Particulars	Unbilled dues	Outstanding for following periods from due date of payment					Total
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME	-	4.43	58.96	-	-	-	63.39
ii. Others	20.19	33.42	259.46	3.00	5.05	102.21	423.33
Grand Total	<u>20.19</u>	<u>37.85</u>	<u>318.42</u>	<u>3.00</u>	<u>5.05</u>	<u>102.21</u>	<u>486.72</u>

As at December 31, 2024

Particulars	Unbilled dues	Outstanding for following periods from due date of payment					Total
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME	-	19.66	2.29	-	-	-	21.95
ii. Others	67.79	199.93	163.48	10.77	0.16	204.73	646.86
Grand Total	<u>67.79</u>	<u>219.59</u>	<u>165.77</u>	<u>10.77</u>	<u>0.16</u>	<u>204.73</u>	<u>668.81</u>



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Notes to the Financial Statements for the year ended December 31, 2025 (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Particulars	As at December 31, 2025	As at December 31, 2024
	Disclosures of dues to Micro Enterprise and Small Enterprises as per Micro, Small and Medium Enterprises Development (MSMED) Act, 2006	
(a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year.	63.39	21.95
(b) the amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

This information is required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 and has been determined to the extent such parties have been identified on the basis of information available with the Company.

Note 22: Other current financial liabilities

Trade and security deposits	37.92	102.13
Payables to employees	85.84	101.98
Deposits from contractors and customers	784.78	938.96
Provision for discounts	97.83	194.03
Others:		
- Payables on purchase of property, plant and equipment	55.73	62.06
- Retention money	3.05	0.84
Total	1,065.15	1,400.00

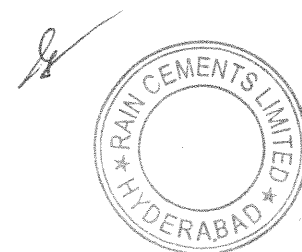
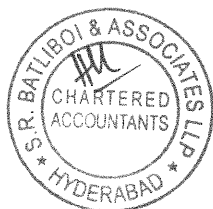
The Company's exposure to liquidity risk is included in note 42.

Note 23: Current Provisions

Provision for employee benefits:		
- Compensated absences (Refer note 38)	30.96	33.35
- Gratuity (Refer note 38)	32.77	33.01
Total	63.73	66.36

Note 24: Other current liabilities

Statutory dues	128.60	250.14
Advance from customers	62.50	52.98
Total	191.10	303.12



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Notes to the Financial Statements for the year ended December 31, 2025 (continued)
All amounts are in Indian Rupees Millions, except share data and where otherwise stated

As at
December 31, 2025 As at
December 31, 2024

Note 25: Deferred tax liability (net)

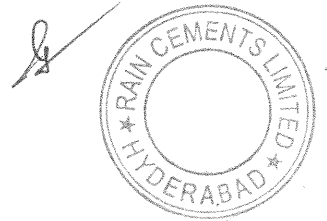
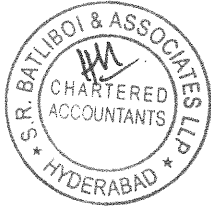
Deferred tax liability		
Property, plant and equipment	306.14	339.50
Right of use asset	13.67	10.35
Deferred tax assets		
Provision for Employee benefit expenses	(36.17)	(38.32)
Provision for mine restoration	(39.31)	(36.34)
Lease liabilities	(10.33)	(7.28)
Provision for expected credit loss	(4.28)	(8.74)
Unabsorbed losses	(0.91)	(92.00)
Provision for mineral bearing land cess and fuel charges	(21.72)	(31.86)
Net deferred tax liability	<u>207.09</u>	<u>135.31</u>

Also refer note 33 for tax expense

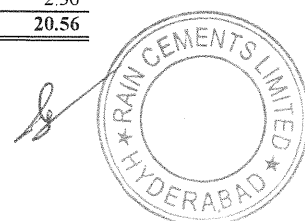
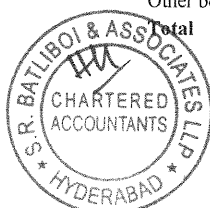
Movement in deferred tax assets / liabilities:

Particulars	Balance as at January 01, 2025	Recognised in profit or loss during the year	Recognised in OCI during the year	Balance as at December 31, 2025
Property, plant and equipment	339.50	(33.36)	-	306.14
Right of use asset	10.35	3.32	-	13.67
Provision for Employee benefit expenses	(38.32)	(0.30)	2.45	(36.17)
Provision for mine restoration	(36.34)	(2.97)	-	(39.31)
Provision for expected credit loss	(8.74)	4.46	-	(4.28)
Lease liabilities	(7.28)	(3.05)	-	(10.33)
Unabsorbed losses	(92.00)	91.09	-	(0.91)
Provision for mineral bearing land cess and fuel charges	(31.86)	10.15	-	(21.72)
	<u>135.31</u>	<u>69.33</u>	<u>2.45</u>	<u>207.09</u>

Particulars	Balance as at January 1, 2024	Recognised in profit or loss during the year	Recognised in OCI during the year	Balance as at December 31, 2024
Property, plant and equipment	355.95	(16.45)	-	339.50
Right of use asset	13.33	(2.98)	-	10.35
Provision for Employee benefit expenses	(34.64)	(1.55)	(2.13)	(38.32)
Provision for mine restoration	(33.59)	(2.75)	-	(36.34)
Provision for expected credit loss	(7.36)	(1.38)	-	(8.74)
Lease liabilities	(10.04)	2.76	-	(7.28)
Provision for mineral bearing land cess and fuel charges	-	(31.86)	-	(31.86)
Unabsorbed Losses	-	(92.00)	-	(92.00)
	<u>283.65</u>	<u>(146.21)</u>	<u>(2.13)</u>	<u>135.31</u>



	For the year ended December 31, 2025	For the year ended December 31, 2024
Note 26: Revenue from operations		
Sale of products	11,305.12	12,312.42
Revenue from operations	11,305.12	12,312.42
Notes:		
(i) Sale of products comprises:		
Sale of cement	11,305.12	12,312.42
Total	11,305.12	12,312.42
Contract balances		
Trade receivables	418.54	496.66
Advance from customers	62.50	52.98
Reconciliation of revenue from sale of products with the contract price:		
Contract price (A)	13,466.90	14,432.53
Less - Reductions towards variable consideration components:		
Discounts (B)	(2,161.78)	(2,120.11)
Revenue recognised (A-B)	11,305.12	12,312.42
Note 27: Other income		
Interest from banks on deposits	270.47	263.71
Interest on others	14.12	120.82
Reversal of provision for doubtful debts and advances	5.59	-
Scrap sales	17.05	20.19
Liabilities / provisions no longer required written back	46.29	-
Profit on sale of property, plant and equipment, net	2.38	-
Miscellaneous income	12.05	7.74
Total	367.95	412.46
Note 28 : Cost of materials consumed		
Raw material consumed :		
Lime stone	408.97	396.11
Laterite	469.10	465.95
Fly ash	562.45	716.92
Others	194.08	279.34
Total	1,634.60	1,858.32
Note 29: Changes in inventories of finished goods and work-in-progress		
Inventories at the beginning of the year		
Finished goods	77.44	101.14
Work-in-progress	466.47	503.42
	543.91	604.56
Inventories at the end of the year		
Finished goods	89.63	77.44
Work-in-progress	479.89	466.47
	569.52	543.91
(Increase)/ decrease in inventories of finished goods and work-in-progress	(25.61)	60.65
Note 30: Employee benefits expense		
Salaries, wages and bonus	474.51	500.81
Contribution to provident and other funds	29.67	28.71
Gratuity	23.15	14.17
Staff welfare expenses	10.11	10.35
Total	537.44	554.04
Note 31: Finance costs		
Interest expense on working capital	9.38	4.67
Interest expense on lease liabilities	2.59	2.61
Unwinding of mines restoration costs	11.78	10.92
Other borrowing costs	3.57	2.36
Total	27.32	20.56



	For the year ended December 31, 2025	For the year ended December 31, 2024
Note 32: Other expenses		
Consumption of stores and spares	411.87	389.41
Consumption of packing materials	476.55	586.51
Power and fuel	3,464.02	4,451.75
Freight outward	3,074.42	3,544.63
Repairs and maintenance		
- Building	128.09	85.78
- Plant and machinery	152.54	157.81
- Others	87.68	104.75
Insurance	20.64	20.34
Rent	72.72	69.02
Security charges	82.31	78.47
Rates and taxes	34.97	24.29
Communication expenses	12.02	10.01
Travelling and conveyance	38.09	36.54
Other selling and distribution expenses	344.73	352.51
Corporate social responsibility (Refer note 37)	9.03	27.11
Consultancy charges	202.65	204.33
Payment to auditors (refer note below)	3.74	3.39
Directors' sitting fees	0.45	0.62
Provision for doubtful debts and advances	-	5.47
Loss on sale of property, plant and equipment (net)	-	0.16
Miscellaneous expenses	45.43	36.39
Total	8,661.95	10,189.29

Note:

Payments to the auditors comprise (excluding GST):

Statutory Audit fees	3.65	3.27
Reimbursement of expenses	0.09	0.12
Total	3.74	3.39

Note 33: Income tax

(i) Amount recognised in statement of profit and loss

Current tax		
(i) Tax for current year	-	20.29
(ii) Tax relating to earlier years	-	(12.47)
Net current tax	-	7.82
Deferred tax		
(i) Deferred tax for current year	69.33	(146.20)
Total	69.33	(138.38)

(ii) Reconciliation of effective tax rate

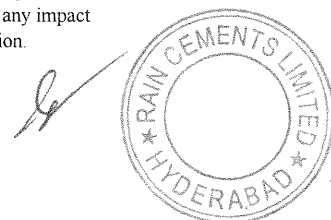
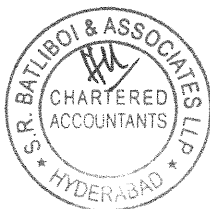
Profit before tax	260.04	(527.55)
Enacted tax rate	25.17%	25.17%
Tax expense as per enacted tax rate	65.45	(132.79)
Effect of:		
Tax impact on non-deductible expenses/ income	3.95	6.88
Others	(0.07)	(12.47)
	69.33	(138.38)

(iii) Income tax recognised directly in other comprehensive income:

a. Remeasurement of defined benefit plan

Remeasurements of defined benefit plans before tax	9.75	(8.47)
Tax impact on remeasurements of defined benefit plans	(2.45)	2.13
Remeasurements of defined benefit plans net of tax	7.30	(6.34)

(iv) The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing regulations under Sections 92-92F of the Income-Tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Company continuously updates its documents for the international transactions entered into with the associated enterprises during the financial year. The management is of the opinion that its international transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense for the year and that of provision for taxation.



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Notes to the Financial Statements for the year ended December 31, 2025 (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 34.: Contingent liabilities and commitments (to the extent not provided for)

Particulars	As at December 31, 2025	As at December 31, 2024
(I) Contingent liabilities		
(a) Claims against the company not acknowledged as debt:		
- Income tax	223.15	223.15
- Sales tax, service tax and excise duty related matters under dispute	11.80	19.54
- Fuel surcharge adjustment levied by electricity distributing companies	363.03	232.14
- Others	466.69	466.69
	1,064.67	941.52
(b) Corporate Guarantees issued		
Disclosure of Corporate guarantees given as per provisions of Section 186(4) of the Companies Act 2013		
- As at the beginning of the year - Guarantee and contingent liability	400.00	-
- Given during the year - Guarantee and contingent liability	-	400.00
- Settled/ expired during the financial year - Guarantee and contingent liability	-	-
- As at the end of the year (restated at closing rate) - Guarantee and contingent liability	400.00	400.00
The Company has provided a corporate guarantee against loan availed by Rain Industries Limited to the extent of INR 400 Mn (as at December 31, 2024: INR. 400 Mn) in respect of which the contingent liability is INR 400 Mn (as at December 31, 2024: INR. 400 Mn). The loan has been availed by the holding company for the purpose of availing credit facility.		
(II) Commitments		
Estimated amounts of contracts remaining to be executed on capital account (net of capital advance INR 8.03 (December 31, 2024: INR 22.02))	73.31	148.62

Explanatory Notes-

a) The Company has a process whereby periodically all long-term contracts are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that there are no material foreseeable losses on such long term contracts which needs to be provided for in the books of account other than the provisions already made in books of account.

b) The Company has reviewed all its pending litigations including legal proceedings initiated in the ordinary course of business. The Company does not expect the outcome of these proceedings to have a material and adverse effect on its financial position and accordingly no adjustment in respect thereof is expected.

c) On December 24, 2024, the Company received a demand notice from the Deputy Commissioner (CT) Nalgonda (Government of Telangana), demanding a sum towards repayment of Sales Tax Deferment scheme. Aggrieved by the same, the management filed a writ petition on the grounds that the demanded amount has already been remitted to the Government of Andhra Pradesh, demand of the same amount again would lead to double taxation, which is in violation of Article 265 of the Constitution of India. The matter is pending for hearing in the Telangana High court. Based on the above, the Management believes that there would be no cash outflow in this regard.

d) On September 27, 2025, the Company received an order from Andhra Pradesh Electricity Regulation Commission (APERC) levying Fuel Power Purchase Cost Adjustment (FPPCA) Charges for FY 2024-2025 through regular monthly electricity bills. The company, for earlier years has received an order for true-up adjustments to these charges which are provided for in the books of accounts and sub-judice. However, pending receipt of final order for FY 2025-26, the management believes that a reliable estimate for true-up/true-down cannot be made as the company does not possess necessary information to calculate such charges.

Note 35: Leases

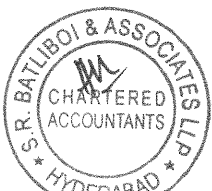
The Company has entered into various operating lease agreements for assets comprising of storage and other facilities.

The following is the rental expense recorded for short-term leases, variable leases and low value leases:

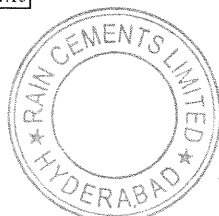
Particulars	As at December 31, 2025	As at December 31, 2024
Short term lease expense	72.72	69.02
Total lease expense	72.72	69.02

Following are the changes in the lease liability :

Particulars	As at December 31, 2025	As at December 31, 2024
As at the beginning of the year	28.92	39.88
Additions	26.12	-
Finance cost accrued during the year	2.59	2.61
Payment of lease liabilities	(16.59)	(13.57)
Balance as at the end of the year	41.04	28.92
Non-current	24.97	14.77
Current	16.07	14.15



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Rain Cements Limited

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Notes to the Financial Statements for the year ended December 31, 2025 (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 35: Leases (Continued)

The following is the cash outflow on leases:

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
Payment of lease liabilities (excluding interest)	14.00	10.96
Interest on lease liabilities	2.59	2.61
Short term lease expense	72.72	69.02
Total cash outflow on leases	89.31	82.59

Maturity analysis - contractual undiscounted cash flows:

Particulars	As at December 31, 2025	As at December 31, 2024
- Not later than 1 year	16.72	14.15
- Later than 1 year and not later than 5 years	19.21	16.62
- Beyond 5 years	17.68	0.81

Note 36: Earnings per Share (EPS)

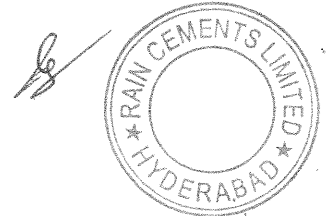
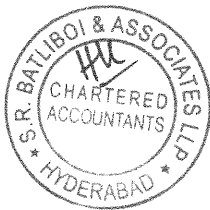
Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
a. Profit for the year	190.71	(389.17)
b. Weighted average number of equity shares of INR 10/- each outstanding during the year	29,805,000	29,805,000
Earnings per Share		
c. Basic and Diluted - [a]/[b] - (INR)	6.40	(13.06)

Note 37: Corporate social responsibility

As per Section 135 of the Companies Act, 2013, a Corporate Social responsibility (CSR) Committee has been formed by the Company. The proposed areas for CSR activities, as per the CSR policy of the Company are promotion of education, rural development activities, medical facilities, employment and ensuring environmental sustainability which are specified in Schedule VII of the Companies Act, 2013. Expenditure incurred under Section 135 of the Companies Act, 2013 on CSR activities are as below:

Gross amount required to be spent by the Company during the year ended December 31, 2025 is INR 8.00 million (December 31, 2024: INR 27.00 million)

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
a. Gross amount required to be spent by the Company during the year	8.00	27.00
b. Amount spent during the year		
(i) Construction/acquisition of any asset	-	-
(ii) On purposes other than construction / acquisition of any asset	9.03	27.11
(iii) Nature of CSR activities		
Promoting education	9.03	27.11
c. Amount unspent during the year	-	-
d. Shortfall at the end of the year	-	-
e. Related party transactions (Donation given to Pragnya Priya Foundation)	8.00	20.62
f. Movements in provision of liability created	-	-



Note 38: Employee benefits

a) **Defined contribution plans:**

The Company deposits an amount determined at a fixed percentage of basic pay every month to the state administered Provident fund, Employee State Insurance (ESI) for the benefit of employees. The contributions payable to these plans by the Company are at the rates specified in the rules of the schemes.

Amount recognised in the statement of profit and loss is as follows:

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
Provident fund paid to the authorities	28.33	27.67
Employee state insurance paid to the authorities	0.35	0.43
Others (Employee welfare etc.)	1.00	0.61
Total	29.67	28.71

b) **Defined benefit plans - Gratuity**

The Company has a defined benefit gratuity plan in India, governed by the Payment of Gratuity Act, 1972. Entitles an employee, who has rendered at least five years of continuous service, to gratuity at the rate of fifteen days wages for every completed year of service or part thereof in excess of six months, based on the rate of wages last drawn by the employee concerned.

Inherent risk:

The plan is defined benefit in nature which is sponsored by the Company and hence it underwrites all the risk pertaining to the plan. In particular, this exposes the Company, to actuarial risk such as adverse salary growth, change in demographic experience, inadequate return on underlying plan assets. This may result in an increase in cost of providing these benefits to employees in future. Since the benefits are lump sum in nature, the plan is not subject to longevity risk.

The following table sets forth the status of the Gratuity plan of the Company and the amounts recognised in the balance sheet and the statement of profit and loss:

(i) **Amounts recognised in note 19 and note 23 of Balance sheet**

Particulars	As at December 31, 2025	As at December 31, 2024
Present value of funded obligation	128.71	132.51
Less: Fair value of plan assets	(15.95)	(13.60)
Net liability	112.76	118.91
- Non Current	79.99	85.90
- Current	32.77	33.01

(ii) **Expense recognised in Statement of Profit and Loss is as follows: (Refer note 30)**

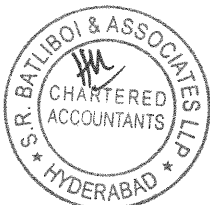
Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
Current service cost	8.17	7.71
Past service cost	8.47	-
Interest cost	6.51	6.46
Total	23.15	14.17

(iii) **Amount recognised in other comprehensive income:**

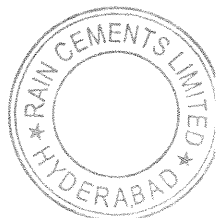
Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
Actuarial (gain)/loss on remeasurement of defined benefit obligation:		
Actuarial (gain)/ loss arising from change in financial assumptions	1.16	(0.53)
Actuarial (gain)/ loss arising from change in demographic assumption	-	-
Actuarial (gain)/ loss arising on account of experience changes	(10.84)	9.14
Actuarial (gain)/loss on remeasurement of planned asset:		
Actual return on plan assets less interest on plan assets	(0.07)	(0.14)
Total (gain)/loss	(9.75)	8.47

(iv) **Reconciliation of opening and closing balances of the present value of the obligations:**

Particulars	As at December 31, 2025	As at December 31, 2024
Opening defined benefit obligation	132.51	118.62
Current service cost	8.17	7.71
Past service cost	8.47	-
Interest cost	7.47	7.31
Actuarial loss/(gain)	(9.68)	8.61
Amount paid to employees	(18.23)	(9.74)
Closing defined benefit obligation	128.71	132.51



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Note 38: Employee benefits (continued)

(v) Reconciliation of opening and closing balances of the fair value of plan assets:

Particulars	As at December 31, 2025	As at December 31, 2024
Opening fair value of plan assets	13.60	11.17
Expected return on plan assets	0.96	0.85
Contribution by employer	19.55	11.18
Actual return on plan assets	0.07	0.14
Amount paid to employees	(18.23)	(9.74)
Closing fair value of plan assets	15.95	13.60

(vi) The details of investments in plan assets are as follows:

Particulars	As at December 31, 2025	As at December 31, 2024
Life Insurance Corporation of India	100%	100%

(vii) Principal Actuarial assumptions used:

Particulars	As at December 31, 2025	As at December 31, 2024
Discount rates on benefit obligations	6.65%	6.90%
Expected salary increase rates	7.50%	7.50%
Demographic assumptions		
Retirement age	58 Years	58 Years

The discount rate is based on the prevailing market yields on Indian government securities as at the balance sheet date from the estimated term of the obligations. The estimates of future salary increase considered in the actuarial valuation take into account factors like inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

Assumptions regarding future mortality and experience are set in accordance with published rates under Indian assured life's mortality (2012-2014) Ult table.

(viii) Sensitivity analysis:

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts for the year ended December 31, 2025 shown below:

Particulars	0.5% Increase in rate	0.5% Decreases in rate
Discount rate (0.5% Movement)	(2.28)	2.40
Future salary growth (0.5% Movement)	2.23	(2.14)

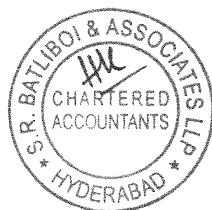
Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts for the year ended December 31, 2024 shown below.

Particulars	0.5% Increase in rate	0.5% Decreases in rate
Discount rate (0.5% Movement)	(2.30)	2.41
Future salary growth (0.5% Movement)	2.22	(2.15)

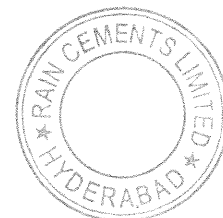
Although the analysis does not take into account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

The expected return on plan assets is based on actuarial expectation of the average long term rate of return expected on investments of the Funds during the estimated term of the obligations. The principal actuarial assumptions used for the computation of defined plan are also used for the computation of compensated absences of long term benefit.

(ix) The Company expects to contribute a sum of INR 48.73 Mn to the plan for the next annual reporting period (31 December 2024: INR 46.62 Mn)



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Note 38: Employee benefits (continued)

(x) Maturity profile of defined benefit obligation

Particulars	As at	As at
	December 31, 2025	December 31, 2024
1st Following year	48.73	46.62
2nd Following year	18.79	26.70
3rd Following year	13.05	15.79
4th Following year	17.57	12.19
5th Following year	11.44	14.72
Thereafter	61.71	61.13

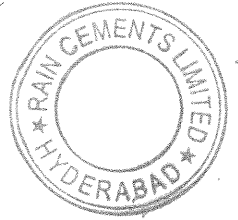
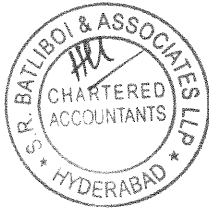
(xi) As at December 31, 2025, the weighted average duration of the defined benefit obligation is 3.64 years (December 31, 2024: 3.62 years)

c) Compensated absences

The Company provides for accumulation of compensated absences by certain categories of its employees. These employees can carry forward a portion of the unutilised compensated absences and utilise it in future periods or receive cash in lieu thereof as per company policy. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement.

The following table sets forth the status of the compensated absences:

Particulars	As at	As at
	December 31, 2025	December 31, 2024
Net Liability :		
- Current	30.96	33.35



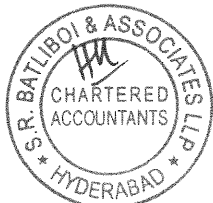
Note 39: Related Party Disclosures

a) Names of related parties and description of relationship with whom there are transactions

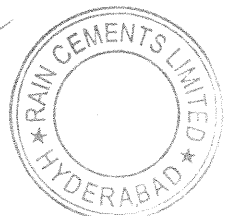
(i) Holding Company	Rain Industries Limited (RIL)
(ii) Subsidiary	Renuka Cement Limited (RenCL)
(iii) Entities under common control	Rain CII Carbon (Vizag) Limited (RCCVL) Rain Commodities USA Inc. (RCUSA) Rain Verticals Limited(RVL) Rain Holdings Limited(RHL) OOO Rain Carbon LLC
(iv) Enterprise where key managerial personnel along with their relatives exercise significant influence	Rain Entertainments Pvt Ltd Nivee Property Developers Pvt Ltd (NPDPL) Arunachala Logistics Pvt Limited (ALPL) Pragnya Priya Foundations (PPF) Protector Facilities Management (Pvt) Ltd
(v) Key Managerial Personnel	Mr. N. Radhakrishna Reddy - Chairman Mr. N. Sujith Kumar Reddy - Managing Director Mr. N. Jagan Mohan Reddy - Director Mr. N. Venkata Pranav Reddy - Whole-time Director Mr. Pilla Ganesh Pathrudu - Company Secretary (From October 20, 2022 to September 11, 2024) Mr. S.Venkata Ramana Reddy - Company Secretary (From Sept 11, 2024 to October 28, 2024) Mr. Nagaraju Reddy Sanditi - Company Secretary, (since October 28, 2024) Mr. G.N.V.S.R.R.Kumar - Chief Financial Officer
(vi) Non-executive directors	Ms. Shanti Sree Bolleni - Independent Director Mr. Brian Jude McNamara- Independent Director Mr. Suribabu Samudrala - Independent Director Mr. N. Shiv Keshav Reddy - Director

b) Transactions with related parties:

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
Purchases and services (net of reimbursements) from:		
1. Rain CII Carbon (Vizag) Limited- Purchase of power	136.50	221.82
2. Rain CII Carbon (Vizag) Limited-Handling of Pet coke	2.42	7.40
3. Rain CII Carbon (Vizag) Limited -Purchase of Pet coke	1.87	-
4. Rain CII Carbon LLC - Freight and Services	30.70	66.50
5. Rain Industries Limited - Shared Services Expenses	146.24	145.67
6. Rain Industries Limited- Lease Rent	12.15	11.04
7. Protector Facilities Management (Pvt) Ltd - Purchase of Spares	-	0.06
8. Arunachala Logistics Pvt Limited - Freight and Services	4,863.53	5,091.86
9. Arunachala Logistics Pvt Limited - Purchase of Spares	42.71	35.86
Sale of cement & traded goods:		
1. Rain CII Carbon (Vizag) Ltd	0.14	0.11
2. Rain Entertainments Pvt Ltd	-	0.01
3. Pragnya Priya Foundations	8.96	5.53
4. Nivee Property Developers Pvt Ltd	0.95	1.28
5. Arunachala Logistics Pvt Limited	67.03	63.67
Other operating income:		
1. Arunachala Logistics Pvt Limited - Rental Income	0.64	0.64
2. Arunachala Logistics Pvt Limited - Sale of Gypsum & Conveyor Belt	0.00	0.10
3. Arunachala Logistics Pvt Limited - Equipment Rental income	-	2.09
4. Arunachala Logistics Pvt Limited - SAP operations -Shared Services	3.13	-
5. Pragnya Priya Foundations - Rental Income	0.18	0.06
6. Pragnya Priya Foundations - Equipment Rental Income	-	3.19
7. Rain Industries Limited - Interest on Unsecured loan	-	29.86
Other operating expenses		
1. Arunachala Logistics Pvt Limited - Rental Expenses	5.38	4.35
2. Arunachala Logistics Pvt Limited - Purchase of Vehicle	2.59	-
3. Arunachala Logistics Pvt Limited - Purchase of Pedestal Fans, Air conditioners and Refrigerators	44.87	-
4. Rain Entertainments Private Limited - Staff welfare expenses	1.50	1.28
5. Protector Facilities Management (Pvt) Ltd - Man power services	106.40	90.99
Managerial remuneration:		
(i) Short-term employee benefits		
a) Mr. N. Sujith Kumar Reddy	22.44	22.54
b) Mr. G.N.V.S.R.R.Kumar	9.24	8.82
c) Mr. Pilla Ganesh Pathrudu	-	0.78
d) Mr. Nagaraju Reddy Sanditi	1.11	0.20
(ii) Post-employment benefits		
*Refer note(iii) below		



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Note 39: Related Party Disclosures (continued)

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
Salaries paid:		
(i) Short-term employee benefits		
Mr. N. Venkata Pranav Reddy	8.48	8.75
(ii) Post-employment benefits		
Refer note (iii) below		
Dividend paid:		
Rain Industries Limited	101.34	50.67
Donations given:		
Pragnya Priya Foundation	8.00	20.62
Remuneration to Independent Directors (Sitting fees):		
1. Ms. Shanti Sree Bolleni	0.15	0.18
2. Mr. Brian Jude Mc Namara		0.06
3. Mr. Suribabu Samudrala	0.15	0.20
Remuneration to Non-Executive Director (Sitting fees):		
1. Mr. N. Shiv Keshav Reddy	0.15	0.18
Corporate guarantee		
1. Rain Industries Limited	400.00	400.00

Note:

(i) No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

(ii) The transactions with related parties are made in the ordinary course of business and on terms equivalent to those that prevail in arm's length transactions with other vendors. Outstanding balances at the year-end is unsecured and settlement occurs in cash.

(iii) Long term employee benefits for Key Managerial Personnel

The managerial personnel are covered by the Company's gratuity policy, personal accident insurance policy, Mediciam insurance policy taken and are eligible for leave encashment along with other employees of the Company. The proportionate premium paid towards these policies and provision made for gratuity and leave encashment pertaining to the managerial personnel has not been included in the aforementioned disclosures as these are not determined on an individual basis.

(iv) The transactions disclosed above are inclusive of taxes and other duties payable to the Government.

The Company has the following dues from / to related parties:

Particulars	As at December 31, 2025	As at December 31, 2024
Amounts receivable from:		
a) Pragnya Priya Foundations	0.10	0.06
b) Arunachala Logistics Pvt Limited	-	9.61
Amounts payable to:		
a) Rain CII Carbon (Vizag) Limited	13.14	14.75
b) Rain Industries Limited	-	6.47
c) Arunachala Logistics Pvt Limited	30.51	-
d) Protector Facilities Management (Pvt) Ltd	8.65	1.51

Note 40: Capital Management

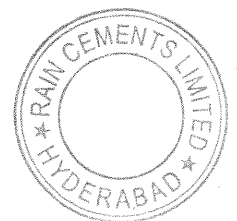
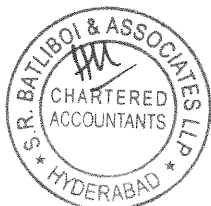
For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximize the shareholder value.

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital, as well as the level of dividends to equity shareholders. The Board of Directors seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowing and the advantages and security afforded by a sound capital position. The Company monitors capital using a ratio of 'Net debt' to 'equity'. For this purpose, adjusted net debt is defined as total interest-bearing loans and borrowings less cash and cash equivalents. The Company's net debt to equity ratio is as follows:

Particulars	As at	
	December 31, 2025	December 31, 2024
Total borrowings, net of cash and cash equivalents*	(54.05)	(307.10)
Total equity attributable to the equity shareholders of the company	8,302.44	8,205.77
Net debt to equity ratio	-	-

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

* Borrowings are less than cash and cash equivalents as at December 31, 2025 and December 31, 2024.



Rain Cements Limited

CIN: U23209TG1999PLC031631

Notes to the Financial Statements for the year ended December 31, 2025 (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 41: Fair value measurements

As at December 31, 2025:

Particulars	Fair value instruments by category			
	Amortised cost	FVTPL	FVTOCI	Total
Financial assets:				
Investments	822.67	0.09	-	822.76
Loans	0.20	-	-	0.20
Trade receivables	418.54	-	-	418.54
Cash and cash equivalents	54.05	-	-	54.05
Bank balances other than cash and cash equivalent	3,541.86	-	-	3,541.86
Other financial assets	367.17	-	-	367.17
	5,204.49	0.09	-	5,204.58
Financial liabilities				
Borrowings	-	-	-	-
Trade payables	486.72	-	-	486.72
Lease liabilities	41.04	-	-	41.04
Other financial liabilities	1,065.15	-	-	1,065.15
	1,592.91	-	-	1,592.91

As at December 31, 2024:

Particulars	Fair value instruments by category			
	Amortised cost	FVTPL	FVTOCI	Total
Financial assets:				
Investments	822.67	0.09	-	822.76
Loans	0.39	-	-	0.39
Trade receivables	496.66	-	-	496.66
Cash and cash equivalents	386.85	-	-	386.85
Bank balances other than above	3,697.27	-	-	3,697.27
Other financial assets	373.66	-	-	373.66
	5,777.50	0.09	-	5,777.59
Financial liabilities				
Borrowings	79.75	-	-	79.75
Trade payables	668.81	-	-	668.81
Lease liabilities	28.92	-	-	28.92
Other financial liabilities	1,400.00	-	-	1,400.00
	2,177.48	-	-	2,177.48

Note:

a) The carrying amounts of trade receivables, loan receivable, security deposits, cash and cash equivalents, bank balances, trade payables, borrowings and other financial assets and liabilities are considered to be the same as their fair values.

b) Investments of INR 0.09 Mn (December 31, 2024 : INR 0.09 Mn) are Level-3 fair value investments.

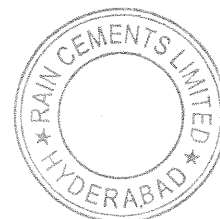
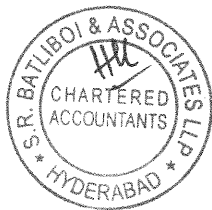
Measurement of fair values:

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).



Note 42: Financial Risk Management

The Company has put in place risk management systems as applicable to the respective operations. The following explains the objective and processes of the Company. The Company has a system based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as market risk, credit risk and liquidity risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

The Company has exposure to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk
- Market risk

Credit risk:

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks and arises primarily from trade receivables, investments, cash and cash equivalents and balances with banks. The maximum exposure to credit risk is equal to the carrying value of these financial assets.

The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. The Company has a policy of dealing only with credit worthy counter parties and obtaining sufficient collateral, where appropriate as a means of mitigating the risk of financial loss from defaults.

Trade receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

To assess whether there is a significant increase in credit risk the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information. Especially the following indicators are incorporated:

- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the borrower's ability to meet its obligations actual or expected significant changes in the operating results of the borrower
- significant changes in the expected performance and behavior of the borrower, including changes in the payment status of borrowers in the Company and changes in the operating results of the borrower
- Based on the above analysis, the Company does not expect any credit risk from its trade receivables for any of the years reported in this financial statements.

The age wise break up of trade receivables, net of allowances is given below:

Particulars	As at December 31, 2025	As at December 31, 2024
Receivables that are neither past due nor impaired	109.97	123.67
Receivables that are past due but not impaired:		
Past due 0-30 days	78.99	88.05
Past due 31-60 days	55.54	41.46
Past due 61-90 days	21.28	18.97
Past due over 90 days	169.77	259.22
Gross receivables	435.55	531.37
Credit impaired/Loss allowance	(17.01)	(34.71)
Net receivables	418.54	496.66

No single customer accounted for more than 10% of the trade receivable as of December 31, 2025 and December 31, 2024. There is no significant concentration of credit risk.

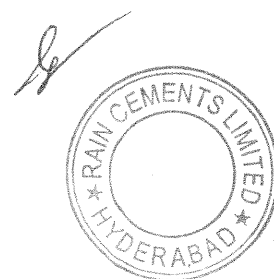
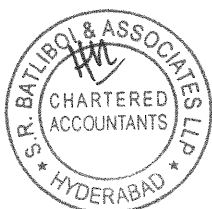
Refer Note 11 for the movement in the expected credit loss allowance (ECL) on trade receivables.

Investments

The Company limits its exposure to credit risk by generally investing in subsidiaries and liquid securities. The Company does not expect any losses from non-performance by these counter-parties, and does not have any significant concentration of exposures to specific industry sectors or specific country risks.

Cash and cash equivalents (including bank balances, fixed deposits and margin money with banks):

Credit risk on cash and cash equivalent is limited as the Company generally transacts with banks with high credit ratings assigned by international and domestic credit rating agencies.



Note 42: Financial Risk Management (continued)

Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation. The Company's treasury department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The Company aims to maintain the level of its cash and cash equivalents and other highly marketable debt investments at an amount in excess of expected cash outflows on financial liabilities (other than trade payables). The Company also monitors the level of expected cash inflows on trade receivables and loans together with expected cash outflows on trade payables and other financial liabilities.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payment and excludes impact of netting arrangements (if any):

As at December 31, 2025

Particulars	Carrying value	Contractual cash flows				
		Less than 1 year	1-2 years	2-5 years	Above 5 years	Total
Financial liabilities						
Trade payables	486.72	486.72	-	-	-	486.72
Lease liabilities	41.04	16.72	7.04	12.17	17.68	53.61
Other financial liabilities	1,065.15	1,065.15	-	-	-	1,065.15
Total	1,592.91	1,568.59	7.04	12.17	17.68	1,605.48

As at December 31, 2024

Particulars	Carrying value	Contractual cash flows				
		Less than 1 year	1-2 years	2-5 years	Above 5 years	Total
Financial liabilities						
Borrowings	79.75	79.75	-	-	-	79.75
Trade payables	668.81	668.81	-	-	-	668.81
Lease liabilities	28.92	14.15	13.23	3.39	0.81	31.58
Other financial liabilities	1,400.00	1,400.00	-	-	-	1,400.00
Total	2,177.48	2,162.71	13.23	3.39	0.81	2,180.14

Market risk:

Market risk is the risk that changes in market prices - such as foreign exchange rates and interest rates - will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

Currency risk

The Company does not have any foreign currency risk exposure.

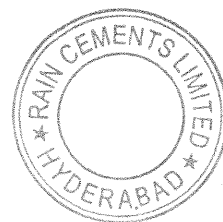
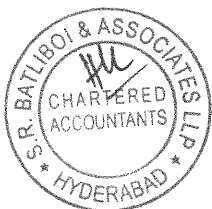
Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of change in market interest rates. The Company adopts a policy of ensuring an optimal mix of its interest rate risk exposure.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to management is as follows:

Particulars	Interest rate exposure as at	
	December 31, 2025	December 31, 2024
Fixed rate instruments		
Financial assets	3,758.48	4,228.34
Financial liabilities	41.04	28.92
	3,799.52	4,257.26



Rain Cements Limited

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Notes to the Financial Statements for the year ended December 31, 2025 (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 43: Additional Regulatory Information

- (i) The Company does not have any Immovable Properties which are not held in the name of the Company.
- (ii) The Company has not revalued its Property, plant and equipment (including Right of use assets) and intangible assets during the year.
- (iii) During the year there are no loans or advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person.
- (iv) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules
- (v) All quarterly returns or statements of current assets are filed by the Company with banks or financial institutions and are in agreement with the books of account.
- (vi) There are no transactions or balances outstanding with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- (vii) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (viii) During the year there are no pending charges or satisfaction to be registered with RoC.
- (ix) No funds have been advanced or loaned or invested (either from borrowed funds or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediates") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (x) **Undisclosed income:** The Company does not have any undisclosed income in terms of any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessment.
- (xi) **Virtual currency:** The Company does not trade in crypto currency or virtual currency.
- (xii) The Company has not declared as wilful defaulter by any bank or financial institution or other lender.

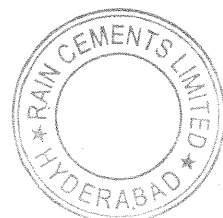
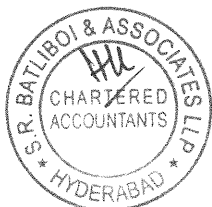
(xiii) Details of Key Financial Ratios:

Key Financial Ratios	Formulae	Numerator	Denominator	December 31, 2025	December 31, 2024	Variance	Unit
(a) Current Ratio	Current assets/ Current liabilities	Current assets	Current liabilities	2.54	2.05	24%	Times
(b) Debt-Equity Ratio *	Total debt/ Shareholders' equity	Non-current borrowings + current borrowings	Total equity	0.00	0.01	-100%	Times
(c) Debt Service Coverage Ratio *	Earnings available for debt service/ Debt service	Profit for the year + Depreciation and amortisation expense + Finance costs + Loss on sale of property, plant and equipment	Finance costs + Current borrowings + Current lease liabilities	31.23	0.58	5284%	Times
(d) Return on Equity Ratio #	Net Profits after taxes/ Average shareholders'	Profit for the year	Average shareholders' equity	2.00%	-5.00%	-140%	%
(e) Inventory turnover ratio	Sales/ Average Inventory	Revenue from operations	Average inventory	10.26	9.50	8%	Times
(f) Trade Receivables turnover ratio \$	Sales/ Average accounts receivables	Revenue from operations	Average accounts receivables	24.71	33.73	-27%	Times
(g) Trade payables turnover ratio	Purchases/ Average accounts payables	Consumption	Average accounts payables	2.83	2.87	-1%	Times
(h) Net capital turnover ratio	Sales/ Working capital	Revenue from operations	Current assets - Current liabilities	3.32	3.99	-17%	Times
(i) Net profit ratio #	Net profits after taxes/ Net sales	Profit for the year	Revenue from operations	1.69%	-3.16%	-153%	%
(j) Return on Capital employed #	Earning before interest and taxes/Capital employed	Earning before interest and taxes	Total equity - Intangible assets + Non-current borrowings + Current borrowings + Deferred tax liabilities	3.2%	7.8%	-59%	%
(k) Return on investment (fixed deposits and inter-corporate deposits)	Income generated from fixed deposits and inter-corporate deposits/ Average fixed deposits and inter-corporate deposits held	Income generated from fixed deposits and inter-corporate deposits	Average fixed deposits and inter-corporate deposits held	7.0%	7.0%	0.0%	%

* Decrease is on account of repayment of borrowings.

During the year, due to decrease in input costs, profit have increased when compared to the previous year.

\$ During the year, decrease in sales and increase in receivables



Rain Cements Limited
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Notes to the Financial Statements for the year ended December 31, 2025 (continued)
All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 44: Segment Reporting

Ind AS 108 "Operating segment" establishes standard for the way public business report information about operating segment and related disclosures about product and services, geographic areas and major customers. Based on "management approach" as defined in Ind AS 108, operating segments are to be reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM). All operating segments results are reviewed regularly by the Company's Managing Director to make decisions and assess their performance. The CODM evaluates the company's performance and allocates resources an overall basis. The Company's sole reportable segment is manufacture and sale of Cement. Further, the business operations of the Company are primarily concentrated in India, and hence, the Company is considered to operate only in one geographical segment. Accordingly, there are no disclosures to be provided under Ind AS 108.

Note 45: Audit Trail

The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except that audit trail feature is not enabled at the database level and was enabled from September 15, 2025. Further no instance of audit trail feature being tampered with was noted in respect of accounting software where the audit trail has been enabled. Additionally, the Company has recorded and preserved audit trail in full compliance with the requirements of section 128(5) of the Companies Act, 2013, in respect of the previous year to the extent it was enabled and recorded.

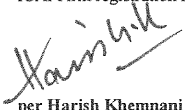
Note 46: Labour code

On November 21, 2025, the Government of India notified provisions of the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020, (collectively, the "Labour Codes") which consolidate twenty- nine existing labour laws into a unified framework governing employee benefits during employment and post employment. The Labour Codes introduce several changes, including a uniform definition of wages and enhanced leave-related benefits. The Company has assessed the financial implications of these changes which has resulted in net increase in gratuity and compensated absences liabilities arising out of past service cost of INR 8.47 Mn. The Company continues to monitor the developments pertaining to Labour Codes and will evaluate impact if any on the measurement of liability pertaining to employee benefits.

Note 47: Subsequent events

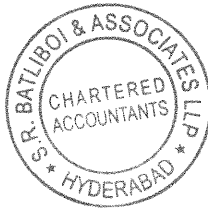
The Company has performed an evaluation of subsequent events from the balance sheet date through February 20, 2026, the date at which financial statements were made available to be issued and determined that there are no items to disclose.

As per our Report of even date attached
For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration number: 101049W/E300004

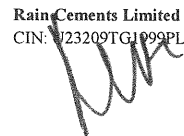

per Harish Khemnani
Partner

Membership number: 218576

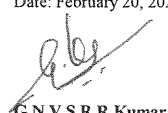
Place : Hyderabad
Date: February 20, 2026




For and on behalf of the Board of Directors of
Rain Cements Limited
CIN: U23209TG1999PLC031631


N. Sujith Kumar Reddy
Managing Director
DIN: 00022383

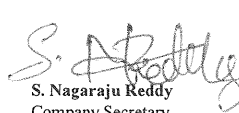
Place: Hyderabad
Date: February 20, 2026


G.N.V.S.R.R. Kumar
Chief Financial Officer
M.No.204139

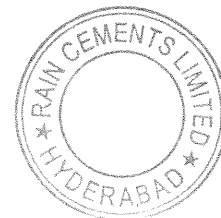
Place: Hyderabad
Date: February 20, 2026


Venkata Pranav Reddy Nellore
Executive Director
DIN: 10040953

Place: Hyderabad
Date: February 20, 2026


S. Nagaraju Reddy
Company Secretary
M.No.A65168

Place: Hyderabad
Date: February 20, 2026





C. RAMACHANDRAM & CO.
CHARTERED ACCOUNTANTS

Plot # 539, 2nd Floor, Souhiti Samriddhi
Kakatiya Hills, Road # 11, Madhapur,
Hyderabad - 500 081.

Ph : +91 40 4221 2099

Email : audit@crcoca.in

Web : www.crcoca.in

Independent Auditors' Report **on the Special Purpose Ind AS Financial Statements**

To the Members of Rain Commodities (USA) Inc.

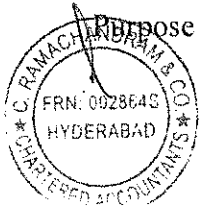
Opinion

We have audited the accompanying Standalone special purpose IND AS financial statements of **Rain Commodities (USA) Inc** (the Company), which comprise the balance sheet as at December 31, 2025, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Special Purpose Ind AS Financial Statements"). The Special Purpose Ind AS Financial Statements of the Company is prepared by the Board of Managers in accordance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") to enable holding company **Rain Industries Limited** to submit company's Annual performance report to RBI for the year ended December 31, 2025.

In our opinion and to the best of our information and according to the explanations given to us, the Special Purpose Ind AS Financial Statements as at and for the year ended December 31, 2025 gives information required in accordance with Indian Accounting Standards ("Ind AS") notified under section 133 of the Companies Act, 2013 ('the Act') and in conformity with the basis of preparation referred to in Note No. 2 of the Special Purpose Ind AS Financial Statements, as amended and are prepared in compliance with the instructions received from **Rain Industries Limited** and based on significant accounting policies adopted by **Rain Industries Limited**

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("the SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Special Purpose Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the requirements and of the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Special Purpose Ind AS Financial Statements.



Information Other than the Financial Statements and Auditor's Report Thereon

As informed to us, there is no information other than financial statements. Consequently, in our opinion, the reporting requirements under SA 720 "The Auditor's Responsibility Relating to Other Information" are not applicable.

Management's Responsibility for the Special Purpose Ind AS Financial Statements

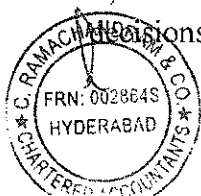
Board of Managers including those charged with governance are responsible for preparation of these Special Purpose Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the basis described In Note no. 2 of the Special Purpose Ind AS Financial Statements and accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS).

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgement and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Special purpose financial statement including adjustments to be made to comply with the requirements of Ind AS that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Special Purpose Ind AS Financial Statements, the Board of Managers and the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Managers are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibility for the Special Purpose Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Special Purpose Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error and to Issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Special Purpose Ind AS Financial Statements.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

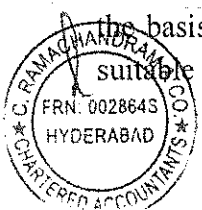
- Identify and assess the risks of material misstatement of the Special Purpose Ind AS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Special Purpose Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

Basis of Accounting

We draw attention to Note no. 2 to the Special Purpose Ind AS Financial Statements, which describes the basis of accounting. As a result, the Special Purpose Ind AS Financial Statements may not be suitable for another purpose.

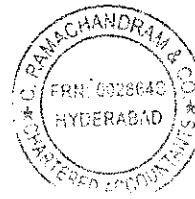


Restriction on use and distribution

These Special purpose Ind AS Financial Statements are not general-purpose financial statements. This report on the Special Purpose Ind AS Financial Statements has been issued solely for the limited purpose to enable holding company **Rain Industries Limited** to submit company's Annual performance report to RBI. It should not be used for any other purpose or distributed to or used by other parties.

Place: Hyderabad
Date: February 23, 2026

For C. RAMACHANDRAM & Co
Chartered Accountants
FRN: 002864S



A handwritten signature in black ink, appearing to read "C. Ramchandram".

C. RAMACHANDRAM
Partner
Membership No.:025834
UDIN: 26025834AGUJRO7224

Rain Commodities (USA) Inc.

AUDITED

FINANCIAL STATEMENTS

FOR THE

FINANCIAL YEAR ENDED

DECEMBER 31, 2025

(USD)

Rain Commodities (USA) Inc.
Balance Sheet as at December 31, 2025

All amounts are in dollars, except share data and where otherwise stated

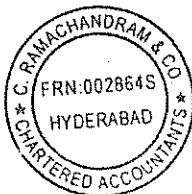
	Note	As at December 31, 2025	As at December 31, 2024
ASSETS			
1. Non-current assets			
(a) Property, plant and equipment	3	-	-
(b) Financial assets			
(i) Investments	4	332,795,800	333,588,600
(c) Deferred tax asset, net		1,294,920	1,282,439
(d) Non-current tax assets, net		4,959,880	4,913,171
		339,050,600	339,784,210
2. Current assets			
(a) Financial assets			
(i) Cash and cash equivalents	5	3,166,905	928,410
(ii) Other financial assets	6	213,335	44,936
		3,380,240	973,346
TOTAL		342,430,840	340,757,556
EQUITY AND LIABILITIES			
1. Equity			
(a) Share capital	7	117,900,000	117,900,000
(b) Other equity	8	213,236,902	212,313,296
		331,136,902	330,213,296
2. Liabilities			
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	9	6,668,848	6,668,848
(ii) Trade payables	10	4,899	-
(A) total outstanding dues of micro enterprises and small enterprises			
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		4,899	-
(iii) Other financial liabilities	11	4,620,191	3,875,412
TOTAL		342,430,840	340,757,556
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

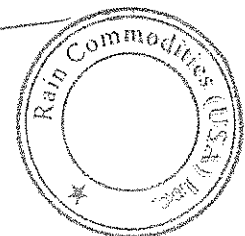
C. Ramachandram
Partner
M.No 025834



Place: Hyderabad
Date : February 23, 2026

For and on behalf of the Board of Directors

Jagan Mohan Reddy Nellore
Director
DIN: 00017633



Rain Commodities (USA) Inc.
Statement of Profit and Loss for the year ended December 31, 2025

All amounts are in dollars, except share data and where otherwise stated

	Note	For the year ended December 31, 2025	For the year ended December 31, 2024
1 Income			
Other income	12	6,326,438	8,237,268
Total income		6,326,438	8,237,268
2 Expenses			
Finance costs	13	359,045	497,662
Depreciation expense	3	-	-
Other expenses	14	5,102,977	391,617
Total expenses		5,462,022	889,279
3 Profit before tax (1-2)		864,416	7,347,989
4 Tax expense (benefit)	15		
1. Current tax		(46,709)	(162,037)
2. Deferred tax		(12,481)	35,647
5 Profit for the year (3-4)		923,606	7,474,379
6 Earnings per share			
Basic and Diluted (USD)		0.00	0.00
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements

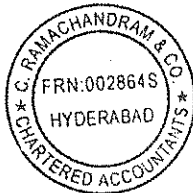
In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

For and on behalf of the Board of Directors



C. Ramachandram
Partner
M.No 025834




Jagan Mohan Reddy Nellore
Director
DIN: 00017633



Place: Hyderabad
Date : February 23, 2026

Rain Commodities (USA) Inc.

Statement of Changes in Equity for the year ended December 31, 2025

All amounts are in dollars, except share data and where otherwise stated

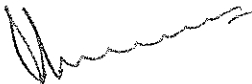
Particulars	Equity share capital	Preferential share capital	Other Equity		Total
			Reserves and Surplus		
			Capital reserve	Retained earnings	
Balance as at January 1, 2025	20,100,000	97,800,000	5,003,050	207,310,246	330,213,296
Profit for the year	-	-	-	923,606	923,606
Balance as at December 31, 2025	20,100,000	97,800,000	5,003,050	208,233,852	331,136,902

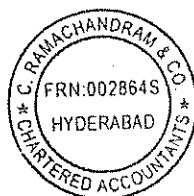
Particulars	Equity Share Capital	Preferential Share Capital	Attributable to owners of the Company		Total
			Reserves and Surplus		
			Capital Reserve	Retained Earnings	
Balance as at January 1, 2024	20,100,000	97,800,000	5,003,050	203,835,867	326,738,917
Profit for the year	-	-	-	7,474,379	7,474,379
Dividends	-	-	-	(4,000,000)	(4,000,000)
Balance as at December 31, 2024	20,100,000	97,800,000	5,003,050	207,310,246	330,213,296

The accompanying notes referred to above form an integral part of the financial statements


In terms of our report attached

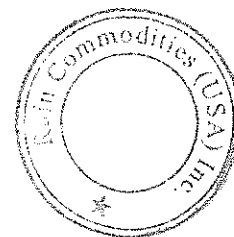
For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834



For and on behalf of the Board of Directors


Jagan Mohan Reddy Nellore
Director
DIN: 00017633



Place: Hyderabad
Date : February 23, 2026

Rain Commodities (USA) Inc.
Statement of Cash Flows for the year ended December 31, 2025

All amounts are in dollars, except share data and where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
A. Cash flow from operating activities		
Profit before taxation	864,416	7,347,989
Adjustments for :		
Finance costs	359,045	497,662
Interest income	(201,630)	(120,308)
Dividend income from subsidiaries	(6,000,000)	(8,000,000)
Assets written off	5,003,050	-
	(839,535)	(7,622,646)
Operating (loss) / profit before working capital changes	24,881	(274,657)
Adjustments for :		
Trade payables	4,898	-
Other financial liabilities	403,062	(1,338,560)
	407,960	(1,338,560)
Cash generated from / (used in) operations	432,841	(1,613,217)
Income taxes received, net	-	38,539
Net cash generated from / (used in) operating activities	432,841	(1,574,678)
B. Cash flow from investing activities		
Purchase of non-current investments	(4,210,250)	(962,500)
Interest received	33,232	79,475
Dividend received from subsidiaries	6,000,000	4,000,000
Net cash generated from investing activities	1,822,982	3,116,975
C. Cash flow from financing activities		
Repayment of non-current borrowings	-	(2,000,000)
Net increase / (decrease) in working capital borrowings	-	2,000,000
Interest and other borrowing costs paid	(17,328)	(84,532)
Dividend paid (including tax on dividend)	-	(4,000,000)
Net cash used in financing activities	(17,328)	(4,084,532)
Net increase / (decrease) in cash and cash equivalents (A+B+C)	2,238,495	(2,542,235)
Cash and cash equivalents - opening balance	928,410	3,470,645
Cash and cash equivalents - closing balance	3,166,905	928,410

Notes:

(i) The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard - 7 on "Statement on Cash Flows".

(ii) **Components of Cash and cash equivalents**

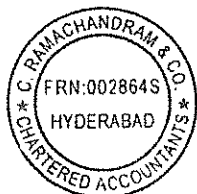
	As at December 31, 2025	As at December 31, 2024
Balances with banks:		
- in current accounts	3,166,905	928,410
Cash and bank balances - closing balance	3,166,905	928,410

The accompanying notes referred to above form an integral part of the financial statements

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

C. Ramachandram
Partner
M.No 025834

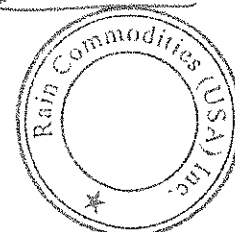


Place: Hyderabad
Date : February 23, 2026

For and on behalf of the Board of Directors

(Signature)

Jagan Mohan Reddy Nellore
Director
DIN: 00017633



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025

Note 1: Corporate Overview

Rain Commodities (USA) Inc. ("RCUSA") ("the Company") has been incorporated to carry on the businesses of producing Calcined Petroleum Coke (CPC), trading metallic and / or non-metallic substances, investing in entities engaged in such business and to provide freight forwarding services.

The Company is a wholly owned subsidiary of Rain Industries Limited ("RIL" or "the Holding Company"), a company incorporated in India and listed at National Stock Exchange of India Limited in India and BSE Limited. The Company was incorporated in the State of Delaware, United States of America on November 2, 2005.

Note 2: Material Accounting Policies

a) Basis of preparation of financial statements

(i) Statement of Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the standalone financial statements.

The standalone financial statements have been prepared on a going concern basis. The accounting policies are applied consistently to all the periods presented in the standalone financial statements.

The standalone financial statements were authorised for issue by the Company's Board of Directors on February 23, 2026.

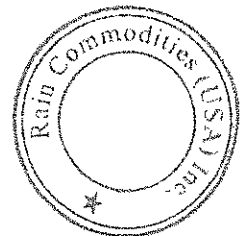
(ii) Functional and presentation currency

The Functional currency of the Company is US Dollars (USD). These Standalone financial statements are presented in US Dollars (USD).

(iii) Basis of measurement

The standalone financial statements have been prepared on a historical cost basis, except for the following:

Items	Measurement basis
Certain financial assets and liabilities (refer accounting policy regarding financial instruments)	Fair value
Net defined benefit asset/liability	Fair value of plan assets less present value of defined benefit plan obligation
Borrowings	Amortised cost using effective interest rate method



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025

(iv) Use of judgements, estimates and assumptions

In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates could change from period to period. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Recognition and recoverability of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used
- Useful life of property, plant and equipment (Refer note 2 (d))
- Impairment of financial assets and non-financial assets

(v) Current and Non-current classification

The Company segregates assets and liabilities into current and non-current categories for presentation in the balance sheet after considering its normal operating cycle and other criteria set out in Ind AS 1, "Presentation of Financial Statements". For this purpose, current assets and liabilities include the current portion of non-current assets and liabilities respectively. Deferred tax assets and liabilities are always classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified period up to twelve months as its operating cycle.

(vi) Measurement of fair value

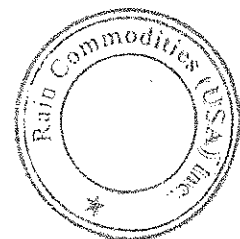
Accounting policies and disclosures require measurement of fair value for both financial and non-financial assets. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

b) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Trade receivables and debt securities issued are initially recognised when they are originated. All other assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025

Initial recognition and initial measurement

Financial assets are classified, at initial recognition, and subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI), and fair value through profit or loss (FVTPL).

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus or minus in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115.

All financial assets not classified as measured at amortised cost or fair value through other comprehensive income (FVOCI) as described above are measured at fair value through profit or loss (FVTPL). This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Subsequent measurement and gains and losses

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in statement of profit and loss.

Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in statement of profit and loss. Any gain or loss on derecognition is recognised in statement of profit and loss.

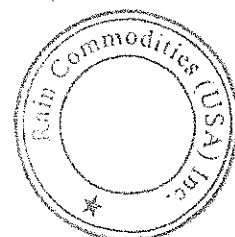
Financial liabilities

Initial recognition and measurement

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss, transaction costs that are directly attributable to its acquisition or issue. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Classification and Subsequent measurement

Financial liabilities are classified as measured at amortised cost or fair value through profit or loss. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the statement of profit and loss. All other financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method.



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025

c) Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of products

Revenue from sale of products are recognised at the point in time when a promise in a customer contract (performance obligation) has been satisfied by transferring over the promised goods to the customer. The revenue is measured on the basis of the consideration defined in the contract with a customer.

d) Property, plant and equipment

Property, plant and equipment are stated at cost / deemed cost less accumulated depreciation and impairment loss, if any.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit or loss.

Depreciation on all the tangible fixed assets is provided using the straight-line method based on the useful life of the assets as prescribed by Schedule II to the Companies Act, 2013.

Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposal of tangible assets are determined as the difference between net sales proceeds and the carrying amount and are presented in the statement of profit and loss.

The estimated useful lives are as follows:

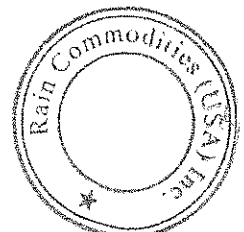
Items	Years
Buildings	15
Furniture and Fixtures	10

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

e) Impairment of non-financial assets

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company's estimates the asset's recoverable amount.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets (Cash Generating Unit or CGU) that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

f) Foreign currency transactions and balances

Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transactions. Monetary assets and liabilities denominated in foreign currency are restated at the prevailing year end rates. The resultant gain / loss upon such restatement along with the gain / loss on account of foreign currency transactions are accounted in the Statement of Profit and Loss.

g) Investments

Non-current investments in subsidiaries are carried at cost less provision for diminution, other than temporary, if any, in the value of such investments.

h) Retirement and other employee benefits

Defined contribution plans

The Company makes specified monthly contribution towards employee provident fund to Government administered provident fund scheme, which is a defined contribution scheme. The Company's contribution is recognized as an expense in the statement of profit and loss during the period in which the employee renders the related service. The Company has no further obligations beyond its monthly contributions.

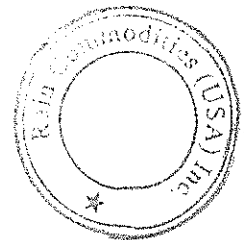
Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each balance sheet date. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds where remaining maturity of such bond correspond to expected term of defined benefit obligation. For plans operated outside India, the management considers the interest rates of high-quality corporate bonds in currencies consistent with the currencies of the post-employment benefit obligation.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to statement of profit and loss in subsequent periods.

Past service costs are recognised in statement of profit and loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and nonroutine settlements; and
- Net interest expense or income.

Compensated absences:

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilized accumulating compensated absences and utilize it in future periods or encash the leaves during the period of employment or retirement or at termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Company measures the expected cost of compensated absences as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Company recognises accumulated compensated absences based on actuarial valuation using the projected unit credit method carried out in accordance with Ind AS-19 "*Employee Benefits*" at the end of the year. Non-accumulating compensated absences are recognised in the period in which the absences occur.

Short-term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

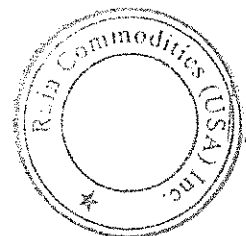
i) Tax expense

Current tax is determined based on the amount of tax payable in respect of taxable income for the year. Deferred tax is recognised on timing differences being the difference between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods subject to consideration of prudence. Deferred tax assets on unabsorbed depreciation and carry forward of losses are not recognised unless there is a virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets and liabilities have been measured using the tax rates and tax laws that have been enacted or substantially enacted by the Balance Sheet date.

j) Provisions and contingencies

A provision is recognised when the Company has a present legal and constructive obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Where the Company expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025

Contingent liabilities are disclosed in the notes to the standalone financial statements when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

k) Dividend declared

The Company recognises a liability to make cash distributions to equity holders of the parent when the distribution is authorised, and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

Interim dividend is recorded as a liability on the date of declaration by the Board of Directors.

l) Earnings Per Share

The earnings considered in ascertaining the Company's Earnings Per Share (EPS) comprise net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

m) Statement of Cash Flows and Cash and cash equivalents

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

For the purpose of the statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined below, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

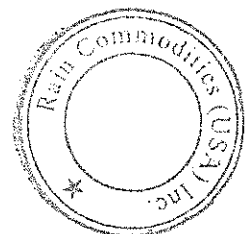
Cash and cash equivalent in the consolidated balance sheet comprise cash at banks and on hand and short-term, highly liquid investments with an original maturity of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

g) Accounting Standards adopted in Current year:

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after April 01, 2024. Accordingly, the Company has adopted these first-time amendments, with effect from the financial year beginning January 01, 2025. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

(i) Lease Liability in Sale and Leaseback – Amendments to Ind AS 116

The amendments clarify the measurement of lease liabilities in sale and leaseback transactions to ensure that no gain or loss is recognised on the retained right-of-use asset. The adoption of these amendments did not have any material impact on the standalone financial statements.



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025

(ii) Ind AS 117 Insurance Contracts

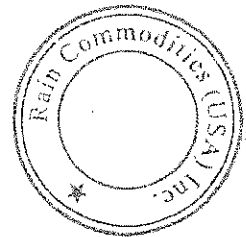
Ind AS 117 introduces a comprehensive framework for recognition, measurement, presentation, and disclosure of insurance contracts, replacing Ind AS 104. The standard has no impact on the standalone financial statements as the Company does not have insurance contracts within its scope.

h) Recent Accounting pronouncements not yet adopted:

During the year 2025, MCA has amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2025, Companies (Indian Accounting Standards) Second Amendment Rules, 2025, applicable for annual periods beginning on or after April 1, 2025, as below:

- a. IND AS 1 – Presentation of Financial Statements – Amendments has been made to criteria for classification of liabilities as current or non-current and non-current liabilities with covenants.
- b. Paragraph 88A, 88B, 88C and 88D in IND AS 12 – Income Taxes; has been added to include qualitative and quantitative disclosure about exposure to pillar two taxes.
- c. Paragraph 18 & 19 of INDAS 107 – Financial Instruments – Disclosures has been amended to include disclosure of breach of covenants of long- term loan arrangement.
- d. Ind AS 7 and Ind AS 107 - Disclosures clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements.
- e. Ind AS 21 - clarifies how entities assess whether a currency is exchangeable and determine the appropriate spot exchange rate when exchangeability is lacking, along with enhanced disclosure requirements.

Based on preliminary assessment, the amendments are not expected to have a material impact on the financial statements.



Rain Commodities (USA) Inc.
Notes forming part of the financial statements for the year ended December 31, 2025 (continued)

All amounts are in dollars, except share data and where otherwise stated

Note 3: Property, plant and equipment

Description	Gross Carrying amount				Accumulated depreciation				Net Carrying amount	
	As at January 1, 2025	Additions	Deletions	As at December 31, 2025	As at January 1, 2025	For the year	Deletions	As at December 31, 2025	As at December 31, 2025	As at December 31, 2024
Buildings	1,396,316	-	-	1,396,316	1,396,316	-	-	1,396,316	-	-
Furniture and fixtures	9,569	-	-	9,569	9,569	-	-	9,569	-	-
Total	1,405,885	-	-	1,405,885	1,405,885	-	-	1,405,885	-	-
Description	Gross Carrying amount				Accumulated depreciation				Net Carrying amount	
	As at January 1, 2024	Additions	Deletions	As at December 31, 2024	As at January 1, 2024	For the year	Deletions	As at December 31, 2024	As at December 31, 2024	As at December 31, 2023
Buildings	1,396,316	-	-	1,396,316	1,396,316	-	-	1,396,316	-	-
Furniture and fixtures	9,569	-	-	9,569	9,569	-	-	9,569	-	-
Total	1,405,885	-	-	1,405,885	1,405,885	-	-	1,405,885	-	-

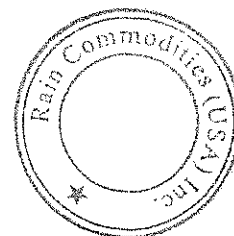


Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025 (continued)

All amounts are in dollars, except share data and where otherwise stated

	<u>As at December 31, 2025</u>	<u>As at December 31, 2024</u>
Note 4: Non-current investments		
A. Investment in equity instruments (unquoted)		
(i) of subsidiaries (at cost)		
- Rain Carbon Inc	326,823,050	326,823,050
- Rain Global Services LLC	-	5,003,050
(ii) in other entities		
At FVTPL (Fair value through Profit and loss)		
- Investment in Sai Srushti Capital PTE. Ltd	800,000	800,000
B. Investment in other instruments (unquoted)		
At FVOCI (Fair value through Other comprehensive income)		
- Investment in Senior Secured Notes	5,172,750	962,500
Total	<u><u>332,795,800</u></u>	<u><u>333,588,600</u></u>
(a) Aggregate carrying amount of quoted investments and market value thereof	-	-
(b) Aggregate carrying amount of unquoted investments	332,795,800	333,588,600
(c) Aggregate amount of impairment in value of investments	-	-
Note 5: Cash and cash equivalents		
Balances with banks:		
- in current accounts	3,166,905	928,410
Total	<u><u>3,166,905</u></u>	<u><u>928,410</u></u>
Note 6: Other current financial assets		
Security deposits	4,103	4,103
Interest accrued on non-current investments	209,232	40,833
Total	<u><u>213,335</u></u>	<u><u>44,936</u></u>



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025 (continued)

All amounts are in dollars, except share data and where otherwise stated

Note 7: Share capital	As at December 31, 2025	As at December 31, 2024
Issued, subscribed and paid up share capital		
Equity shares	20,100,000	20,100,000
Preference shares	97,800,000	97,800,000
Total	117,900,000	117,900,000

Notes:

(i) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the year:

Particulars	As at December 31, 2025		As at December 31, 2024	
	Number of Shares	Amount	Number of Shares	Amount
As at beginning of the year	200,020	20,100,000	200,020	20,100,000
Add/(Less): Changes in equity shares during the year	-	-	-	-
As at end of the year	200,020	20,100,000	200,020	20,100,000

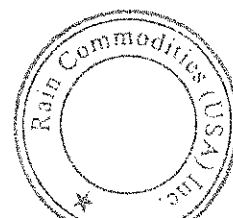
(ii) Shareholders holding more than 5% of the equity shares

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	Number of shares	%	Number of shares	%
	Rain Industries Limited	200,020	100%	200,020

(iii) Shares held by Promoters

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	% of total shares	% of change during the year	% of total shares	% of change during the year
	Rain Industries Limited	100%	-	100%

Note 8: Other equity	As at December 31, 2025	As at December 31, 2024
(i) Reserves and Surplus		
(a) Capital reserve		
Opening balance	5,003,050	5,003,050
Add: During the year	-	-
Closing balance	5,003,050	5,003,050
(b) Retained earnings		
Opening balance	207,310,246	203,835,867
Add: Profit for the year	923,606	7,474,379
Less: Dividend paid	-	(4,000,000)
Closing balance	208,233,852	207,310,246
Total	213,236,902	212,313,296



Rain Commodities (USA) Inc.**Notes forming part of the financial statements for the year ended December 31, 2025 (continued)**

All amounts are in dollars, except share data and where otherwise stated

	<u>As at December 31, 2025</u>	<u>As at December 31, 2024</u>
Note 9: Current borrowings		
Loans and advances from related parties		
- Unsecured	6,668,848	6,668,848
Total	<u><u>6,668,848</u></u>	<u><u>6,668,848</u></u>

Note 10: Trade payables

Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	4,899	-
Total	<u><u>4,899</u></u>	<u><u>-</u></u>

(a) the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year.

(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.

(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.

(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and

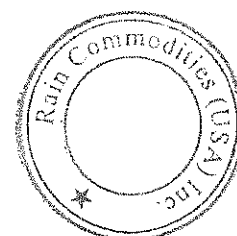
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.

The Management has identified enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprises Development Act, 2006. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at December 31, 2025 has been made in the financial statements based on information received and available with the Company. Further, in the view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The Company has not received any claim for interest from any supplier under the said Act.

The above information has been determined to the extent such parties have been identified on the basis of information available with the Company.

Note 11: Other current financial liabilities

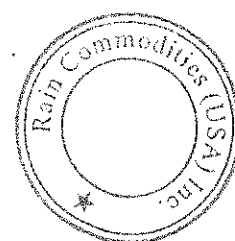
Interest accrued but not due on borrowings	1,257,047	915,330
Others		
- Contractually reimbursable expenses	3,363,144	2,960,082
Total	<u><u>4,620,191</u></u>	<u><u>3,875,412</u></u>



Rain Commodities (USA) Inc.**Notes forming part of the financial statements for the year ended December 31, 2025 (continued)**

All amounts are in dollars, except share data and where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
Note 12: Other income		
Interest income on non-current investments	201,630	120,308
Dividend income from subsidiaries	6,000,000	8,000,000
Rental income from operating leases	124,129	116,735
Miscellaneous income	679	225
Total	6,326,438	8,237,268
Note 13: Finance costs		
Interest expense on borrowings	341,717	485,452
Other borrowing costs	17,328	12,210
Total	359,045	497,662
Note 14: Other expenses		
Repairs and maintenance - Others	62,232	55,834
Rates and taxes	30,764	31,269
Consultancy charges	6,931	304,514
Payment to auditors [Refer note below]	0.00	0.00
Assets written off	5,003,050	-
Total	5,102,977	391,617
Note:		
Payment to auditors comprises (excluding GST):		
Other audit fees	0.00	0.00
Total	0.00	0.00
Note 15: Tax expense		
Current tax		
(i) Tax for current year	(46,709)	(162,037)
Net current tax	(46,709)	(162,037)
Deferred tax		
(i) Attributable to the origination and reversal of temporary differences	(12,481)	17,285
(ii) Deferred tax due to rate change	-	18,362
Net deferred tax	(12,481)	35,647
Total	(59,190)	(126,390)



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025 (continued)

All amounts are in dollars, except share data and where otherwise stated

Note 16: Financial instruments disclosure:

Note 16.1: Fair valuation measurement hierarchy

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows the carrying amounts and fair values of financial assets and liabilities including their levels of fair value hierarchy:

Particulars	As at December 31, 2025				As at December 31, 2024			
	Carrying amount	Level of inputs used in			Carrying amount	Level of inputs used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial assets								
At amortised cost								
Non-current investments	326,823,050	-	-	-	331,826,100	-	-	-
Cash and cash equivalents	3,166,905	-	-	-	928,410	-	-	-
Other current financial assets	213,335	-	-	-	44,936	-	-	-
At Fair value through Profit and Loss (FVTPL)								
Non-current investments	800,000	-	800,000	-	800,000	-	800,000	-
At Fair value through other comprehensive income (FVOCI)								
Non-current investments	5,172,750	-	5,172,750	-	962,500	-	962,500	-
Financial liabilities								
At amortised cost								
Current Borrowings	6,668,848	-	-	-	6,668,848	-	-	-
Trade payables	4,899	-	-	-	-	-	-	-
Other current financial liabilities	4,620,191	-	-	-	3,875,412	-	-	-

Valuation Techniques:

(a) **Borrowings (at amortised cost):** The valuation model considers the present value of expected receipt/payment discounted appropriate discounting rates.

(b) The fair value of other current financial assets, cash and cash equivalents and other current financial liabilities approximate their carrying amount largely due to short term nature of these instruments.

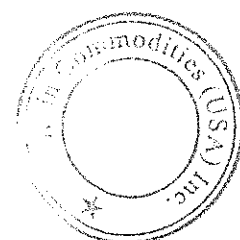
Note 16.2: Financial risk management

The Company has put in place risk management systems as applicable to the respective operations. The following explains the objective and processes of the Company. The Company has a system based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as market risk, credit risk and liquidity risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

Note 16.3: Credit Risk

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has a policy of dealing only with credit worthy counter parties and obtaining sufficient collateral, where appropriate as a means of mitigating the risk of financial loss from defaults. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, investments, cash and cash equivalents. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying value of financial assets represents the maximum credit risk.



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025 (continued)

All amounts are in dollars, except share data and where otherwise stated

Note 16.4: Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders. The Company's corporate treasury department is responsible for liquidity and funding as well as settlement. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. As of December 31, 2025, cash and cash equivalents are held with major banks.

Maturity of financial liabilities:

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payment and excludes impact of netting arrangements (if any):

As at December 31, 2025							
Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities:							
Borrowings	6,668,848	6,668,848	-	-	-	-	6,668,848
Trade payables	4,899	4,899	-	-	-	-	4,899
Other current financial liabilities	4,620,191	4,620,191	-	-	-	-	4,620,191

As at December 31, 2024							
Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities:							
Borrowings	6,668,848	6,668,848	-	-	-	-	6,668,848
Trade payables	-	-	-	-	-	-	-
Other current financial liabilities	3,875,412	3,875,412	-	-	-	-	3,875,412

Note 16.5: Market risk:

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including deposits, foreign currency receivables, payables and borrowings.

Note 16.6: Interest rate risk:

Interest rate risk is measured by using the cashflow sensitivity for change in variable interest rates. Any movement in the market interest rates could have an impact on the Company's cash flows as well as costs. In order to manage the Company's position with regard to interest rate risk, it adopts a policy of ensuring an optimal mix of its interest rate risk exposure. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's borrowing with variable interest rates.

Exposure to interest rate risk

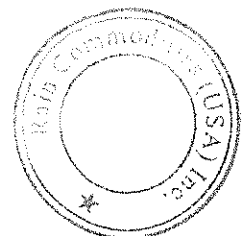
The interest rate profile of the Company's interest-bearing financial instruments as reported to management is as follows:

Particulars	Interest rate exposure as at	
	December 31, 2025	December 31, 2024
Variable rate instruments		
Financial liabilities	(4,668,848)	(4,826,800)

Interest rate Sensitivity:

Impact on Profit and loss due to 1% change in interest rate: A reasonably possible change of 1% in interest rates at the reporting date would have increased / (decreased) profit and loss on equity by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Particulars	December 31, 2025		December 31, 2024	
	Increase	Decrease	Increase	Decrease
Impact on profit and loss				
Variable-rate instruments	(46,688)	46,688	(48,268)	48,268
Total Impact	(46,688)	46,688	(48,268)	48,268



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025 (continued)

All amounts are in dollars, except share data and where otherwise stated

Note 17: Related Party Disclosures

a) Names of related parties and description of relationship

Sl. No	Relationship	Name
(a)	List of related parties where control exists	
	Holding company	1 Rain Industries Limited [RIL]
(b)	Other related parties where transactions have taken place during the year/balances exists at year end	
	Entites under common control	1 Rain Carbon Inc. [RCI] 2 Rain CII Carbon LLC [RCC]

b) Transactions with related parties:

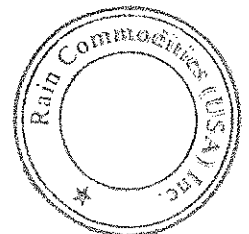
Particulars	Year ended December 31, 2025	Year ended December 31, 2024
Rental Income		
a) RCC	124,129	116,735
Interest Expenditure		
a) RIL	-	72,320
b) RCI	341,717	413,132
Dividend Paid		
a) RIL (Gross of Tax)	-	4,000,000
Interest Paid		
a) RIL (Net of Tax)	-	61,472
Repayment of borrowings		
a) RIL	-	2,000,000
Dividend Income		
a) RCI	6,000,000	8,000,000

(c) The Company has the following dues from / to related parties:

Particulars	Year ended December 31, 2025	Year ended December 31, 2024
Loans from		
a) RCI	6,668,848	6,668,848
Accrued interest payable		
a) RCI	1,257,047	915,330
Amounts payable to		
a) RCC	3,363,144	2,960,082

Note 18 : Earnings per Share (EPS)

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
a. Profit for the year	923,606	7,474,379
b. Weighted average number of equity shares outstanding during the	2,000,000,020	2,000,000,020
Earnings per Share		
c. Basic and Diluted - [a]/[b] (Rs.)	0.00	0.00



Rain Commodities (USA) Inc.

Notes forming part of the financial statements for the year ended December 31, 2025 (continued)

All amounts are in dollars, except share data and where otherwise stated

Note 18: Additional Regulatory Information

- (i) The title deeds of immovable properties are held in the name of the Company
- (ii) The Company has not revalued its Property, plant and equipment and assets during the year.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) During the year there are no loans or advances in the nature of loans that are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are repayable on
- (v) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (vi) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (vii) The Company has not advanced or loaned or invested funds, to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (viii) The Company have not received any fund, from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or
 - b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any undisclosed income in terms of any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessment.
- (x) During the year, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.
- (xi) The Company does not trade in crypto currency or virtual currency.

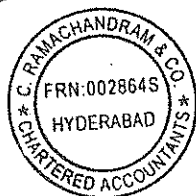
In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

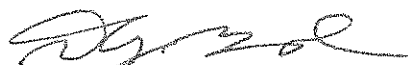


C. Ramachandram
Partner
M.No 025834

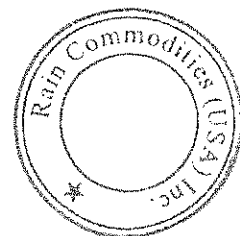
Place: Hyderabad
Date : February 23, 2026



For and on behalf of the Board of Directors



Jagan Mohan Reddy Nellore
Director
DIN: 00017633





C. RAMACHANDRAM & CO.
CHARTERED ACCOUNTANTS

Plot # 539, 2nd Floor, Souhiti Samriddhi
Kakatiya Hills, Road # 11, Madhapur,
Hyderabad - 500 081.
Ph : +91 40 4221 2099
Email : audit@crcoca.in
Web : www.crcoca.in

Independent Auditors' Report
on the Special Purpose Ind AS Financial Statements

To the Members of Rain Holding Limited.

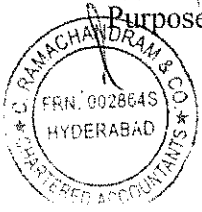
Opinion

We have audited the accompanying Standalone special purpose IND AS financial statements of **Rain Holding Limited** (the Company), which comprise the balance sheet as at December 31, 2025, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Special Purpose Ind AS Financial Statements"). The Special Purpose Ind AS Financial Statements of the Company is prepared by the Board of Managers in accordance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") to enable holding company **Rain Industries Limited** to submit company's Annual performance report to RBI for the year ended December 31, 2025.

In our opinion and to the best of our information and according to the explanations given to us, the Special Purpose Ind AS Financial Statements as at and for the year ended December 31, 2025 gives information required in accordance with Indian Accounting Standards ("Ind AS") notified under section 133 of the Companies Act, 2013 ('the Act') and in conformity with the basis of preparation referred to in Note No. 2 of the Special Purpose Ind AS Financial Statements, as amended and are prepared in compliance with the instructions received from **Rain Industries Limited** and based on significant accounting policies adopted by **Rain Industries Limited**

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("the SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Special Purpose Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the requirements and of the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Special Purpose Ind AS Financial Statements.



Information Other than the Financial Statements and Auditor's Report Thereon

As informed to us, there is no information other than financial statements. Consequently, in our opinion, the reporting requirements under SA 720 "The Auditor's Responsibility Relating to Other Information" are not applicable.

Management's Responsibility for the Special Purpose Ind AS Financial Statements

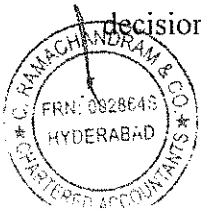
Board of Managers including those charged with governance are responsible for preparation of these Special Purpose Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the basis described In Note no. 2 of the Special Purpose Ind AS Financial Statements and accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS).

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgement and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Special purpose financial statement including adjustments to be made to comply with the requirements of Ind AS that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Special Purpose Ind AS Financial Statements, the Board of Managers and the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Managers are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibility for the Special Purpose Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Special Purpose Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error and to Issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Special Purpose Ind AS Financial Statements.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

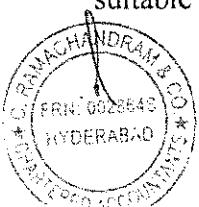
- Identify and assess the risks of material misstatement of the Special Purpose Ind AS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Special Purpose Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion.
- Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

Basis of Accounting

We draw attention to Note no. 2 to the Special Purpose Ind AS Financial Statements, which describes the basis of accounting. As a result, the Special Purpose Ind AS Financial Statements may not be suitable for another purpose.



Restriction on use and distribution

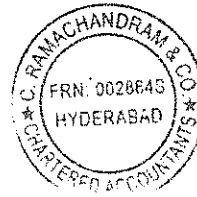
These Special purpose Ind AS Financial Statements are not general-purpose financial statements. This report on the Special Purpose Ind AS Financial Statements has been issued solely for the limited purpose to enable holding company **Rain Industries Limited** to submit company's Annual performance report to RBI. It should not be used for any other purpose or distributed to or used by other parties.

Place: Hyderabad
Date: February 23, 2026

For C. RAMACHANDRAM & Co

Chartered Accountants

FRN: 002864S



A handwritten signature in black ink, appearing to read "C. Ramchandram".

C. RAMACHANDRAM

Partner

Membership No.:025834

UDIN: 26025834XPSCRC6867

Rain Holding Limited

AUDITED

FINANCIAL STATEMENTS

FOR THE

FINANCIAL YEAR ENDED

DECEMBER 31, 2025

(USD)

Rain Holding Limited
Balance Sheet as at December 31, 2025

All amounts are in dollars, except share data and where otherwise stated

	Note	As at December 31, 2025	As at December 31, 2024
ASSETS			
1. Non-current assets			
(a) Right of use asset	3	21,019	37,258
(b) Financial Assets			
(i) Investments	4	160,269,570	160,269,570
		160,269,570	160,269,570
2. Current assets			
(a) Financial Assets			
(i) Trade receivables	5	1,557	1,285
(ii) Cash and cash equivalents	6	956,072	8,022,191
(iii) Bank balances other than (ii) above	6	22,839,190	-
(iii) Loans	7	2,189,057	1,524,527
(iv) Other financial assets	8	1,676,935	1,045,083
		27,662,811	10,593,086
(b) Other current assets	9	17,349	1,986
TOTAL		187,970,749	170,901,899
EQUITY AND LIABILITIES			
1. Equity			
(a) Share Capital	10	146,370,400	146,370,400
(b) Other Equity	11	14,644,499	20,853,930
		161,014,899	167,224,330
2. Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	12	814,835	722,261
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	2,088,301	1,524,527
(ii) Trade payables	14	-	4,555
(A) total outstanding dues of micro enterprises and small enterprises and		-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		-	4,555
		23,584,408	1,361,598
(iii) Other financial liabilities	15	23,584,408	1,361,598
(b) Provisions		468,305	64,627
TOTAL		187,970,749	170,901,899
Corporate information	1		
Material accounting policies	2		

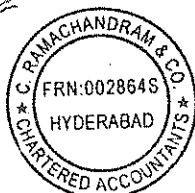
The notes referred to above form an integral part of the financial statements

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S



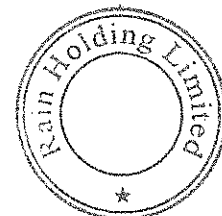
C. Ramachandram
Partner
M.No 025834



For and on behalf of the Board of Directors



T. Srinivasa Rao
Director



Place: Hyderabad
Date : February 23, 2026

Rain Holding Limited
Statement of Profit and Loss for the year ended December 31, 2025

All amounts are in dollars, except share data and where otherwise stated

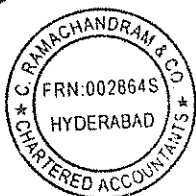
	Note	For the year ended December 31, 2025	For the year ended December 31, 2024
1 Total income			
Revenue from operations	16	-	956
Other income	17	26,722,261	70,994,871
Total income		26,722,261	70,994,871
2 Expenses			
Finance costs	18	212,769	736,605
Depreciation expense		18,587	19,362
Loss/ (gain) on foreign currency transactions and translations (net)		(364,161)	(379,344)
Other expenses	19	175,885	546,905
Total expenses		43,080	923,528
3 Profit/(Loss) before tax (1-2)		26,679,181	70,071,343
4 Tax expense (benefit)	20		
1. Current tax		2,620,493	6,990,608
2. Deferred tax		-	-
5 Profit/(Loss) for the year (3-4)		24,058,688	63,080,735
6 Other Comprehensive Loss			
- Exchange Differences in translating the financial statements of foreign operation		(2,017,840)	1,547,486
(ii) Income tax relating to items that will be reclassified to profit or loss			
Total Other Comprehensive Loss for the year		(2,017,840)	1,547,486
7 Total Comprehensive Income/(Loss) for the year (5+6)		22,040,848	64,628,221
8 Earnings per share			
Basic and Diluted (USD)		1.50	3.94
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements

In terms of our report attached

For **C. Ramachandram & Co**
Chartered Accountants
Firm Registration No: 002864S

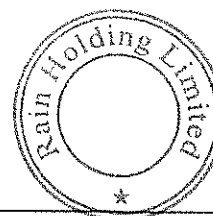
C. Ramachandram
Partner
M.No 025834



Place: Hyderabad
Date : February 23, 2026

For and on behalf of the Board of Directors

T.Srinivasa Rao
Director



Rain Holding Limited

Statement of Changes in Equity for the year ended December 31, 2025

All amounts are in dollars, except share data and where otherwise stated

Particulars	Attributable to owners of the Company			Total
	Equity and Preference Share Capital	Reserves and Surplus	Other comprehensive income	
		Retained Earnings	Exchange differences on translating the financial statements of a foreign operation	
Balance as at January 1, 2025	146,370,400	22,216,473	(1,362,543)	167,224,330
Total Comprehensive Income for the year	-	24,058,688	(2,017,840)	22,040,848
Dividends	-	(28,250,280)	-	(28,250,280)
Balance as at December 31, 2025	146,370,400	18,024,882	(3,380,383)	161,014,899

Particulars	Attributable to owners of the Company			Total
	Equity and Preference Share Capital	Reserves and Surplus	Other comprehensive income	
		Retained Earnings	Exchange differences on translating the financial statements of a foreign operation	
Balance as at January 1, 2024	136,370,400	(13,815,561)	(2,910,029)	119,644,810
Issue of Common Stock	10,000,000	-	-	10,000,000
Total Comprehensive Income for the year	-	63,080,735	1,547,486	64,628,221
Dividends	-	(27,048,701)	-	(27,048,701)
Balance as at December 31, 2024	146,370,400	22,216,473	(1,362,543)	167,224,330

(ii) Description of the purposes of each reserve within equity:

Reserves and Surplus:

(a) **Capital reserve:** It consists of pre-acquisition profits. During amalgamation, the excess of net assets taken, over the cost of consideration paid is treated as capital reserve.

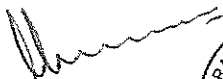
(b) **Retained earnings:** Retained earnings represents the net profits after all distributions and transfers to other reserves.

Items of Other Comprehensive Income:

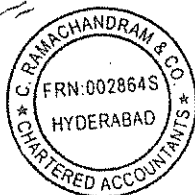
(a) **Foreign currency translation reserve (FCTR):** Represents the FCTR of the foreign subsidiary. For the purpose of Group consolidation, the financial statements are translated at average rate of items in statement of profit and loss and at closing rate of the items in Balance sheet.

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S



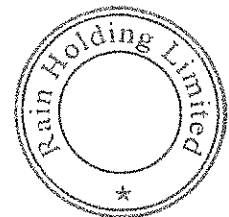
C. Ramachandram
Partner
M.No 025834



For and on behalf of the Board of Directors



T. Srinivasa Rao
Director



Place: Hyderabad

Date : February 23, 2026

Rain Holding Limited
Cash Flow Statement for the year ended December 31, 2025

All amounts are in dollars, except share data and where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
A. Cash flow from operating activities		
Profit before taxation	26,679,181	70,071,343
Adjustments for :		
Depreciation expense	18,587	19,362
Interest and other borrowing costs	212,769	736,605
Interest income	(512,625)	(1,088,671)
Dividend from subsidiary companies	(26,204,817)	(69,906,200)
Liabilities / provisions no longer required written back	(4,819)	-
Foreign exchange (gain) / loss, net	70,790	159,076
	(26,420,115)	(70,079,829)
Operating profit before working capital changes	259,066	(8,485)
Adjustments for :		
Adjustments for (increase) / decrease in operating assets:		
Trade receivables	-	(478)
Other non- Current assets	(115)	-
Other current assets	(15,489)	(239)
Trade payables	(4,819)	(50,436)
Other financial liabilities	(19,390)	2,032
Short-term provisions	-	356,158
	(39,812)	307,037
Cash generated from operations	219,254	298,551
Income taxes paid, net	(2,620,493)	(6,990,608)
Net cash from/(used in) operating activities	(2,401,239)	(6,692,057)
B. Cash flow from investing activities		
Loans given to subsidiaries during the year	(100,506)	(13,160,500)
Purchase of non-current investments	(351,197)	(25,703,700)
Maturity of fixed deposits with banks	557,601	-
Investment in fixed deposits with banks	(23,591,667)	-
Interest received	218,336	518,460
Dividend received from Subsidiaries	26,204,817	69,906,200
Net cash from/(used in) investing activities	2,937,385	31,560,460
C. Cash flow from financing activities		
Proceeds from issue of equity shares	-	10,000,000
Repayment of non-current borrowings	-	(5,344,754)
Lease rentals paid	-	(40,874)
Interest and other borrowing costs paid	(344)	(876,052)
Dividend paid (including tax on dividend)	(6,705,434)	(26,790,339)
Net cash used in financing activities	(6,705,778)	(23,052,019)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(6,169,632)	1,816,384
Cash and cash equivalents - opening balance	8,022,191	7,041,506
Effect of exchange differences on restatement of foreign currency cash and cash equivalents	(896,487)	(835,699)
Cash and cash equivalents - closing balance	956,072	8,022,191

Notes:

(i) The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard - 7 on "Statement on Cash Flows".

(ii) Components of Cash and cash equivalents

Balances with banks:

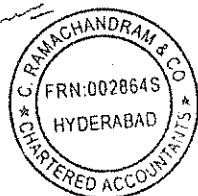
- in current accounts	31,361	27,096
- in deposit accounts (with original maturity of 3 month or less)	924,711	7,995,095
Cash and bank balances - closing balance	956,072	8,022,191

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

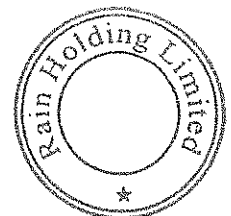
C. Ramachandram
Partner
M.No 025834

Place: Hyderabad
Date: February 25, 2026



For and on behalf of the Board of Directors

T. Srinivasa Rao
T. Srinivasa Rao
Director



Rain Holding Limited
Notes forming part of the Financial Statements

Note 1: Corporate Information

Rain Holding Limited (“the Company”) has been incorporated to carry on the holding investments.

The Company is a wholly owned subsidiary of Rain Industries Limited (“RIL” or “the Holding Company”), a company incorporated in India and listed on the National Stock Exchange of India Limited and Bombay Stock Exchange of India Limited. The Company was incorporated in the City of Dubai, United Arab Emirates on February 20, 2023.

Note 2: Material Accounting Policies

a) Basis of preparation of Financial Statements

(i) Statement of Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the ‘Act’) and other relevant provisions of the Act.

The standalone financial statements have been prepared on a going concern basis. Relevant Ind AS effective as on the Company’s annual reporting date (December 31, 2025) have been applied. The accounting policies are applied consistently to all the periods presented in the financial statements.

The standalone financial statements were authorised for issue by the Company’s Board of Directors on February 23, 2026.

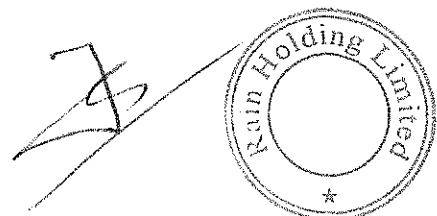
(ii) Functional and presentation currency

The Functional currency of the Company is EURO. These Standalone financial statements are presented in USD.

Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following:

Items	Measurement basis
Certain financial assets and liabilities (refer accounting policy regarding financial instruments)	Fair value
Non-cash distribution liability	Fair value
Borrowings	Amortised cost using effective interest rate method



Rain Holding Limited
Notes forming part of the Financial Statements (continued)

(iii) Use of judgements, estimates and assumptions.

In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates could change from period to period. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
- Recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used
- Useful life of property, plant and equipment
- Impairment of financial assets and non-financial assets
- Expected Credit loss - provision for doubtful debts

Current and Non-current classification

The Group has identified 12 months as its operating cycle for the classification of assets and liabilities into current and non-current.

Current assets and liabilities include the current portion of non-current financial assets and liabilities.

b) Financial instruments

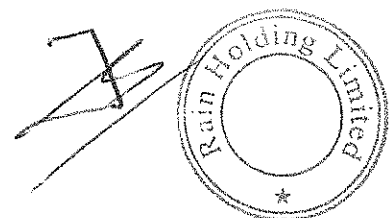
Financial assets:

Trade receivables and debt securities issued are initially recognised when they are originated. All other assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

Recognition and initial measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.



Rain Holding Limited
Notes forming part of the Financial Statements (continued)

Financial liabilities:

Initial recognition and measurement

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss, transaction costs that are directly attributable to its acquisition or issue. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Classification and Subsequent measurement

Financial liabilities are classified as measured at amortised cost or fair value through profit or loss. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss.

All other financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. When a new financial liability is recorded in place of an existing one, the difference in the respective carrying amounts is recognised in the consolidated statement of profit and loss.

c) Revenue from contracts with customers

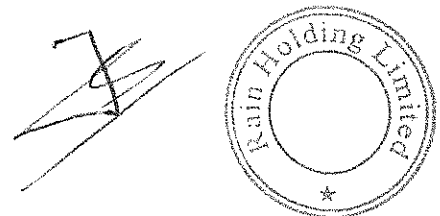
Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Revenue from services rendered is recognised when the related services are performed in accordance with contract terms.

d) Impairment of financial assets

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.



Rain Holding Limited
Notes forming part of the Financial Statements (continued)

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on the financial asset has increased significantly if there is an indication that the financial asset is outstanding significantly beyond the usual credit period. The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); and
- the financial asset past due over its normal credit period.


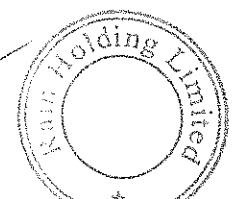
e) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated amortisation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying

Rain Holding Limited
Notes forming part of the Financial Statements (continued)

amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and consolidated statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in consolidated statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short term leases of all assets that have a lease term of 12 months or less. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

f) Foreign Currency Transactions and Balances

Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

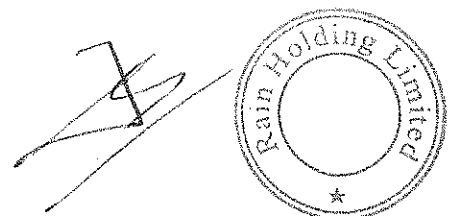
Exchange differences arising on settlement or translation of monetary items are recognised in statement of profit and loss with the exception of the following:

- Exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognised in statement of profit and loss in the separate financial statements of the reporting entity or the individual financial statements of the foreign operation, as appropriate. In the financial statements that include the foreign operation and the reporting entity (e.g., consolidated financial statements when the foreign operation is a subsidiary), such exchange differences are recognised initially in OCI. These exchange differences are reclassified from equity to consolidated statement of profit and loss on disposal of the net investment or disposal of operations.
- Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Exchange differences are recognised in consolidated statement of profit and loss, except exchange differences arising from the translation of the following items which are recognised in OCI.

- equity investments at fair value through OCI (FVOCI);
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective (see (iii)); and
- qualifying cash flow hedges to the extent that the hedges are effective.



Rain Holding Limited
Notes forming part of the Financial Statements (continued)

g) Investments

Non-current investments in subsidiaries are carried at cost less provision for diminution, other than temporary, if any, in the value of such investments.

h) Tax expense

Income tax expenses comprises of current tax and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to an item recognised directly in equity or other comprehensive income.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

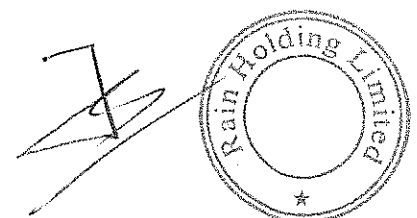
Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- In respect of taxable temporary differences associated with investments in subsidiaries and associates, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.
- taxable temporary differences arising on the initial recognition of goodwill.

The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.



Rain Holding Limited
Notes forming part of the Financial Statements (continued)

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside consolidated statement of profit and loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

i) Borrowing Costs

Borrowing costs include interest and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Deferred finance cost consists of loan financing fees, which are being amortised over the estimated life of the loan. Such life of the loan is reviewed by management on an ongoing basis. The Company considers its plans to repay the borrowings in determining the life of the asset. Amortisation of deferred finance cost is included in other borrowing costs of consolidated statement of profit and loss. Other borrowings costs including redemption premium are recognised in the period in which they are incurred.

j) Provisions and contingencies

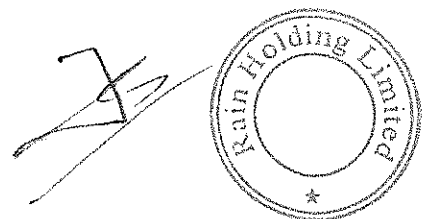
A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

k) Dividend declared

The Company recognises a liability to make cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company.

l) Earnings Per Share

The earnings considered in ascertaining the Company's Earnings Per Share (EPS) comprise net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.



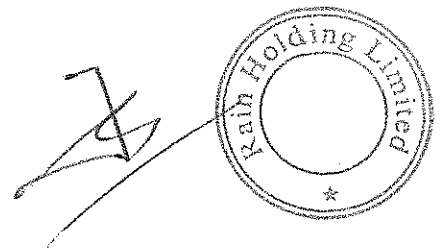
Rain Holding Limited
Notes forming part of the Financial Statements (continued)

m) Statement of Cash Flows and Cash and cash equivalents

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined below, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Cash and cash equivalent in the consolidated balance sheet comprise cash at banks and on hand and short-term, highly liquid investments with an original maturity of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.



A handwritten signature in black ink is written over a circular stamp. The stamp contains the text "Rain Holding Limited" around the perimeter and a small star symbol at the bottom center.

Rain Holding Limited
Notes forming part of the Financial Statements (continued)

All amounts are in dollars, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 3: Right of use asset		
Buildings	21,019	37,258
	<u>21,019</u>	<u>37,258</u>

Note 4: Non-current investments

A. Investment in equity instruments (unquoted)

Equity shares carried at cost

(i) of subsidiaries

Severtar Holding ILLC

OOO Rain Carbon

Rain Commodities FZCO

Total

156,043,912

4,222,934

2,724

160,269,570

156,043,912

4,222,934

2,724

160,269,570

(a) aggregate value of unquoted investments

160,269,570

160,269,570

Note 5: Trade receivables

Trade receivables considered good - unsecured

Total

1,557

1,557

1,285


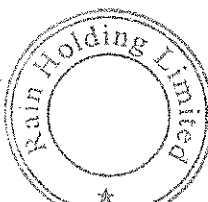
1,285

Trade receivables ageing schedule as at December 31, 2025:

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed Trade Receivables considered good	-	-	-	-	1,557	-	1,557
ii. Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
iii. Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-	-
iv. Disputed Trade Receivables considered good	-	-	-	-	-	-	-
v. Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
vi. Disputed Trade Receivables-credit impaired	-	-	-	-	-	-	-
SUB-TOTAL	-	-	-	-	1,557	-	1,557
Less: Allowance for Credit Impairment	-	-	-	-	-	-	-
Total	-	-	-	-	1,557	-	1,557

Trade receivables ageing schedule as at December 31, 2024:

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed Trade Receivables considered good	-	-	-	1,285.00	-	-	1,285
ii. Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
iii. Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-	-
iv. Disputed Trade Receivables considered good	-	-	-	-	-	-	-
v. Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-
vi. Disputed Trade Receivables-credit impaired	-	-	-	-	-	-	-
SUB-TOTAL	-	-	-	1,285.00	-	-	1,285
Less: Allowance for Credit Impairment	-	-	-	-	-	-	-
Total	-	-	-	1,285.00	-	-	1,285

Rain Holding Limited
Notes forming part of the Financial Statements (continued)

All amounts are in dollars, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 6: Cash and cash equivalents		
Balances with banks:		
- in current accounts	31,361	27,096
- in deposit accounts (with original maturity of 3 month or less)	924,711	7,995,095
	<u>956,072</u>	<u>8,022,191</u>
B. Other bank balances		
Bank deposits due to mature after three months of the reporting date	22,839,190	-
	<u>22,839,190</u>	<u>-</u>
Total	<u><u>23,795,262</u></u>	<u><u>8,022,191</u></u>
Note 7: Current Loans		
(Unsecured, considered good)		
Advances to related parties		
- Other intercompany advances	2,189,057	1,524,527
Total	<u>2,189,057</u>	<u>1,524,527</u>
Note 8: Other current financial assets		
Interest accrued on deposits	229,982	-
Interest accrued on loans	1,446,953	1,045,083
Total	<u>1,676,935</u>	<u>1,045,083</u>
Note 9: Other current assets		
Prepaid expenses	15,125	-
- Others	2,224	1,986
Total	<u>17,349</u>	<u>1,986</u>
Note 10: Share capital		
Issued, subscribed and paid up		
Equity Shares	16,000,000	16,000,000
Preference Shares (nominal value)	130,370,400	130,370,400
Total	<u>146,370,400</u>	<u>146,370,400</u>

(i) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the period:

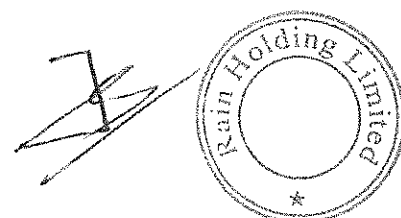
Particulars	As at December 31, 2025		As at December 31, 2024	
	Number of Shares	Amount	Number of Shares	Amount
As at beginning of the year	16,000,000	16,000,000	6,000,000	6,000,000
Add/(Less): Changes in equity shares during the year		-	10,000,000	10,000,000
As at end of the year	16,000,000	16,000,000	16,000,000	16,000,000

(ii) Shareholders holding more than 5% of the equity shares

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	Number of shares	%	Number of shares	%
Rain Industries Limited	16,000,000	100%	16,000,000	100%

(iii) Shares held by Promoters

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	% of total shares	% of change during the year	% of total shares	% of change during the year
Rain Industries Limited	100%	0%	100%	0%



Rain Holding Limited
Notes forming part of the Financial Statements (continued)

All amounts are in dollars, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 11: Other equity		
(i) Reserves and Surplus		
(b) Retained Earnings		
Opening balance	22,216,473	(13,815,561)
Add: Profit for the period	24,058,688	63,080,735
Less: Dividend declared	(28,250,280)	(27,048,701)
Closing balance	<u>18,024,882</u>	<u>22,216,473</u>
(ii) Items of Other Comprehensive income:		
(a) Foreign currency translation reserve		
Opening balance	(1,362,543)	(2,910,029)
Add: Effect of foreign exchange rate variations	(2,017,840)	1,547,486
Closing balance	<u>(3,380,383)</u>	<u>(1,362,543)</u>
Total	<u>14,644,499</u>	<u>20,853,930</u>

Note 12: Non-current borrowings

Loans and advances from related parties (Unsecured)	814,835	722,261
Total	<u>814,835</u>	<u>722,261</u>

Note 13: Current borrowings

Loans and advances from related parties		
- Unsecured	2,088,301	1,524,527
Total	<u>2,088,301</u>	<u>1,524,527</u>

Note 14: Trade payables

Trade payables - other than micro and small enterprises	-	4,555
Total	<u>-</u>	<u>4,555</u>

Trade payables ageing schedule as at December 31, 2025:

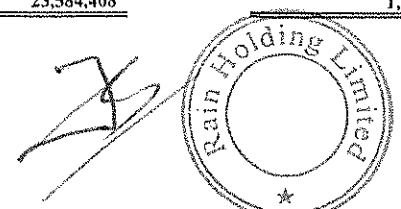
Particulars	Unbilled dues	Not due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME		-	-	-	-	-	-
ii. Others		-	-	-	-	-	-
iii. Disputed dues-MSME		-	-	-	-	-	-
iv. Disputed dues-Others		-	-	-	-	-	-

Trade payables ageing schedule as at December 31, 2024:

Particulars	Unbilled dues	Not due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME		-	-	-	-	-	-
ii. Others		-	4,555	-	-	-	4,555
iii. Disputed dues-MSME		-	-	-	-	-	-
iv. Disputed dues-Others		-	-	-	-	-	-

Note 15: Other current financial liabilities

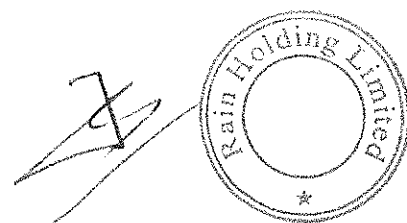
Interest accrued and due on borrowings	1,574,177	988,671
Others	22,010,231	372,927
Total	<u>23,584,408</u>	<u>1,361,598</u>



Rain Holding Limited
Notes forming part of the Financial Statements (continued)

All amounts are in dollars, except share data and where otherwise stated

	<u>For the year ended December 31, 2025</u>	<u>For the year ended December 31, 2024</u>
Note 16: Revenue from operations		
Other operating revenues	-	956
Revenue from operations	<u>-</u>	<u>956</u>
Note 17: Other income		
Interest from banks on deposits	326,070	518,460
Interest on loans and advances	186,555	570,211
Dividend income from long term investments	26,204,817	69,906,200
Liabilities / provisions no longer required written back	4,819	-
Total	<u>26,722,261</u>	<u>70,994,871</u>
Note 18: Finance costs		
Interest expense	212,425	736,246
Other borrowing costs	344	359
Total	<u>212,769</u>	<u>736,605</u>
Note 19: Other expenses		
Rent	-	17,688
Rates and taxes	13,080	21,274
Consultancy charges	159,708	507,943
Payment to auditors [Refer Note below]	-	-
Miscellaneous expenses	3,098	-
Total	<u>175,885</u>	<u>546,905</u>
Note:		
Payment to auditors comprises (excluding GST):		
Other Auditor fees	0.00	0.00
Total	<u>0.00</u>	<u>0.00</u>
Note 20: Tax expense		
Current tax		
(i) Tax for current year	2,620,493	6,990,608
Net current tax	2,620,493	6,990,608
Deferred tax	-	-
Total	<u>2,620,493</u>	<u>6,990,608</u>



Rain Holding Limited
Notes forming part of the financial statements (continued)

All amounts are in dollars, except share data and where otherwise stated

Note 21: Financial instruments disclosure:

Note 21.1: Fair Valuation measurement hierarchy

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows the carrying amounts and fair values of financial assets and liabilities including their levels of fair value hierarchy:

Particulars	As at December 31, 2025				As at December 31, 2024			
	Carrying Amount	Level of inputs used in			Carrying Amount	Level of inputs used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised cost								
Non-current investments	160,269,570				160,269,570			
Trade receivables	1,557				1,285			
Cash and cash equivalents	956,072				8,022,191			
Bank balances other than cash and cash equivalents	22,839,190				-			
Current loans	2,189,057				1,524,527			
Other current financial assets	1,676,935				1,045,083			
Financial Liabilities								
At Amortised cost								
Non-current borrowings excluding finance lease obligations	814,835				722,261			
Current borrowings	2,088,301				1,524,527			
Trade payables	-				4,555			
Other current financial liabilities	23,584,408				1,361,598			

Valuation Techniques:

(a) **Borrowings (at amortised cost):** The valuation model considers the present value of expected receipt/payment discounted using risk-adjusted or appropriate discounting rates.

(b) The fair value of trade receivables, loans, other financial assets, cash and cash equivalents, bank balances other than cash and cash equivalents, trade payables and other financial liabilities approximate their carrying amount largely due to short term nature of these instruments.

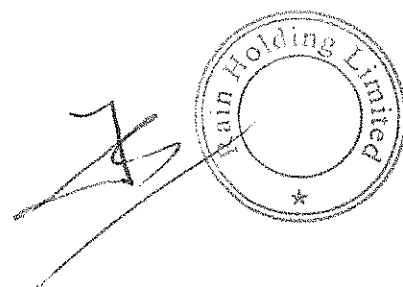
Note 21.2: Financial risk management

The Company has put in place risk management systems as applicable to the respective operations. The following explains the objective and processes of the Company. The Company has a system based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as market risk, credit risk and liquidity risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

Note 21.3: Credit Risk

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The entities within the Company have a policy of dealing only with credit worthy counter parties and obtaining sufficient collateral, where appropriate as a means of mitigating the risk of financial loss from defaults. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments, cash and cash equivalents, derivatives provided by the Company. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying value of financial assets represents the maximum credit risk.



Rain Holding Limited

Notes forming part of the financial statements (continued)

All amounts are in dollars, except share data and where otherwise stated

Note 21.4: Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation. The Company's corporate treasury department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. As of December 31, 2025, cash and cash equivalents are held with major banks and financial institutions.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payment and excludes impact of netting arrangements (if any):

As at 31 December 2025							
Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities							
Borrowings	2,903,136	2,088,301				814,835	2,903,136
Trade payables	-	-					-
Other current financial liabilities	23,584,408	23,584,408					23,584,408

As at 31 December 2024							
Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities							
Borrowings	2,246,788	1,524,527				722,261	2,246,788
Trade payables	4,555	4,555					4,555
Other current financial liabilities	1,361,598	1,361,598					1,361,598

Note 21.5: Market risk:

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including deposits, foreign currency receivables, payables and borrowings.

Note 21.6: Interest rate risk:

Interest rate risk is measured by using the cashflow sensitivity for change in variable interest rates. Any movement in the market interest rates could have an impact on the Company's cash flows as well as costs. In order to manage the Company's position with regard to interest rate risk, it adopts a policy of ensuring an optimal mix of its interest rate risk exposure. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's borrowing with variable interest rates.

Exposure to interest rate risk

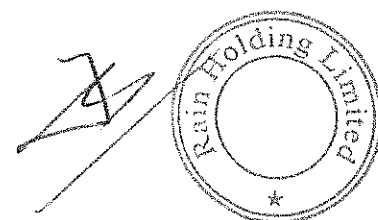
The interest rate profile of the Group's interest-bearing financial instruments as reported to management is as follows.

Particulars	Interest rate exposure as at	
	31-Dec-25	31-Dec-24
Fixed rate instruments		
Financial assets	2,088,301	1,524,527
Financial liabilities	(2,088,301)	(1,524,527)
Variable rate instruments		
Financial assets	100,756	-
Financial liabilities	(814,835)	(722,261)

Interest rate Sensitivity:

Impact on net interest expense for the year on 1% change in interest rate: A reasonably possible change of 1% in interest rates at the reporting date would have increased / (decreased) profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates,

Particulars	Dec-25		Dec-24	
	Increase	Decrease	Increase	Decrease
Impact on profit and loss				
Variable-rate instruments	(8,148)	8,148	(7,223)	7,223
Interest rate swaps	-	-	-	-
Total Impact	(8,148)	8,148	(7,223)	7,223



Rain holding Limited**Notes forming part of the consolidated financial statements (continued)**

All amounts are in dollars, except share data and where otherwise stated

Note 21.7 Unhedged foreign currency exposure:

The Company's foreign exchange risk arises from its foreign operations, foreign currency revenues and expenses and foreign currency borrowings, (primarily in US dollars, Russian Rubles etc). The exchange rate between the Indian rupee and these foreign currencies has changed substantially in recent periods and may continue to fluctuate substantially in the future. Consequently, the Company uses both derivative and non derivative financial instruments, such as foreign exchange forward contracts, option contracts, currency swap contracts and foreign currency financial liabilities, to mitigate the risk of changes in foreign currency exchange rates in respect of its highly probable forecasted transactions and recognised assets and liabilities.

The following table analyzes foreign currency risk from non derivative financial instruments as at 31 December 2025:

Foreign Currency Risk:

	AED	RUB	Total
Assets:			
Loans	100,756.23	2,088,301	2,189,057
	100,756.23	2,088,301	2,189,057
Liabilities:			
Borrowings	-	2,088,301	2,088,301
	-	2,088,301	2,088,301

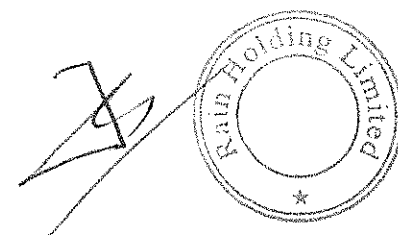
The following table analyzes foreign currency risk from non derivative financial instruments as at 31 December 2024:

Foreign Currency Risk:

	AED	RUB	Total
Assets:			
Loans	-	1,524,527	1,524,527
	-	1,524,527	1,524,527
Liabilities:			
Borrowings	-	1,524,527	1,524,527
	-	1,524,527	1,524,527

Impact on Foreign currency loss/(gain) for the year on 1% change in rates are:

Particulars	31-Dec-25		31-Dec-24	
	Up move	Down move	Up move	Down move
Impact on P&L				
AED	(1,008)	1,008	-	-
RUB	-	-	-	-




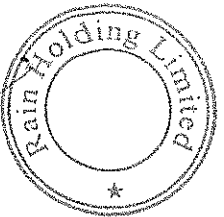
Rain Holding Limited
Notes forming part of the Financial Statements (continued)

All amounts are in dollars, except share data and where otherwise stated

Note 22: Related Party Disclosures

a) Names of related parties and description of relationship

Sl. No	Relationship	Name
(a)	List of related parties where control exists	
(i)	Holding Company	1 Rain Industries Limited[RIL]
(ii)	Subsidiary Company	1 Severtar Holding ILLC [SHILLC] 2 OOO RÜTGERS Severtar [OOOSevertar] 3 OOO Rain Carbon (w.e.f 13th November 2024) 4 Rain Commodities FZCO (w.e.f 30th May 2024)
(iii)	Entities Under Common control	1 Rain Carbon Gmbh [RCG]

Rain Holding Limited

Notes forming part of the Financial Statements (continued)

All amounts are in dollars, except share data and where otherwise stated

b) Transactions with related parties for the year ended December 31, 2025

Nature of Transaction	Related Parties	
	2025	2024
Interest Expenses		
- SHILLC	45,423	27,528
- Rain Carbon GmbH	183,235	349,582
Interest Income		
- Rain Carbon GmbH	-	408,524
- OOO Rain Carbon LLC	183,409	161,687
-Rain Commodities FZCO	3,146	-
Dividend Declared		
- Rain Carbon GmbH	28,250,280	27,048,703
Dividend Income		
- OOO Rain Carbon LLC	208,428	-
- SHILLC	25,996,389	69,906,200
Reimbursement of costs		
Rain Industries Limited	102,300	-
Loans taken		
- SHILLC	-	747,472
Loans Given		
- Rain Carbon GmbH	-	13,160,500
Rain Commodities FZCO	100,506	-

c) The Company has the following dues from / to related parties:

Investments		
- SHILLC	156,043,912	156,043,912
-Rain Commodities FZCO	2,724	2,724
-OOO Rain Carbon LLC	4,222,934	4,222,934
Loans Payable		
- SHILLC	814,835	722,267
- Rain Carbon GmbH	2,088,301	1,524,521
Loans Receivable		
-Rain Commodities FZCO	100,765	-
- OOO Rain Carbon LLC	2,088,292	1,524,583
Interest Payable		
- SHILLC	130,470	73,836
- Rain Carbon GmbH	1,443,707	914,834
Interest Receivable		
-Rain Commodities FZCO	3,275	-
- OOO Rain Carbon LLC	1,443,678	914,850
- Rain Carbon GmbH	-	130,233
Trade Receivable		
- SHILLC	1,556.94	1,284.75
Other Payables		
- Rain Carbon GmbH	22,010,231	372,926.89

Note 23 : Earnings per Share (EPS)

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
a. Profit for the year	24,058,688	63,080,735
b. Weighted average number of equity shares outstanding during the year (Nos.)	16,000,000	16,000,000
Earnings per Share		
c. Basic and Diluted - [a]/[b] (USD)	1.50	3.94



Handwritten signature and circular stamp of Rain Holding Limited.

Rain Holding Limited

Notes forming part of the Financial Statements (continued)

All amounts are in dollars, except share data and where otherwise stated

Note 24: Additional Regulatory Information

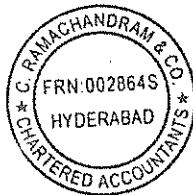
- (i) The title deeds of immovable properties are held in the name of the Company
- (ii) The Company has not revalued its Property, plant and equipment and intangible assets during the year.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) During the year there are no loans or advances in the nature of loans that are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are repayable on demand.
- (v) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (vi) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (vii) The Company has not advanced or loaned or invested funds, to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (viii) The Company have not received any fund, from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any undisclosed income in terms of any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessment.
- (x) During the year, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.
- (xi) The Company does not trade in crypto currency or virtual currency.

In terms of our report attached

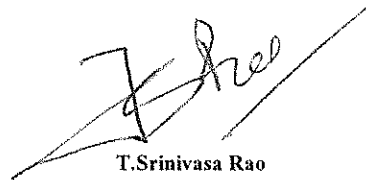
For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S



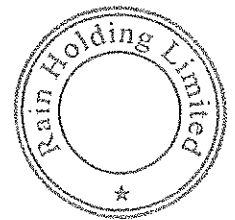
C. Ramachandram
Partner
M.No 025834



For and on behalf of the Board of Directors



T. Srinivasa Rao
Director



Place: Hyderabad
Date : February 23, 2026



C. RAMACHANDRAM & CO.
CHARTERED ACCOUNTANTS

Plot # 539, 2nd Floor, Souhiti Samriddhi
Kakatiya Hills, Road # 11, Madhapur,
Hyderabad - 500 081.
Ph : +91 40 4221 2099
Email: audit@crcoca.in
Web : www.crcoca.in

Independent Auditors' Report
on the Special Purpose Ind AS Financial Statements

To the Members of Rain Carbon Poland Sp. Zo.o.

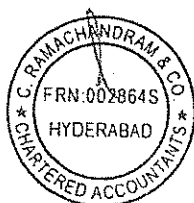
Opinion

We have audited the accompanying Standalone special purpose IND AS financial statements of **Rain Carbon Poland Sp. Zo.o** (the Company), which comprise the balance sheet as at December 31, 2025, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Special Purpose Ind AS Financial Statements"). The Special Purpose Ind AS Financial Statements of the Company is prepared by the Board of Directors in accordance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") to enable holding company **Rain Industries Limited** to prepare its Ind AS consolidated financial statements for the year ended December 31, 2025.

In our opinion and to the best of our information and according to the explanations given to us, the Special Purpose Ind AS Financial Statements as at and for the year ended December 31, 2025 gives information required in accordance with Indian Accounting Standards ("Ind AS") notified under section 133 of the Companies Act, 2013 ("the Act") and in conformity with the basis of preparation referred to in Note No. 2 of the Special Purpose Ind AS Financial Statements, as amended and are prepared in compliance with the instructions received from **Rain Industries Limited** and based on significant accounting policies adopted by **Rain Industries Limited**

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("the SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Special Purpose Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the requirements and of the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Special Purpose Ind AS Financial Statements.



Information Other than the Financial Statements and Auditor's Report Thereon

As informed to us, there is no information other than financial statements. Consequently, in our opinion, the reporting requirements under SA 720 "The Auditor's Responsibility Relating to Other Information" are not applicable.

Management's Responsibility for the Special Purpose Ind AS Financial Statements

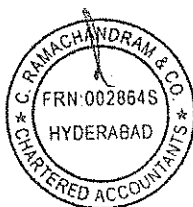
Board of Directors including those charged with governance are responsible for preparation of these Special Purpose Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the basis described in Note no. 2 of the Special Purpose Ind AS Financial Statements and accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS).

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgement and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Special purpose financial statement including adjustments to be made to comply with the requirements of Ind AS that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Special Purpose Ind AS Financial Statements, the Board of Directors and the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibility for the Special Purpose Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Special Purpose Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error and to Issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Special Purpose Ind AS Financial Statements.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

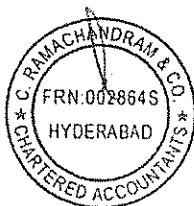
- Identify and assess the risks of material misstatement of the Special Purpose Ind AS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Special Purpose Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion.
- Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

Basis of Accounting

We draw attention to Note no. 2 to the Special Purpose Ind AS Financial Statements, which describes the basis of accounting. As a result, the Special Purpose Ind AS Financial Statements may not be suitable for another purpose.

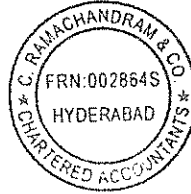


Restriction on use and distribution

These Special purpose Ind AS Financial Statements are not general-purpose financial statements. This report on the Special Purpose Ind AS Financial Statements has been issued solely for the limited purpose of consolidation into the financial statements of the holding company, **Rain Industries Limited** and is intended solely for the information and use by the managements of the Company, the Holding Company and the Statutory Auditors of the Holding Company. It should not be used for any other purpose or distributed to or used by other parties.

Place: Hyderabad
Date: February 20, 2026

For C. RAMACHANDRAM & Co
Chartered Accountants
FRN: 002864S



A handwritten signature in black ink, appearing to read "C. Ramachandram".

C. RAMACHANDRAM
Partner
Membership No.: 025834
UDIN: 26025834FYDJXM1157

Rain Carbon Poland Sp.zo.o.
Balance Sheet as at December 31, 2025

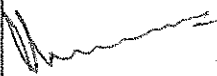
All amounts are in Indian Rupees Millions, except share data and where otherwise stated

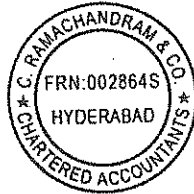
	Note	As at December 31, 2025	As at December 31, 2024
ASSETS			
1. Non-current assets			
(a) Property, Plant and Equipment	3	143.38	121.03
(b) Right of use Asset	4	10.09	4.92
(c) Capital work in progress	3	28.39	22.50
(d) Other intangible assets	3	-	0.31
		<u>181.86</u>	<u>148.76</u>
(e) Deferred tax asset, net		2.98	1.89
		<u>2.98</u>	<u>1.89</u>
2. Current assets			
(a) Inventories	5	109.13	102.69
(b) Financial Assets			
(i) Trade receivables	6	431.96	367.36
(ii) Cash and cash equivalents	7	230.84	71.11
		<u>662.80</u>	<u>438.47</u>
(c) Current tax assets, net		-	1.32
(d) Other current assets	8	42.74	57.52
TOTAL		<u><u>999.51</u></u>	<u><u>750.65</u></u>
EQUITY AND LIABILITIES			
1. Equity			
(a) Share Capital	9	195.70	195.70
(b) Other Equity	10	479.36	367.15
		<u>675.06</u>	<u>562.85</u>
2. Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	11	6.18	3.16
(b) Deferred tax liability, net		-	-
Current liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	12	4.39	2.13
(ii) Trade payables	13	298.06	167.39
(A) total outstanding dues of micro enterprises and small enterprises and			
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		<u>298.06</u>	<u>167.39</u>
(iii) Other financial liabilities	14	5.02	2.56
(b) Other Current liabilities	15	4.55	5.53
(c) Provisions	16	5.10	7.03
(d) Current tax liabilities (net)		1.15	-
TOTAL		<u><u>999.51</u></u>	<u><u>750.65</u></u>
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements


In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN:26025834FYDJXM1157
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors


Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Rain Carbon Poland Sp. z o.o.
Statement of Profit and Loss for the year ended December 31, 2025


All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	Note	For the year ended December 31, 2025	For the year ended December 31, 2024
1 Total income			
Revenue from operations	17	3,159.45	2,744.38
Other income	18	3.74	2.63
Total income		3,163.19	2,747.01
2 Expenses			
Cost of materials consumed		2,604.91	2,202.93
Purchases of stock-in-trade		-	-
Changes in inventories of finished goods, work-in-progress and stock-in-trade	19	(15.12)	28.27
Employee benefits expense	20	81.93	64.88
Finance costs	21	1.45	0.92
Depreciation and amortisation expense	3	25.81	21.41
Loss on foreign currency transactions and translations (net)		(0.19)	3.30
Other expenses	22	375.62	343.00
Total expenses		3,074.41	2,664.71
3 Profit before tax (1-2)		88.78	82.30
4 Tax expense	23		
1. Current tax		17.52	15.35
2. Deferred tax		(0.66)	0.49
5 Profit for the year (3-4)		71.92	66.46
6 Other Comprehensive income			
A (i) Items that will be reclassified to profit or loss			
- Exchange Differences in translating the financial statements of foreign operation		112.66	(9.87)
(ii) Income tax relating to items that will be reclassified to profit or loss			
Total Other Comprehensive Income for the year		112.66	(9.87)
7 Total Comprehensive Income for the year (5+6)		184.58	56.59
8 Earnings per share			
Basic and Diluted (Rs.)		6,538.18	6,041.82
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements

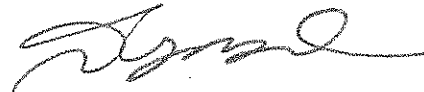
In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN:26025834FYDJXM1157
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors


Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Rain Carbon Poland Sp.zo.o.
Statement of Changes in Equity for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Particulars	Attributable to owners of the Company				Total
	Equity Share Capital	Reserves and Surplus		Other comprehensive income	
		Capital Reserve	Retained Earnings	Exchange differences on translating the financial statements of a foreign operation	
Balance as at January 1, 2025	195.70	0.01	248.14	119.00	562.85
Total Comprehensive income for the year	-	-	71.92	112.66	184.58
Dividends	-	-	(72.37)	-	(72.37)
Balance as at December 31, 2025	195.70	0.01	247.69	231.66	675.06

Particulars	Attributable to owners of the Company				Total
	Equity Share Capital	Reserves and Surplus		Other comprehensive income	
		Capital Reserve	Retained Earnings	Exchange differences on translating the financial statements of a foreign operation	
Balance as at January 1, 2024	195.70	0.01	232.15	128.87	556.73
Total Comprehensive income for the year	-	-	66.46	(9.87)	56.59
Dividends	-	-	(50.47)	-	(50.47)
Balance as at December 31, 2024	195.70	0.01	248.14	119.00	562.85

(ii) Description of the purposes of each reserve within equity:

Reserves and Surplus:

- (a) **Capital reserve:** It consists of pre-acquisition profits. During amalgamation, the excess of net assets taken, over the cost of consideration paid is treated as
- (b) **Retained earnings:** Retained earnings represents the net profits after all distributions and transfers to other reserves.

Items of Other Comprehensive Income:

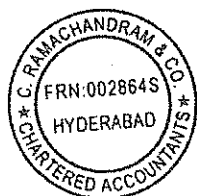
- (a) **Foreign currency translation reserve (FCTR):** Represents the FCTR of the foreign subsidiary. For the purpose of Presentation of financial statements in INR which is different from functional currency EUR, the financial statements are translated at average rate of items in statement of profit and loss and at closing rate of the items in Balance sheet.

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S



C. Ramachandram
Partner
M.No 025834
UDIN:26025834FYDJXM1157
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors



Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Rain Carbon Poland Sp.zo.o.

Cash Flow Statement for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
A. Cash flow from operating activities		
Profit/(loss) before taxation	88.78	82.30
Adjustments for :		
Depreciation expense	25.81	21.41
(Profit)/Loss on sale of fixed assets (net)	(1.80)	(0.54)
Interest and other borrowing costs	1.45	0.92
Interest income	(1.94)	(2.09)
Assets written off	-	0.11
Foreign exchange (gain) / loss, net	(0.40)	(2.80)
	23.12	17.01
Operating profit before working capital changes	111.80	99.31
Adjustments for :		
Adjustments for (increase) / decrease in operating assets:		
Inventories	13.60	-16.33
Trade receivables	1.07	37.80
Other current assets	25.94	(35.59)
Trade payables	86.85	(0.76)
Other current liabilities	(1.44)	3.84
Other financial liabilities	0.33	(41.92)
Short-term provisions	(5.59)	2.08
	120.76	(50.87)
Cash generated from operations	232.66	48.44
Income taxes paid, net	(14.93)	(18.18)
Net cash generated from operating activities	217.73	30.26
B. Cash flow from investing activities		
Purchase of fixed assets, including capital advances	(21.01)	(28.98)
Proceeds from sale of fixed assets	1.80	0.86
Interest received	1.94	2.09
Net cash used in investing activities	(17.27)	(26.03)
C. Cash flow from financing activities		
Lease Rent paid	(3.52)	(2.78)
Interest on Lease rent paid	(0.68)	(0.28)
Interest and other borrowing costs paid	(0.77)	(0.64)
Dividend paid (including tax on dividend)	(72.37)	(50.47)
Net cash used in financing activities	(77.34)	(54.17)
Net decrease in cash and cash equivalents (A+B+C)	123.12	(49.94)
Cash and cash equivalents - opening balance	71.11	123.26
Effect of exchange differences on restatement of foreign currency cash and cash equivalents	36.61	(2.21)
Cash and cash equivalents - closing balance	230.84	71.11

Notes:

(i) The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard - 7 on 'Statement on Cash Flows'.

(ii) **Components of Cash and cash equivalents**

Balances with banks:

- in current accounts

230.84

71.11

Cash and bank balances - closing balance

230.84

71.11

For C. Ramchandram & Co

Chartered Accountants

Firm Registration No: 002864S



C. Ramchandram

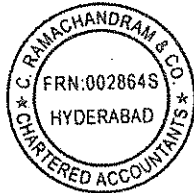
Partner

M.No 025834

UDIN:26025834FYDIXM1157

Place: Hyderabad

Date : February 20, 2026



For and on behalf of the Board of Directors



Jagan Mohan Reddy Nellore

Director

DIN: 00017633

Rain Carbon Poland Sp.zo.o.
Notes forming part of the Financial Statements

Note 1: Corporate Information

Rain Carbon Poland Sp.zo.o., (“the Company”) has been incorporated to carry on trading of CTP and other carbon and chemicals Intermediaries.

The Company is a wholly owned subsidiary of Rain Carbon Germany GmbH (“the Holding Company”) which is ultimately held by Rain Industries Limited (“RIL” or “the Ultimate Holding Company”), a company incorporated in India and listed on the National Stock Exchange of India Limited and Bombay Stock Exchange of India Limited.

Note 2: Material Accounting Policies

a) Basis of preparation of Financial Statements

(i) Statement of Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the ‘Act’) and other relevant provisions of the Act.

The standalone financial statements have been prepared on a going concern basis. Relevant Ind AS effective as on the Company’s annual reporting date (December 31, 2025) have been applied. The accounting policies are applied consistently to all the periods presented in the financial statements.

The standalone financial statements were authorised for issue by the Company’s Board of Directors on February 20, 2026.

(ii) Functional and presentation currency

The Functional currency of the Company is Polish zloty. These Standalone financial statements are presented in Indian Rupees (INR). All amounts have been rounded-off to the nearest millions, unless otherwise indicated.

(iii) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following:

Items	Measurement basis
Certain financial assets and liabilities (refer accounting policy regarding financial instruments)	Fair value
Non-cash distribution liability	Fair value
Borrowings	Amortised cost using effective interest rate method

Rain Carbon Poland Sp. z o.o.
Notes forming part of the Financial Statements (continued)

(iv) Use of judgements, estimates and assumptions.

In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates could change from period to period. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
- Recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used
- Useful life of property, plant and equipment
- Impairment of financial assets and non-financial assets
- Expected Credit loss - provision for doubtful debts

Current and Non-current classification

The Group has identified 12 months as its operating cycle for the classification of assets and liabilities into current and non-current.

Current assets and liabilities include the current portion of non-current financial assets and liabilities.

b) Financial instruments

Financial assets:

Trade receivables and debt securities issued are initially recognised when they are originated. All other assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

Recognition and initial measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Rain Carbon Poland Sp. z o.o.
Notes forming part of the Financial Statements (continued)

Financial liabilities:

Initial recognition and measurement

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liability is initially measured at fair value minus, for an item not at fair value through profit and loss, transaction costs that are directly attributable to its acquisition or issue. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Classification and Subsequent measurement

Financial liabilities are classified as measured at amortised cost or fair value through profit or loss. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss.

All other financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. When a new financial liability is recorded in place of an existing one, the difference in the respective carrying amounts is recognised in the consolidated statement of profit and loss.

c) Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Revenue from sale of products is recognised at the point in time when a promise in a customer contract (performance obligation) has been satisfied by transferring control over the promised goods to the customer. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the delivery and acceptance terms agreed with the customers. The revenue is measured on the basis of the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual reductions.

Revenue from services rendered is recognised when the related services are performed in accordance with contract terms.

d) Property, plant and equipment

Property, plant and equipment are stated at cost/deemed cost less accumulated depreciation and impairment loss, if any. Depreciation on all the tangible fixed assets is provided using the straight-line method based on the useful life of the assets as prescribed by Schedule II to the Companies Act, 2013.

Rain Carbon Poland Sp.zo.o.
Notes forming part of the Financial Statements (continued)

Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed.

Gains and losses on disposal of tangible assets are determined as the difference between net sales proceeds and the carrying amount, and are presented in the Statement of Standalone Profit and Loss

Items	Years
Buildings	2-77
Plant and machinery	1-50
Furniture and Fixtures	1-20

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

e) Other intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

The estimated useful lives are as follows:

Items	Years
Licenses and franchise	2-10
Other intangibles assets	5

Intangible assets which are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the consolidated statement of profit and loss unless such expenditure forms part of carrying value of another asset.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Rain Carbon Poland Sp.zo.o.
Notes forming part of the Financial Statements (continued)

f) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount.

g) Impairment of financial assets

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on the financial asset has increased significantly if there is an indication that the financial asset is outstanding significantly beyond the usual credit period. The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); and
- the financial asset past due over its normal credit period.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive). Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

h) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease

Rain Carbon Poland Sp.zo.o.
Notes forming part of the Financial Statements (continued)

component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated amortisation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and consolidated statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in consolidated statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short term leases of all assets that have a lease term of 12 months or less. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

i) Foreign Currency Transactions and Balances

Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in statement of profit and loss with the exception of the following:

- Exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognised in statement of profit and loss in the separate financial statements of the reporting entity or the individual financial statements of the foreign

Rain Carbon Poland Sp. z o.o.

Notes forming part of the Financial Statements (continued)

operation, as appropriate. In the financial statements that include the foreign operation and the reporting entity (e.g., consolidated financial statements when the foreign operation is a subsidiary), such exchange differences are recognised initially in OCI. These exchange differences are reclassified from equity to consolidated statement of profit and loss on disposal of the net investment or disposal of operations.

- Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Exchange differences are recognised in consolidated statement of profit and loss, except exchange differences arising from the translation of the following items which are recognised in OCI.

- equity investments at fair value through OCI (FVOCI);
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective (see (iii)); and
- qualifying cash flow hedges to the extent that the hedges are effective.

j) Investments

Non-current investments in subsidiaries are carried at cost less provision for diminution, other than temporary, if any, in the value of such investments.

k) Tax expense

Income tax expenses comprises of current tax and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to an item recognised directly in equity or other comprehensive income.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Rain Carbon Poland Sp.zo.o.
Notes forming part of the Financial Statements (continued)

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- In respect of taxable temporary differences associated with investments in subsidiaries and associates, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.
- taxable temporary differences arising on the initial recognition of goodwill.

The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside consolidated statement of profit and loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

l) Borrowing Costs

Borrowing costs include interest and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

m) Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

Rain Carbon Poland Sp.zo.o.

Notes forming part of the Financial Statements (continued)

These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

n) Dividend declared

The Company recognises a liability to make cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company.

o) Earnings Per Share

The earnings considered in ascertaining the Company's Earnings Per Share (EPS) comprise net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

p) Statement of Cash Flows and Cash and cash equivalents

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined below, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Cash and cash equivalent in the consolidated balance sheet comprise cash at banks and on hand and short-term, highly liquid investments with an original maturity of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Resia Carbon Poland Sp. z o.o.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 3&4: Property, plant and equipment, Intangible and ROU Asset

Description	GROSS BLOCK (AT COST)				DEPRECIATION				NET BLOCK		
	As at January 1, 2025	Additions during the period	Deletions during the period	Currency realignment	As at December 31, 2025	As at January 1, 2025	For the Period	On Deletions	Currency realignment	As at December 31, 2025	As at December 31, 2024
Tangible assets (Own)											
PPE	409.42	21.61	-	82.63	513.07	288.39	21.93	-	59.37	369.69	143.38
Intangibles	11.72	-	-	12.91	24.63	11.41	0.34	-	12.87	24.63	(0.00)
ROU Asset	22.02	7.96	-	4.45	34.43	17.10	3.54	-	3.68	24.33	10.99
CWIP	22.50	1.37	-	4.52	28.39	-	-	-	-	-	28.39
Total	465.66	30.94	-	103.51	600.52	316.99	25.81	-	75.95	418.65	181.86

Description	GROSS BLOCK (AT COST)				DEPRECIATION				NET BLOCK		
	As at January 1, 2024	Additions during the period	Deletions during the period	Currency realignment	As at December 31, 2024	As at January 1, 2024	For the Period	On Deletions	Currency realignment	As at December 31, 2024	As at December 31, 2023
Tangible assets (Own)											
PPE	344.34	70.94	0.63	(5.22)	409.42	275.09	18.37	0.20	(4.87)	288.39	121.03
Intangibles	11.92	-	-	(0.20)	11.72	11.29	0.31	-	(0.19)	11.41	0.31
ROU Asset	22.40	-	-	(0.38)	22.02	14.05	2.74	-	(0.28)	17.10	4.92
CWIP	66.56	19.71	62.16	(1.61)	22.50	-	-	-	-	-	22.50
Total	445.23	90.65	62.79	(7.42)	465.67	301.93	21.41	0.20	(5.34)	316.99	144.20

Rain Carbon Poland Sp. z o.o.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 3&4: Property Plant & Equipment		
(a) Property plant and equipment	143.38	121.03
(b) ROU Lease Asset	10.09	4.92
(c) Capital work-in-progress	28.39	22.50
(d) Other Intangible assets	-	0.31
	<u>181.86</u>	<u>148.76</u>

Note 5: Inventories (At lower of cost and net realisable value)		
a) Raw materials	55.40	72.41
b) Finished goods (other than those acquired for trading)	46.14	25.19
c) Packing materials	7.59	5.09
Total	<u>109.13</u>	<u>102.69</u>

Note 6: Trade receivables		
Trade receivables considered good - unsecured	431.96	367.36
Total	<u>431.96</u>	<u>367.36</u>

Trade receivables ageing schedule as at December 31, 2025:

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed trade receivables - considered good	345.55	85.64	0.77	-	-	-	431.96
ii. Undisputed trade receivables - considered doubtful	-	-	-	-	-	-	-
iii. Disputed trade receivables - considered good	-	-	-	-	-	-	-
iv. Disputed trade receivables - considered doubtful	-	-	-	-	-	-	-

Trade receivables ageing schedule as at December 31, 2024:

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed trade receivables - considered good	-	367.36	-	-	-	-	367.36
ii. Undisputed trade receivables - considered doubtful	-	-	-	-	-	-	-
iii. Disputed trade receivables - considered good	-	-	-	-	-	-	-
iv. Disputed trade receivables - considered doubtful	-	-	-	-	-	-	-

Note 7: Cash and cash equivalents		
Balances with banks:		
- in current accounts	230.84	71.11
Total	<u>230.84</u>	<u>71.11</u>
Note 8: Other current assets		
Prepaid expenses	1.33	0.90
Balances with Statutory authorities	41.41	56.62
Total	<u>42.74</u>	<u>57.52</u>

Rain Carbon Poland Sp.zo.o.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 9: Share capital		
Issued, subscribed and paid up		
Equity Shares	195.70	195.70
Total	195.70	195.70

Notes:

(i) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the period:

Particulars	As at December 31, 2025		As at December 31, 2024	
	Number of	Amount	Number of	Amount
	As at beginning of the period	11,000.00	195.70	11,000.00
Add/(Less): Changes in equity shares during the year	-	-	-	-
As at end of the period	11,000.00	195.70	11,000.00	195.70

(ii) Shareholders holding more than 5% of the equity shares

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	Number of shares	%	Number of shares	%
	Rain Carbon Germany GmbH	11,000.00	100%	11,000.00

(iii) Shares held by Promoters

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	% of total shares	% of change	% of total shares	% of change
	Rain Carbon Germany GmbH	100%	-	100%

Note 10: Other equity

(i) Reserves and Surplus

(a) Capital Reserve

Opening balance	0.01	0.01
Closing balance	0.01	0.01

(b) Retained Earnings

Opening balance	248.14	232.15
Add: Profit for the period	71.92	66.46
Less: Dividend paid	(72.37)	(50.47)
Closing balance	247.69	248.14

(ii) Items of Other Comprehensive income:

(a) Foreign currency translation reserve

Opening balance	119.00	128.87
Add: Effect of foreign exchange rate variations	112.66	(9.87)
Closing balance	231.66	119.00

Total

479.36	367.15
---------------	---------------

Note 11: Lease Liabilities

A. Long term maturities of Lease obligations

- Secured	10.57	5.29
Less: Current portion of non-current lease liabilities disclosed under Note 12 - Current lease liabilities	(4.39)	(2.13)

Total

6.18	3.16
-------------	-------------

Rain Carbon Poland Sp. z o.o.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 12: Lease Liabilities		
Current maturities of lease liabilities	4.39	2.13
Total	4.39	2.13
Note 13: Trade payables		
Trade payables - micro and small enterprises		
Trade payables - other than micro and small enterprises	298.06	167.39
Total	298.06	167.39

Trade payables ageing schedule as at December 31, 2025:

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME	-	-	-	-	-	-
ii. Others	275.01	23.05	-	-	-	298.06
iii. Disputed dues-MSME	-	-	-	-	-	-
iv. Disputed dues-Others	-	-	-	-	-	-

Trade payables ageing schedule as at December 31, 2024:

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME	-	-	-	-	-	-
ii. Others	164.05	3.34	-	-	-	167.39
iii. Disputed dues-MSME	-	-	-	-	-	-
iv. Disputed dues-Others	-	-	-	-	-	-

Note 14: Other current financial liabilities

Employee payables	5.02	2.56
Total	5.02	2.56

Note 15: Other Current liabilities

Others	4.14	2.70
Advances from customers	0.41	2.83
Total	4.55	5.53

Note 16: Provisions

- Other provisions	5.10	7.03
Total	5.10	7.03

Rain Carbon Poland Sp.zo.o.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
Note 17: Revenue from operations		
Sale of products	3,097.84	2,626.27
Other operating revenues	61.61	118.11
Total	3,159.45	2,744.38
Note 18: Other income		
Interest income		
Interest from banks on deposits	1.94	2.09
Profit on sale of scrap	1.80	0.54
Total	3.74	2.63
Note 19: Changes in inventories of finished goods, work-in-progress and stock-in-trade		
Opening Stock		
Finished goods	25.19	55.04
Work-in-progress	-	-
Stock-in-trade	-	-
	<u>25.19</u>	<u>55.04</u>
Closing Stock		
Finished goods	46.14	25.19
Work-in-progress	-	-
Stock-in-trade	-	-
	<u>46.14</u>	<u>25.19</u>
(Increase)/decrease in stock	(20.95)	29.85
Foreign currency translation adjustment	5.83	(1.58)
Net (increase)/decrease	(15.12)	28.27
Note 20: Employee benefits expense		
Salaries, wages and bonus	63.16	52.29
Contributions to provident and other funds	12.02	9.88
Staff welfare expenses	6.75	2.71
Total	81.93	64.88
Note 21: Finance costs		
Interest expense on leases	0.68	0.28
Other borrowing costs	0.77	0.64
Total	1.45	0.92

Rain Carbon Poland Sp.zo.o.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 22: Other expenses

Consumption of stores and spares	5.02	3.75
Consumption of packing materials	17.69	6.27
Power and fuel	44.15	33.83
Water	0.65	0.24
Repairs and maintenance		
- Plant and machinery	19.59	20.74
- Buildings	0.63	0.03
- Others	5.14	7.06
Insurance	5.41	4.16
Rent	2.98	3.44
Rates and taxes	2.09	1.89
Communication expenses	0.85	0.64
Travelling and conveyance	0.15	0.26
Printing and stationery	0.56	0.71
Selling and distribution expenses	94.87	124.00
Freight expense	126.03	87.11
Advertisement	0.30	0.29
Assets written off	0.00	0.11
Consultancy charges	12.36	11.04
Payment to auditors [Refer Note below]	0.00	0.00
Miscellaneous expenses	37.15	37.43
Total	375.62	343.00

Note:

Payment to auditors comprises (excluding GST):

Other Auditor fee	0.00	0.00
Total	0.00	0.00

Note 23: Tax expense

Current tax		
(i) Tax for current year	17.52	15.35
Net current tax	17.52	15.35
Deferred tax	(0.66)	0.49
Total	16.86	15.84

Rain Carbon Poland Sp.zo.o.
Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 24: Financial instruments disclosure:

Note 24.1: Fair Valuation measurement hierarchy

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows the carrying amounts and fair values of financial assets and liabilities including their levels of fair value hierarchy:

Particulars	As at December 31, 2025			As at December 31, 2024				
	Carrying Amount	Level of inputs used in			Carrying Amount	Level of inputs used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised cost								
Trade receivables	431.96			367.36				
Cash and cash equivalents	230.84			71.11				
Financial Liabilities								
At Amortised cost								
Non-current lease liabilities	6.18			3.16				
Current lease liabilities	4.39			2.13				
Trade payables	298.06			167.39				
Other current financial liabilities	5.02			2.56				

Valuation Techniques:

(a) **Borrowings (at amortised cost):** The valuation model considers the present value of expected receipt/payment discounted using risk-adjusted or appropriate discounting rates.

(b) The fair value of trade receivables, loans, other financial assets, cash and cash equivalents, bank balances other than cash and cash equivalents, trade payables and other financial liabilities approximate their carrying amount largely due to short term nature of these instruments.

Note 24.2: Financial risk management

The Company has put in place risk management systems as applicable to the respective operations. The following explains the objective and processes of the Company. The Company has a system based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as market risk, credit risk and liquidity risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

Note 24.3: Credit Risk

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The entities within the Company have a policy of dealing only with credit worthy counter parties and obtaining sufficient collateral, where appropriate as a means of mitigating the risk of financial loss from defaults. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments, cash and cash equivalents, derivatives provided by the Company. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying value of financial assets represents the maximum credit risk.

Rain Carbon Poland Sp.zo.o.

Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 24.4: Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation. The Company's corporate treasury department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. As of December 31, 2025, cash and cash equivalents are held with major banks.

Maturity of financial liabilities:

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payment and excludes impact of netting arrangements (if any):

As at December 31, 2025

Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities:							
Lease Liabilities	10.57	4.52	3.43	3.81			11.76
Trade payables	298.06	298.06		-	-	-	298.06
Other current financial liabilities	5.02	5.02	-	-	-	-	5.02

As at December 31, 2024

Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities:							
Lease Liabilities	5.29	2.18	2.18	1.27			5.63
Trade payables	167.39	167.39		-	-	-	167.39
Other current financial liabilities	2.56	2.56	-	-	-	-	2.56

Note 24.5: Market risk:

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including deposits, foreign currency receivables, payables and borrowings.

Note 24.6: Interest rate risk:

Interest rate risk is measured by using the cashflow sensitivity for change in variable interest rates. Any movement in the market interest rates could have an impact on the Company's cash flows as well as costs. In order to manage the Company's position with regard to interest rate risk, it adopts a policy of ensuring an optimal mix of its interest rate risk exposure. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's borrowing with variable interest rates.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to management is as follows:

Particulars	Interest rate exposure as at	
	Dec-25	Dec-24
Variable rate instruments		
Financial assets	-	-
Financial liabilities	-	-
	-	-

Interest rate Sensitivity:

Impact on net interest expense for the year on 1% change in interest rate: A reasonably possible change of 1% in interest rates at the reporting date would have increased / (decreased) profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Particulars	Dec-25		Dec-24	
	Increase	Decrease	Increase	Decrease
Impact on profit and loss				
Variable-rate instruments	-	-	-	-
Interest rate swaps	-	-	-	-
Total Impact	-	-	-	-

Rain Carbon Poland Sp.zo.o.

Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated.

Note 24.7 Currency risk:

The Company is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the respective functional currency of the Company.

The following table analyzes foreign currency risk from non derivative financial instruments as at December 31, 2025:

	USD	EUR	Total
Assets:			
Cash and bank balances	3.38	44.16	47.54
Trade receivables	2.51	353.36	355.87
	5.89	397.52	403.41
Liabilities:			
Trade payables	9.64	261.57	271.21
	9.64	261.57	271.21

The following table analyzes foreign currency risk from non derivative financial instruments as at December 31, 2024:

	USD	EUR	Total
Assets:			
Cash and bank balances	0.07	11.19	11.26
Trade receivables	3.22	270.67	273.88
	3.29	281.86	285.14
Liabilities:			
Trade payables	6.60	135.71	142.32
	6.60	135.71	142.32

Sensitivity Analysis:

A reasonably possible strengthening (weakening) of the US dollar and Euro against all other currencies as at December 31 would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and statement of profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Impact on Foreign currency loss/(gain) for the year on 1% change in rates are:

Particulars	December 31, 2025		December 31, 2024	
	Strengthening	Weakening	Strengthening	Weakening
Impact on profit and loss				
Euro	(1.36)	1.36	(1.46)	1.46
USD	0.04	(0.04)	0.03	(0.03)

Rain Carbon Poland Sp.zo.o.

Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 25: Related Party Disclosures

a) Names of related parties and description of relationship

Sl. No	Relationship	Name
(a)	List of related parties where control exists	
(i)	Holding Company	Rain Carbon Germany GMBH (RCGG)
	Intermediate Holding Company	Rain Carbon GMBH (RCG)
	Intermediate Holding Company	Rain CII Carbon LLC [RCC]
	Intermediate Holding Company	Rain Carbon Inc. [RCI]
	Intermediate Holding Company	Rain Commodities (USA) Inc (RCUSA)
	Ultimate Holding Company	Rain Industries Limited (RIL)
(ii)	Entities Under Common Control	1 Rain Carbon (Shanghai) Co., Ltd 2 Rain Carbon Wohnimmobilien GmbH & Co. KG 3 Rain Carbon Gewerbeimmobilien GmbH & Co. KG 4 Rain Carbon Belgium (RCBV) 5 Rain Carbon Canada Inc.

Rain Carbon Poland Sp. z o.o.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees , except share data and where otherwise stated

b) Transactions with related parties for the year ended December 31, 2025

Nature of Transaction	Related Parties	
	2025	2024
Revenue from Sales		
- Rain Carbon Germany GmbH	1,517.17	1,496.97
- Rain Carbon Canada Inc.	0.11	-
- Rain CII Carbon LLC	18.56	5.72
- Rain Carbon BV	109.51	273.49
Other Operating Income		
- RAIN Carbon GmbH	61.39	15.72
- Rain Carbon BV	0.08	102.39
Purchases		
- Rain Carbon Germany GmbH	1,427.39	1,418.79
- Rain Carbon BV	88.96	216.25
Dividend Paid		
- Rain Carbon Germany GmbH	72.37	50.47
Management fees		
- Rain Carbon GmbH	0.02	0.02
- Rain Carbon Inc	33.41	28.09

c) The Company has the following dues from / to related parties:

Trade Payables		
- Rain Carbon BV	-	30.12
- Rain Carbon Inc	9.08	6.60
- Rain Carbon Germany GmbH	99.11	20.99
Trade Receivables		
- Rain Carbon Germany GmbH	217.42	208.58
- Rain CII Carbon LLC	2.98	1.99
- Rain Carbon BV	-	14.22

All amounts are in Indian Rupees, except share data and where otherwise stated

Note 26 : Earnings per Share (EPS)

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
a. Profit for the year	71.92	66.46
b. Weighted average number of equity shares outstanding during the year (Nos.)	11,000.00	11,000.00
Earnings per Share		
c. Basic and Diluted - [a]/[b] (Rs.)	6,538.18	6,041.82

Note 27: Additional Regulatory Information

(i) The title deeds of immovable properties are held in the name of the Company

(ii) The Company has not revalued its Property, plant and equipment and intangible assets during the year.

(iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iv) During the year there are no loans or advances in the nature of loans that are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are repayable on demand.

(v) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(vi) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(vii) The Company has not advanced or loaned or invested funds, to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(viii) The Company have not received any fund, from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

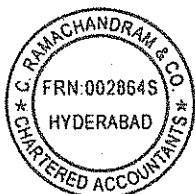
(ix) The Company does not have any undisclosed income in terms of any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessment.

(x) During the year, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.

(xi) The Company does not trade in crypto currency or virtual currency.

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

C. Ramachandram
Partner
M.No 025834
UDIN:26025834FYDJXM1157
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors

Jagan Mohan Reddy Nellore
Director
DIN: 00017633



C. RAMACHANDRAM & CO.
CHARTERED ACCOUNTANTS

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Independent Auditors' Report
on the Special Purpose Ind AS Financial Statements

To the Members of Severtar Holding ILLC.

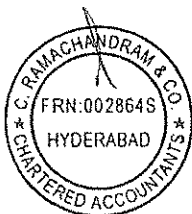
Opinion

We have audited the accompanying Standalone special purpose IND AS financial statements of **Severtar Holding ILLC** (the Company), which comprise the balance sheet as at December 31, 2025, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Special Purpose Ind AS Financial Statements"). The Special Purpose Ind AS Financial Statements of the Company is prepared by the Board of Directors in accordance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") to enable holding company **Rain Industries Limited** to prepare its Ind AS consolidated financial statements for the year ended December 31, 2025.

In our opinion and to the best of our information and according to the explanations given to us, the Special Purpose Ind AS Financial Statements as at and for the year ended December 31, 2025 gives information required in accordance with Indian Accounting Standards ("Ind AS") notified under section 133 of the Companies Act, 2013 ('the Act') and in conformity with the basis of preparation referred to in Note No. 2 of the Special Purpose Ind AS Financial Statements, as amended and are prepared in compliance with the instructions received from **Rain Industries Limited** and based on significant accounting policies adopted by **Rain Industries Limited**

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("the SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Special Purpose Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the requirements and of the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Special Purpose Ind AS Financial Statements.



Information Other than the Financial Statements and Auditor's Report Thereon

As informed to us, there is no information other than financial statements. Consequently, in our opinion, the reporting requirements under SA 720 "The Auditor's Responsibility Relating to Other Information" are not applicable.

Management's Responsibility for the Special Purpose Ind AS Financial Statements

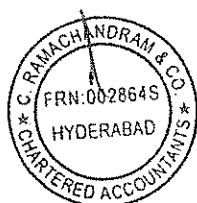
Board of Directors including those charged with governance are responsible for preparation of these Special Purpose Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the basis described in Note no. 2 of the Special Purpose Ind AS Financial Statements and accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS).

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgement and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Special purpose financial statement including adjustments to be made to comply with the requirements of Ind AS that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Special Purpose Ind AS Financial Statements, the Board of Directors and the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibility for the Special Purpose Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Special Purpose Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error and to Issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Special Purpose Ind AS Financial Statements.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

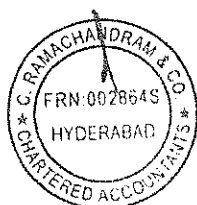
- Identify and assess the risks of material misstatement of the Special Purpose Ind AS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Special Purpose Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

Basis of Accounting

We draw attention to Note no. 2 to the Special Purpose Ind AS Financial Statements, which describes the basis of accounting. As a result, the Special Purpose Ind AS Financial Statements may not be suitable for another purpose.

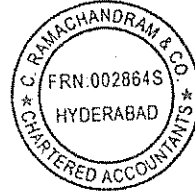


Restriction on use and distribution

These Special purpose Ind AS Financial Statements are not general-purpose financial statements. This report on the Special Purpose Ind AS Financial Statements has been issued solely for the limited purpose of consolidation into the financial statements of the holding company, **Rain Industries Limited** and is intended solely for the information and use by the managements of the Company, the Holding Company and the Statutory Auditors of the Holding Company. It should not be used for any other purpose or distributed to or used by other parties.

Place: Hyderabad
Date: February 20, 2026

For C. RAMACHANDRAM & Co
Chartered Accountants
FRN: 002864S



A handwritten signature in black ink, appearing to read "C. Ramachandram".

C. RAMACHANDRAM
Partner
Membership No.: 025834
UDIN: 26025834AOFZDN7625

Severtar Holding ILLC
Balance Sheet as at December 31, 2025


All amounts are in Indian Rupees Millions, except share data and where otherwise stated

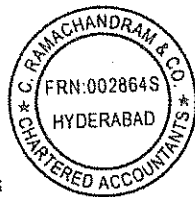
	Note	As at December 31, 2025	As at December 31, 2024
ASSETS			
1. Non-current assets			
(a) Financial Assets			
(i) Investments	3	2,837.53	1,972.47
(ii) Loans	4	72.75	58.27
(b) Deferred tax asset, net		3.72	-
		2,914.00	2,030.74
2. Current assets			
(a) Financial Assets			
(i) Cash and cash equivalents	5	8.09	8.57
(ii) Loans	6	78.00	63.81
(iii) Other financial assets	7	11.65	5.96
		97.74	78.34
(b) Current tax assets, net		0.03	0.03
(c) Other current assets	8	-	0.06
TOTAL		3,011.77	2,109.17
EQUITY AND LIABILITIES			
1. Equity			
(a) Share Capital	9	12.65	12.65
(b) Other Equity	10	2,997.55	2,092.10
		3,010.20	2,104.75
2. Liabilities			
(a) Deferred tax liability, net			
		-	1.97
Current liabilities			
(a) Financial Liabilities			
(i) Trade payables			
(A) total outstanding dues of micro enterprises and small enterprises and			
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	11	0.85	0.46
		0.85	0.46
(ii) Other financial liabilities	12	0.13	0.11
(b) Provisions	1	0.59	1.88
TOTAL		3,011.77	2,109.17
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN: 26025834AOPZDN7625
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors


T. Srinivasa Rao
Authorised Signatory

Severtar Holding ILLC

Statement of Profit and Loss for the year ended December 31, 2025


All amounts are in Indian Rupees Millions, except share data and where otherwise stated

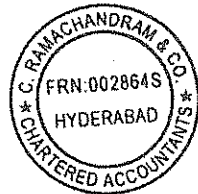
	Note	For the year ended December 31, 2025	For the year ended December 31, 2024
1 Total income			
Other income	14	3,499.79	9,096.35
Total income		3,499.79	9,096.35
2 Expenses			
Employee benefits expense	15	0.33	0.30
Finance costs	16	0.05	0.05
Loss/ (gain) on foreign currency transactions and translations (net)		20.89	(10.81)
Other expenses	17	2.32	4.70
Total expenses		23.59	(5.76)
3 Profit before tax (1-2)		3,476.20	9,102.11
4 Tax expense	18		
1. Current tax		-	-
2. Deferred tax		(5.32)	2.45
5 Profit for the year (3-4)		3,481.52	9,099.66
6 Other Comprehensive income			
(i) Items that will be reclassified to profit or loss			
- Exchange Differences in translating the financial statements of foreign operation		919.16	(1,042.62)
(ii) Income tax relating to items that will be reclassified to profit or loss			
Total Other Comprehensive Income for the year		919.16	(1,042.62)
7 Total Comprehensive Income for the year (5+6)		4,400.68	8,057.04
8 Earnings per share			
Basic and Diluted (Rs.)		24,481.54	63,987.48
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements


In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN: 26025834AOFZDN7625
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors


T. Srinivasa Rao
Authorised Signatory

Severtar Holding ILLC
Statement of Changes in Equity for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Particulars	Attributable to owners of the Company				Total
	Equity Share Capital	Reserves and Surplus		Other comprehensive income	
		Capital Reserve	Retained Earnings	Exchange differences on translating the financial statements of a foreign operation	
Balance as at January 1, 2025	12.65	2,360.69	105.79	(374.38)	2,104.75
Total Comprehensive income for the year	-	-	3,481.52	919.16	4,400.68
Dividends	-	-	(3,495.23)	-	(3,495.23)
Balance as at December 31, 2025	12.65	2,360.69	92.08	544.78	3,010.20

Particulars	Attributable to owners of the Company				Total
	Equity Share Capital	Reserves and Surplus		Other comprehensive income	
		Capital Reserve	Retained Earnings	Exchange differences on translating the financial statements of a foreign operation	
Balance as at January 1, 2024	10.31	1,672.58	59.81	668.24	2,390.94
Total Comprehensive income for the year	-	-	9,099.66	(1,042.62)	8,057.04
Dividends	-	-	(9,032.88)	-	(9,032.88)
Any other change (Closing Forex change)	2.34	688.11	(0.80)	-	689.65
Balance as at December 31, 2024	12.65	2,360.69	105.79	(374.38)	2,104.75

(ii) Description of the purposes of each reserve within equity:

Reserves and Surplus:

(a) Capital reserve: It consists of pre-acquisition profits. During amalgamation, the excess of net assets taken, over the cost of consideration paid is treated as capital reserve.


(b) Retained earnings: Retained earnings represents the net profits after all distributions and transfers to other reserves.

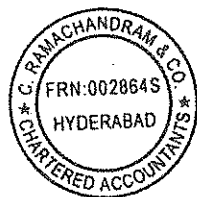
Items of Other Comprehensive Income:

(a) Foreign currency translation reserve (FCTR): Represents the FCTR of the foreign subsidiary. For the purpose of Group consolidation, the financial statements are translated at average rate of items in statement of profit and loss and at closing rate of the items in Balance sheet.

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN: 26025834AOFZDN7625
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors


T. Srinivasa Rao
Authorised Signatory

Severtar Holding ILLC
Cash Flow Statement for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
A. Cash flow from operating activities		
Profit/(loss) before taxation	3,476.20	9,102.11
Adjustments for :		
Interest and other borrowing costs	0.05	0.05
Interest income	(3.92)	(3.72)
Dividend from subsidiary companies	(3,495.87)	(9,092.63)
Foreign exchange (gain) / loss, net	21.95	(10.82)
	(3,477.79)	(9,107.12)
Operating profit before working capital changes	(1.59)	(5.01)
Adjustments for :		
Adjustments for (increase) / decrease in operating assets:		
Trade receivables	-	(0.01)
Other current assets	0.11	(0.12)
Trade payables	0.16	0.48
Other financial liabilities	(0.02)	0.05
Short-term provisions	(2.11)	0.33
Long-term provisions	0.05	4.14
	(1.81)	4.87
Cash generated from operations	(3.40)	(0.14)
Income taxes paid, net	-	(4.14)
Net cash used in operating activities	(3.40)	(4.28)
B. Cash flow from investing activities		
Interest received	(1.04)	-
Purchase of non-current investments	-	(41.03)
Dividend received from Subsidiaries	3,495.87	9,092.63
Net cash from investing activities	3,494.83	9,051.60
C. Cash flow from financing activities		
Interest and other borrowing costs paid	(0.05)	(0.05)
Dividend paid (including tax on dividend)	(3,495.23)	(9,032.88)
Net cash used in financing activities	(3,495.28)	(9,032.93)
Net decrease in cash and cash equivalents (A+B+C)	(3.85)	14.39
Cash and cash equivalents - opening balance	8.57	-
Effect of exchange differences on restatement of foreign currency cash and cash equivalents	3.37	(5.82)
Cash and cash equivalents - closing balance	8.09	8.57

Notes:

(i) The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard - 7 on "Statement on Cash Flows".

(ii) Components of Cash and cash equivalents

Balances with banks:

- in current accounts

Cash and bank balances - closing balance

8.09

8.57

8.09

8.57

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S



C. Ramachandram
Partner
M.No 025834
UDIN: 26025834AOFZDN7625
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors



T.Srinivasa Rao
Authorized Signatory

Severtar Holding ILLC
Notes forming part of the Financial Statements

Note 1: Corporate Information

Severtar Holding ILLC. (“SHILLC”) (“the Company”) has been incorporated to carry on the holding investments.

The Company is a wholly owned subsidiary of Rain Holding Limited (“the Holding Company) which is ultimately held by Rain Industries Limited (“RIL” or “the Ultimate Holding Company”), a company incorporated in India and listed on the National Stock Exchange of India Limited and Bombay Stock Exchange of India Limited.

Note 2: Material Accounting Policies

a) Basis of preparation of Financial Statements

(i) Statement of Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the ‘Act’) and other relevant provisions of the Act.

The standalone financial statements have been prepared on a going concern basis. Relevant Ind AS effective as on the Company’s annual reporting date (December 31, 2025) have been applied. The accounting policies are applied consistently to all the periods presented in the financial statements.

The standalone financial statements were authorised for issue by the Company’s Board of Directors on February 20, 2026.

(ii) Functional and presentation currency

The Functional currency of the Company is RUB. These Standalone financial statements are presented in Indian Rupees (INR). All amounts have been rounded-off to the nearest millions, unless otherwise indicated.

(iii) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following:

Items	Measurement basis
Certain financial assets and liabilities (refer accounting policy regarding financial instruments)	Fair value
Non-cash distribution liability	Fair value
Borrowings	Amortised cost using effective interest rate method

Severtar Holding ILLC
Notes forming part of the Financial Statements (continued)

(iv) Use of judgements, estimates and assumptions.

In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates could change from period to period. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
- Recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used
- Useful life of property, plant and equipment
- Impairment of financial assets and non-financial assets
- Expected Credit loss - provision for doubtful debts

Current and Non-current classification

The Group has identified 12 months as its operating cycle for the classification of assets and liabilities into current and non-current.

Current assets and liabilities include the current portion of non-current financial assets and liabilities.

b) Financial instruments

Financial assets:

Trade receivables and debt securities issued are initially recognised when they are originated. All other assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

Recognition and initial measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Severtar Holding ILLC
Notes forming part of the Financial Statements (continued)

Financial liabilities:

Initial recognition and measurement

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss, transaction costs that are directly attributable to its acquisition or issue. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Classification and Subsequent measurement

Financial liabilities are classified as measured at amortised cost or fair value through profit or loss. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss.

All other financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. When a new financial liability is recorded in place of an existing one, the difference in the respective carrying amounts is recognised in the consolidated statement of profit and loss.

c) Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Revenue from services rendered is recognised when the related services are performed in accordance with contract terms.

d) Impairment of financial assets

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

Severtar Holding ILLC
Notes forming part of the Financial Statements (continued)

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on the financial asset has increased significantly if there is an indication that the financial asset is outstanding significantly beyond the usual credit period. The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); and the financial asset past due over its normal credit period.

e) Foreign Currency Transactions and Balances

Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in statement of profit and loss with the exception of the following:

- Exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognised in statement of profit and loss in the separate financial statements of the reporting entity or the individual financial statements of the foreign operation, as appropriate. In the financial statements that include the foreign operation and the reporting entity (e.g., consolidated financial statements when the foreign operation is a subsidiary), such exchange differences are recognised initially in OCI. These exchange differences are reclassified from equity to consolidated statement of profit and loss on disposal of the net investment or disposal of operations.
- Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Exchange differences are recognised in consolidated statement of profit and loss, except exchange differences arising from the translation of the following items which are recognised in OCI.

- equity investments at fair value through OCI (FVOCI);
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective (see (iii)); and
- qualifying cash flow hedges to the extent that the hedges are effective.

Severtar Holding ILLC
Notes forming part of the Financial Statements (continued)

f) Investments

Non-current investments in subsidiaries are carried at cost less provision for diminution, other than temporary, if any, in the value of such investments.

g) Tax expense

Income tax expenses comprises of current tax and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to an item recognised directly in equity or other comprehensive income.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- In respect of taxable temporary differences associated with investments in subsidiaries and associates, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.
- taxable temporary differences arising on the initial recognition of goodwill.

The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting

Severtar Holding ILLC
Notes forming part of the Financial Statements (continued)

date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside consolidated statement of profit and loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

h) Borrowing Costs

Borrowing costs include interest and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

i) Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

j) Dividend declared

The Company recognises a liability to make cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company.

k) Earnings Per Share

The earnings considered in ascertaining the Company's Earnings Per Share (EPS) comprise net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

l) Statement of Cash Flows and Cash and cash equivalents

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash

Severtar Holding ILLC
Notes forming part of the Financial Statements (continued)

receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined below, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Cash and cash equivalent in the consolidated balance sheet comprise cash at banks and on hand and short-term, highly liquid investments with an original maturity of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Severtar Holding ILLC
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 3: Non-current investments		
A. Investment in equity instruments (unquoted)		
Equity shares carried at cost	2,837.53	1,972.47
Total	2,837.53	1,972.47
Note 4: Non-current loans		
(Unsecured, considered good unless otherwise stated)		
- to related parties	72.75	58.27
Total	72.75	58.27
Note 5: Cash and cash equivalents		
Balances with banks:		
- in current accounts	8.09	8.57
Total	8.09	8.57
Note 6: Current Loans		
(Unsecured, considered good)		
- Other intercompany advances	78.00	63.81
Total	78.00	63.81
Note 7: Other current financial assets		
Interest accrued on loans	11.65	5.96
Total	11.65	5.96
Note 8: Other current assets		
Prepaid expenses	-	0.05
Others	-	0.01
Total	-	0.06
Note 9: Share capital		
Issued, subscribed and paid up		
Equity Shares	12.65	12.65
Total	12.65	12.65

(i) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the period:

Particulars	As at December 31, 2025		As at December 31, 2024	
	Number of Shares	Amount	Number of Shares	Amount
As at beginning of the period	142,210	12.65	142,210	12.65
Add/(Less): Changes in equity shares during the year	-	-	-	-
As at end of the period	142,210	12.65	142,210	12.65

(ii) Shareholders holding more than 5% of the equity shares

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	Number of shares	%	Number of shares	%
Rain Holding Limited	92,863.00	65.3%	92,863.00	65.3%
PAO Severstal	49,347.00	34.7%	49,347.00	34.7%

(iii) Shares held by Promoters

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	% of total shares	% of change during the year	% of total shares	% of change during the year
Rain Holding Limited	65.3%	0%	65.3%	0%
PAO Severstal	34.7%	0%	34.7%	0%

Severtar Holding ILLC
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 10: Other equity		
(i) Reserves and Surplus		
(a) Capital Reserve		
Opening balance	2,360.69	1,672.58
Any other change	-	688.11
Closing balance	<u>2,360.69</u>	<u>2,360.69</u>
(b) Retained Earnings		
Opening balance	105.80	39.82
Add: Profit for the period	3,481.52	9,099.66
Less: Dividend paid	(3,495.23)	(9,032.88)
Others	0.00	(0.80)
Closing balance	<u>92.09</u>	<u>105.80</u>
(ii) Items of Other Comprehensive income:		
(a) Foreign currency translation reserve		
Opening balance	(374.39)	668.23
Add: Effect of foreign exchange rate variations	919.16	(1,042.62)
Closing balance	<u>544.77</u>	<u>(374.39)</u>
Total	<u>2,997.55</u>	<u>2,092.10</u>

Note 11: Trade payables

Trade payables - micro and small enterprises		
Trade payables - other than micro and small enterprises	0.85	0.46
Total	<u>0.85</u>	<u>0.46</u>

Trade payables ageing schedule as at December 31, 2025:

Particulars	Unbilled	Outstanding for following periods from due date of payment					Total
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME	-	-	-	-	-	-	-
ii. Others	-	-	0.85	-	-	-	0.85
iii. Disputed dues-MSME	-	-	-	-	-	-	-
iv. Disputed dues-Others	-	-	-	-	-	-	-

Trade payables ageing schedule as at December 31, 2024:

Particulars	Unbilled	Outstanding for following periods from due date of payment					Total
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME	-	-	-	-	-	-	-
ii. Others	-	-	0.46	-	-	-	0.46
iii. Disputed dues-MSME	-	-	-	-	-	-	-
iv. Disputed dues-Others	-	-	-	-	-	-	-

Note 12: Other current financial liabilities

Others	0.13	0.11
Total	<u>0.13</u>	<u>0.11</u>

Note 13: Provisions

- Other provisions	0.59	1.88
Total	<u>0.59</u>	<u>1.88</u>

Severtar Holding ILLC**Notes forming part of the Financial Statements (continued)**

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
Note 14: Other income		
Interest on loans and advances	3.92	3.72
Dividend	3,495.87	9,092.63
Total	3,499.79	9,096.35
Note 15: Employee benefits expense		
Salaries, wages and bonus	0.25	0.23
Contributions to provident and other funds	0.08	0.07
Total	0.33	0.30
Note 16: Finance costs		
Interest expense	-	-
Other borrowing costs	0.05	0.05
Total	0.05	0.05
Note 17: Other expenses		
Rent	0.64	-
Consultancy charges	1.65	3.92
Payment to auditors	0.00	0.00
Miscellaneous expenses	0.03	0.78
Total	2.32	4.70
Payment to auditors comprises (excluding GST):		
Other Auditor fees	0.00	0.00
Total	0.00	0.00
Note 18: Tax expense		
Current tax		
(i) Tax for current year	-	-
(ii) Tax relating to earlier years		
(iii) Minimum alternate tax credit entitlement		
Net current tax	-	-
Deferred tax	(5.32)	2.45
Total	-5.32	2.45

Severtar Holding ILLC
Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 19: Financial instruments disclosure:

Note 19.1: Fair Valuation measurement hierarchy

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows the carrying amounts and fair values of financial assets and liabilities including their levels of fair value hierarchy:

Notes:

1. Please ensure that the total in G column ties up to the balance sheet

2. Refer tab <Level 2 and 3> in case any of the hierarchies fall under Level 2 or Level 3.

3. In case there are any transfers between Level 1 and level 2 additional disclosures shall be needed.

Particulars	As at December 31, 2025			As at December 31, 2024				
	Carrying Amount	Level of inputs used in			Carrying Amount	Level of inputs used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised cost								
Non-current investments	2,837.53			1,972.47				
Cash and cash equivalents	8.09			8.57				
Non-current loans	72.75			58.27				
Current loans	78.00			63.81				
Other current financial assets	11.65			5.96				
Financial Liabilities								
At Amortised cost								
Trade payables	0.85			0.46				
Other current financial liabilities	0.13			0.11				

Valuation Techniques:

(a) **Borrowings (at amortised cost):** The valuation model considers the present value of expected receipt/payment discounted using risk-adjusted or appropriate discounting rates.

(b) The fair value of trade receivables, loans, other financial assets, cash and cash equivalents, bank balances other than cash and cash equivalents, trade payables and other financial liabilities approximate their carrying amount largely due to short term nature of these instruments.

Note 19.2: Financial risk management

The Company has put in place risk management systems as applicable to the respective operations. The following explains the objective and processes of the Company. The Company has a system based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as market risk, credit risk and liquidity risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

Note 19.3: Credit Risk

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The entities within the Company have a policy of dealing only with credit worthy counter parties and obtaining sufficient collateral, where appropriate as a means of mitigating the risk of financial loss from defaults. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments, cash and cash equivalents, derivatives provided by the Company. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying value of financial assets represents the maximum credit risk.

Severtar Holding ILLC

Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 19.4: Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation. The Company's corporate treasury department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. As of December 31, 2025, cash and cash equivalents are held with major banks and financial institutions.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payment and excludes impact of netting arrangements (if any):

As at 31 December 2025							
Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities							
Trade payables	0.85	0.85					0.85
Other current financial liabilities	0.13	0.13					0.13

As at 31 December 2024							
Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities							
Trade payables	0.46	0.46					0.46
Other non-current financial liabilities	0.11	0.11					0.11

Note 19.5: Market risk:

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including deposits, foreign currency receivables, payables and borrowings.

Note 19.6: Interest rate risk:

Interest rate risk is measured by using the cashflow sensitivity for change in variable interest rates. Any movement in the market interest rates could have an impact on the Company's cash flows as well as costs. In order to manage the Company's position with regard to interest rate risk, it adopts a policy of ensuring an optimal mix of its interest rate risk exposure. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's borrowing with variable interest rates.

Exposure to interest rate risk

The interest rate profile of the Group's interest-bearing financial instruments as reported to management is as follows.

Particulars	Interest rate exposure as at	
	31-Dec-25	31-Dec-24
Fixed rate instruments		
Financial assets	78.00	63.81
Financial liabilities	-	-
Variable rate instruments		
Financial assets	72.75	58.27
Financial liabilities	-	-

Interest rate Sensitivity:

Impact on net interest expense for the year on 1% change in interest rate: A reasonably possible change of 1% in interest rates at the reporting date would have increased / (decreased) profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Particulars	Dec-25		Dec-24	
	Increase	Decrease	Increase	Decrease
Impact on profit and loss				
Variable-rate instruments	0.73	(0.73)	0.58	(0.58)
Interest rate swaps	-	-	-	-
Total Impact	0.73	(0.73)	0.58	(0.58)

Severtar Holding ILLC
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 20: Related Party Disclosures

a) Names of related parties and description of relationship

Sl. No	Relationship	
(a)	List of related parties where control exists	
(i)	Holding Company	Rain Holding Limited (RHL)
(ii)	Subsidiary Company	OOO Rutgers Severtar (OOO Severtar)
(b)	Other related parties where transactions have taken place during the year/balances exists at year end	
	Entities under common control	Rain Carbon GmbH (RCG)

b) Transactions with related parties:

Particulars	Year ended December 31, 2025	Year ended December 31, 2024
Interest Received		
Rain Holding Limited	3.92	2.32
Rain Carbon GmbH	-	1.40
Dividend Received		
OOO Rutgers Severtar	3,495.87	9,092.63
Dividend Paid		
Rain Holding Limited	3,495.23	9,032.88

(c) The Company has the following dues from / to related parties:

Particulars	As at December 31, 2025	As at December 31, 2024
Investments		
OOO Rutgers Severtar	2,837.53	1,972.47
Loan Receivable		
OOO Rutgers Severtar	78.00	63.81
Rain Holding Limited	72.75	58.27
Accrued interest payable		
Rain Holding Limited	0.13	0.11
Accrued interest receivable		
Rain Holding Limited	11.65	5.96

Note 21 : Earnings per Share (EPS)

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
a. Profit for the year	3,481.52	9,099.66
b. Weighted average number of equity shares outstanding during the year (Nos.)	142,210.00	142,210.00
Earnings per Share		
c. Basic and Diluted - [a]/[b] (Rs.)	24,481.54	63,987.48

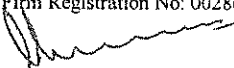
Severtar Holding ILLC
Notes forming part of the Financial Statements (continued)

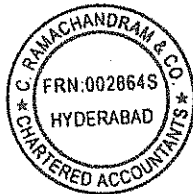
All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 22: Additional Regulatory Information

- (i) The title deeds of immovable properties are held in the name of the Company
- (ii) The Company has not revalued its Property, plant and equipment and intangible assets during the year.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) During the year there are no loans or advances in the nature of loans that are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are repayable on demand.
- (v) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (vi) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (vii) The Company has not advanced or loaned or invested funds, to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (viii) The Company have not received any fund, from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any undisclosed income in terms of any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessment.
- (x) During the year, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.
- (xi) The Company does not trade in crypto currency or virtual currency.

In terms of our report attached
For **C. Ramachandram & Co**
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN: 26025834AOFZDN7625
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors


T. Srinivasa Rao
Authorised Signatory



C. RAMACHANDRAM & CO.
CHARTERED ACCOUNTANTS

Plot # 539, 2nd Floor, Souhiti Samriddhi
Kakatiya Hills, Road # 11, Madhapur,
Hyderabad - 500 081.
Ph : +91 40 4221 2099
Email : audit@crcoca.in
Web : www.crcoca.in

Independent Auditors' Report
on the Special Purpose Ind AS Financial Statements

To the Members of Rain Holding Limited.

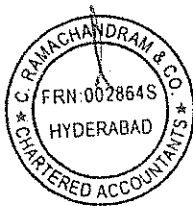
Opinion

We have audited the accompanying Standalone special purpose IND AS financial statements of **Rain Holding Limited** (the Company), which comprise the balance sheet as at December 31, 2025, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Special Purpose Ind AS Financial Statements"). The Special Purpose Ind AS Financial Statements of the Company is prepared by the Board of Directors in accordance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") to enable holding company **Rain Industries Limited** to prepare its Ind AS consolidated financial statements for the year ended December 31, 2025.

In our opinion and to the best of our information and according to the explanations given to us, the Special Purpose Ind AS Financial Statements as at and for the year ended December 31, 2025 gives information required in accordance with Indian Accounting Standards ("Ind AS") notified under section 133 of the Companies Act, 2013 ('the Act') and in conformity with the basis of preparation referred to in Note No. 2 of the Special Purpose Ind AS Financial Statements, as amended and are prepared in compliance with the instructions received from **Rain Industries Limited** and based on significant accounting policies adopted by **Rain Industries Limited**

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("the SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Special Purpose Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the requirements and of the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Special Purpose Ind AS Financial Statements.



Information Other than the Financial Statements and Auditor's Report Thereon

As informed to us, there is no information other than financial statements. Consequently, in our opinion, the reporting requirements under SA 720 "The Auditor's Responsibility Relating to Other Information" are not applicable.

Management's Responsibility for the Special Purpose Ind AS Financial Statements

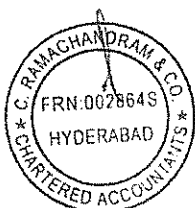
Board of Directors including those charged with governance are responsible for preparation of these Special Purpose Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the basis described In Note no. 2 of the Special Purpose Ind AS Financial Statements and accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS).

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgement and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Special purpose financial statement including adjustments to be made to comply with the requirements of Ind AS that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Special Purpose Ind AS Financial Statements, the Board of Directors and the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibility for the Special Purpose Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Special Purpose Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error and to Issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Special Purpose Ind AS Financial Statements.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

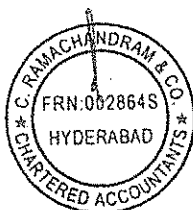
- Identify and assess the risks of material misstatement of the Special Purpose Ind AS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Special Purpose Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion.
- Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

Basis of Accounting

We draw attention to Note no. 2 to the Special Purpose Ind AS Financial Statements, which describes the basis of accounting. As a result, the Special Purpose Ind AS Financial Statements may not be suitable for another purpose.



Restriction on use and distribution

These Special purpose Ind AS Financial Statements are not general-purpose financial statements. This report on the Special Purpose Ind AS Financial Statements has been issued solely for the limited purpose of consolidation into the financial statements of the holding company, **Rain Industries Limited** and is intended solely for the information and use by the managements of the Company, the Holding Company and the Statutory Auditors of the Holding Company. It should not be used for any other purpose or distributed to or used by other parties.

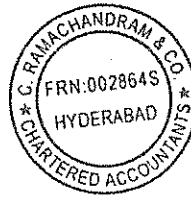
Place: Hyderabad

Date: February 20, 2026

For C. RAMACHANDRAM & Co

Chartered Accountants

FRN: 002864S



A handwritten signature in black ink, appearing to read "C. Ramachandram".

C. RAMACHANDRAM

Partner

Membership No.: 025834

UDIN: 26025834YRTAIM6391

Rain Holding Limited
Balance Sheet as at December 31, 2025

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

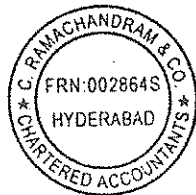
	Note	As at December 31, 2025	As at December 31, 2024
ASSETS			
1. Non-current assets			
(a) Right of use asset	3	1.89	3.19
(b) Financial Assets			
(i) Investments	4	13,326.46	13,326.46
(c) Other non-current assets	5	-	217.47
		13,326.46	13,543.93
2. Current assets			
(a) Financial Assets			
(i) Trade receivables	6	0.14	0.11
(ii) Cash and cash equivalents	7	85.97	686.86
(iii) Bank balances other than (ii) above	7	2,053.70	-
(iv) Loans	8	196.84	130.53
(v) Other financial assets	9	150.79	89.48
		2,487.44	906.98
(b) Other current assets	10	1.56	11.93
TOTAL		15,817.35	14,466.03
EQUITY AND LIABILITIES			
1. Equity			
(a) Share Capital	11	12,016.06	12,291.38
(b) Other Equity	12	1,377.42	1,829.77
		13,393.48	14,121.15
2. Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	73.27	61.84
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	187.78	130.53
(ii) Trade payables	15	-	0.39
(A) total outstanding dues of micro enterprises and small enterprises and		-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		-	0.39
(iii) Other financial liabilities	16	2,120.71	116.58
(b) Provisions		42.11	35.54
TOTAL		15,817.35	14,466.03
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

C. Ramachandram
Partner
M.No 025834
UDIN: 26025834YRTAIM6391
Place: Hyderabad
Date : February 20, 2026

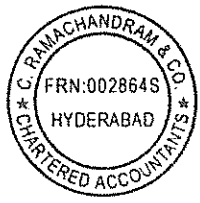



For and on behalf of the Board of Directors

T. Srinivasa Rao
T. Srinivasa Rao
Director

Rain Holding Limited
Statement of Profit and Loss for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	Note	For the year ended December 31, 2025	For the year ended December 31, 2024
1 Total income			
Revenue from operations	17	-	0.08
Other income	18	2,329.09	5,940.20
Total income		2,329.09	5,940.28
2 Expenses			
Finance costs	19	(28.96)	79.55
Depreciation and Amortisation		1.77	1.62
Loss/ (gain) on foreign currency transactions and translations (net)		62.76	(31.74)
Other expenses	20	15.33	45.76
Total expenses		50.90	95.19
3 Profit/(Loss) before tax (1-2)		2,278.19	5,845.09
4 Tax expense (benefit)	21		
1. Current tax		228.40	584.91
2. Deferred tax		-	-
5 Profit/(Loss) for the year/Period (3-4)		2,049.79	5,260.18
6 Other Comprehensive Income			
(i) Items that will be reclassified to profit or loss			
- Exchange Differences in translating the financial statements of foreign operation		(39.87)	66.04
(ii) Income tax relating to items that will be reclassified to profit or loss			
Total Other Comprehensive Income/(Loss) for the period		(39.87)	66.04
7 Total Comprehensive Income/(Loss) for the period (5+6)		2,009.92	5,326.22
8 Earnings per share			
Basic and Diluted (Rs.)		128.11	328.76
Corporate information	1		
Material accounting policies	2		
The notes referred to above form an integral part of the financial statements			
In terms of our report attached			
For C. Ramachandram & Co Chartered Accountants Firm Registration No: 002864S		For and on behalf of the Board of Directors	
		 T. Srinivasa Rao Director	
C. Ramachandram Partner M.No 025834 UDIN: 26025834YRTAIM6391 Place: Hyderabad Date : February 20, 2026			

Rain Holding Limited
Statement of Changes in Equity for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Particulars	Attributable to owners of the Company				Total
	Equity Share Capital	Preferential Share Capital	Reserves and Surplus		
			Retained Earnings	Other comprehensive income	
			Exchange differences on translating the financial statements of a foreign operation		
Balance as at January 1, 2025	1,327.66	10,963.72	1,850.74	(20.97)	14,121.15
Issue of Common Stock	-	-	-	-	-
Total Comprehensive Income for the year	-	-	2,049.79	(39.87)	2,009.92
Dividends	-	-	(2,462.27)	-	(2,462.27)
Any other change (Deferred finance cost)	-	(275.32)	-	-	(275.32)
Balance as at December 31, 2025	1,327.66	10,688.40	1,438.26	(60.84)	13,393.48

Particulars	Attributable to owners of the Company				Total
	Equity Share Capital	Preferential Share Capital	Reserves and Surplus		
			Retained Earnings	Other comprehensive income	
			Exchange differences on translating the financial statements of a foreign operation		
Balance as at January 1, 2024	489.74	10,688.40	(1,146.25)	(87.01)	9,944.88
Issue of Common Stock	837.92	-	-	-	837.92
Total Comprehensive Income for the year	-	-	5,260.18	66.04	5,326.22
Dividends	-	-	(2,263.19)	-	(2,263.19)
Any other change (Deferred finance cost)	-	275.32	-	-	275.32
Balance as at December 31, 2024	1,327.66	10,963.72	1,850.74	(20.97)	14,121.15

(ii) Description of the purposes of each reserve within equity:

Reserves and Surplus:

(a) Retained earnings: Retained earnings represents the net profits after all distributions and transfers to other reserves.

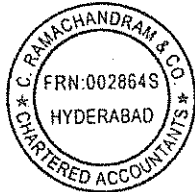
Items of Other Comprehensive Income:

(a) Foreign currency translation reserve (FCTR): Represents the FCTR of the foreign subsidiary. For the purpose of Group consolidation, the financial statements are translated at average rate of items in statement of profit and loss and at closing rate of the items in Balance sheet.

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

C. Ramachandram
Partner
M.No 025834
UDIN: 26025834 YRTAIM6391
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors

T. Srinivas Rao
T. Srinivas Rao
Director

Rain Holding Limited
Cash Flow Statement for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
A. Cash flow from operating activities		
Profit before taxation	2,278.19	5,845.09
Adjustments for :		
Depreciation expense	1.77	1.62
Interest and other borrowing costs	(28.96)	79.55
Interest income	(44.68)	(91.09)
Dividend from subsidiary companies	(2,283.99)	(5,849.11)
Liabilities / provisions no longer required written back	(0.42)	-
Foreign exchange (gain) / loss, net	6.17	13.31
	(2,350.11)	(5,845.72)
Operating profit before working capital changes	(71.92)	(0.63)
Adjustments for :		
Adjustments for (increase) / decrease in operating assets:		
Trade receivables	-	(0.04)
Other non-current assets	(0.01)	-
Other current assets	(1.35)	(0.02)
Trade payables	(0.42)	(4.22)
Other financial liabilities	(1.69)	0.17
Short-term provisions	-	29.80
	(3.47)	25.69
Cash generated from operations	(75.39)	25.06
Income taxes paid, net	(328.40)	(584.91)
Net cash from/(used in) operating activities	(303.79)	(559.85)
B. Cash flow from investing activities		
Loans given to subsidiaries during the year	(8.76)	(1,101.15)
Purchase of non-current investments	(50.61)	(2,150.65)
Maturity of fixed deposits with banks	48.60	-
Investment in fixed deposits with banks	(2,056.23)	-
Interest received	19.03	43.38
Dividend received from Subsidiaries	2,283.99	5,849.11
Net cash from investing activities	256.02	2,640.69
C. Cash flow from financing activities		
Proceeds from issue of equity shares	-	837.92
Repayment of non-current borrowings	-	(447.20)
Lease rentals paid	-	(3.42)
Interest and other borrowing costs paid	(0.03)	(73.30)
Dividend paid (including tax on dividend)	(584.44)	(2,241.57)
Net cash from/(used in) financing activities	(584.47)	(1,927.57)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	(632.24)	153.27
Cash and cash equivalents - opening balance	686.86	585.29
Effect of exchange differences on restatement of foreign currency cash and cash equivalents	31.35	(51.70)
Cash and cash equivalents - closing balance	85.97	686.86

Notes:

(i) The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard - 7 on "Statement on Cash Flows".

(ii) **Components of Cash and cash equivalents**

Balances with banks:

- in current accounts

2.82

2.32

- in deposit accounts (with original maturity of 3 months or less)

83.15

684.54

Cash and bank balances - closing balance


85.97

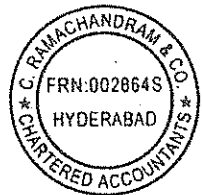
686.86

(iii) Comparative figures of the previous year, where necessary, have been regrouped to conform to those of the current period.


In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN: 26025834YRTAIM6391
Place: Hyderabad
Date: February 20, 2026



For and on behalf of the Board of Directors


T. Srinivasa Rao
Director

Rain Holding Limited
Notes forming part of the Financial Statements

Note 1: Corporate Information

Rain Holding Limited (“the Company”) has been incorporated to carry on the holding investments.

The Company is a wholly owned subsidiary of Rain Industries Limited (“RIL” or “the Holding Company”), a company incorporated in India and listed on the National Stock Exchange of India Limited and Bombay Stock Exchange of India Limited. The Company was incorporated in the City of Dubai, United Arab Emirates on February 20, 2023.

Note 2: Significant Accounting Policies

a) Basis of preparation of Financial Statements

(i) Statement of Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the ‘Act’) and other relevant provisions of the Act.

The standalone financial statements have been prepared on a going concern basis. Relevant Ind AS effective as on the Company’s annual reporting date (December 31, 2025) have been applied.

The standalone financial statements were authorised for issue by the Company’s Board of Directors on February 20, 2026.

(ii) Functional and presentation currency

The Functional currency of the Company is EURO. These Standalone financial statements are presented in INR.

(iii) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following:

Items	Measurement basis
Derivative financial instruments	Fair value
Certain financial assets and liabilities (refer accounting policy regarding financial instruments)	Fair value
Non-cash distribution liability	Fair value
Net defined benefit asset/liability	Fair value of plan assets less present value of defined benefit plan
Borrowings	Amortised cost using effective interest rate method

Rain Holding Limited.
Notes forming part of the Financial Statements (continued)

(iv) Use of estimates

In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates could change from period to period. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

Assumptions and estimation uncertainties

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
- Recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used
- Useful life of property, plant and equipment
- Impairment of financial assets and non-financial assets
- Expected Credit loss - provision for doubtful debts

Current and Non-current classification

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle.

Assets

An asset is classified as current when it satisfies any of the following criteria:

- i) It is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle
- ii) It is held primarily for the purpose of being traded
- iii) It is expected to be realised within 12 months after the reporting date or
- iv) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria

- i) It is expected to be settled in the Company's normal operating cycle
- ii) It is held primarily for the purpose of being traded
- iii) It is due to be settled within 12 months after the reporting date or

Rain Holding Limited.
Notes forming part of the Financial Statements (continued)

- iv) The Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company's operating cycle is within a period of 12 months.

b) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Recognition and initial measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial liabilities:

Initial recognition and measurement

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss, transaction costs that are directly attributable to its acquisition or issue. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Classification and Subsequent measurement

Financial liabilities are classified as measured at amortised cost or fair value through profit or loss. Financial liabilities carried at fair value through consolidated statement of profit and loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss.

Rain Holding Limited.
Notes forming part of the Financial Statements (continued)

All other financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability at fair value. The difference in the respective carrying amounts is recognised in the consolidated statement of profit and loss.

c) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Revenue from sale of goods and services are recognised at the point in time when control of the goods is transferred to the customer. The revenue is measured on the basis of the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual reductions.

Revenue from services rendered is recognised when the related services are performed in accordance with contract terms.

d) Other income

Interest income or expense is recognised using the effective interest method on time proportion method.

Dividend income is recognised when the Company's right to receive dividend is established, which is generally when shareholders approve the dividend.

e) Property, plant and equipment

Property, plant and equipment are stated at cost/professional valuation less accumulated depreciation and impairment loss, if any.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Depreciation on all the tangible fixed assets is provided using the straight-line method based on the useful life of the assets as prescribed by Schedule II to the Companies Act, 2013.

Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains and

Rain Holding Limited.**Notes forming part of the Financial Statements (continued)**

losses on disposal of tangible assets are determined as the difference between net sales proceeds and the carrying amount and are presented in the statement of profit and loss.

Items	Years
Vehicles	10

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

f) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount.

g) Impairment of financial assets

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on the financial asset has increased significantly if there is an indication that the financial asset is outstanding significantly beyond the usual credit period. The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); and
- the financial asset past due over its normal credit period.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

Rain Holding Limited.**Notes forming part of the Financial Statements (continued)**

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

h) Foreign Currency Transactions and Balances

Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transactions. Monetary assets and liabilities denominated in foreign currency are restated at the functional currency spot rates of exchange at the reporting date. The resultant gain/loss upon such restatement along with the gain/loss on account of foreign currency transactions are accounted in the Statement of Profit and Loss.

i) Investments

Non-current investments in subsidiaries are carried at cost less provision for diminution, other than temporary, if any, in the value of such investments.

j) Tax expense

Current tax is determined based on the amount of tax payable in respect of taxable income for the year. Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets on unabsorbed depreciation and carry forward of losses are not recognised unless there is a virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

k) Borrowing Costs

Borrowing costs include interest and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalisation of such asset is added to the cost of the assets.

l) Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

m) Dividend declared

The Company recognises a liability to make cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company.

Rain Holding Limited
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 3: Right of use asset		
ROU Lease Asset	1.89	3.19
	<u>1.89</u>	<u>3.19</u>
Note 4: Non-current investments		
A. Investment in equity instruments (unquoted)		
Equity shares carried at cost		
(i) In other entities		
Seventar Holding ILLC	12,970.37	12,970.37
OOO Rain Carbon	358.86	355.86
Rain Commodities FZCO	0.23	0.23
Total	<u>13,326.46</u>	<u>13,326.46</u>
(a) aggregate value of unquoted investments	13,326.46	13,326.46
Note 5: Other non-current assets		
Prepaid expenses	-	217.47
Total	<u>-</u>	<u>217.47</u>
Note 6: Trade receivables		
Trade receivables considered good - unsecured	0.14	0.11
Total	<u>0.14</u>	<u>0.11</u>

Trade receivables ageing schedule as at December 31, 2025:

Particulars	Unbilled	Outstanding for following periods from due date of payment						Total
		Not due	Less than 6 months	6 months 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed Trade Receivables considered good	-	-	-	-	-	0.14	-	0.14
ii. Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
iii. Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-	-	-
iv. Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
v. Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
vi. Disputed Trade Receivables-credit impaired	-	-	-	-	-	-	-	-
SUB-TOTAL	-	-	-	-	-	0.14	-	0.14
Less: Allowance for Credit Impairment	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	0.14	-	0.14

Trade receivables ageing schedule as at December 31, 2024:

Particulars	Unbilled	Outstanding for following periods from due date of payment						Total
		Not due	Less than 6 months	6 months 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed Trade Receivables considered good	-	-	-	0.11	-	-	-	0.11
ii. Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
iii. Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-	-	-
iv. Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
v. Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
vi. Disputed Trade Receivables-credit impaired	-	-	-	-	-	-	-	-
SUB-TOTAL	-	-	-	0.11	-	-	-	0.11
Less: Allowance for Credit Impairment	-	-	-	-	-	-	-	-
Total	-	-	-	0.11	-	-	-	0.11

Rain Holding Limited
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 7: Cash and bank balances		
A. Cash and cash equivalents		
Balances with banks:		
- in current accounts	2.82	2.32
- in deposit accounts (with original maturity of 3 month or less)	83.15	684.54
	<u>85.97</u>	<u>686.86</u>
B. Other bank balances		
Bank deposits due to mature after three months of the reporting date	2,053.70	-
	<u>2,053.70</u>	<u>-</u>
Total	<u>2,139.67</u>	<u>686.86</u>
Note 8: Current Loans		
(Unsecured, considered good)		
Advances to related parties		
- Other intercompany advances	196.84	130.53
Total	<u>196.84</u>	<u>130.53</u>
Note 9: Other current financial assets		
Interest accrued on deposits	20.68	-
Interest accrued on loans	130.11	89.48
Total	<u>150.79</u>	<u>89.48</u>
Note 10: Other current assets		
Prepaid expenses	1.36	11.76
- Others	0.20	0.17
Total	<u>1.56</u>	<u>11.93</u>
Note 11: Share capital		
Issued, subscribed and paid up		
Equity Shares	1,327.66	1,327.66
Preference Shares	10,688.40	10,963.72
Total	<u>12,016.06</u>	<u>12,291.38</u>

(i) **Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the period:**

Particulars	As at December 31, 2025		As at December 31, 2024	
	Number of Shares	Amount	Number of Shares	Amount
As at beginning of the year	16,000,000	1,327.66	6,000,000	489.74
Add/(Less): Changes in equity shares during the year	-	-	10,000,000	837.92
As at end of the year	16,000,000	1,327.66	16,000,000	1,327.66

Rain Holding Limited
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

As at
December 31, 2025

As at
December 31, 2024

(ii) Shareholders holding more than 5% of the equity shares

Name of the Shareholder	As at		As at	
	December 31, 2025		December 31, 2024	
	Number of shares	%	Number of shares	%
Rain Industries Limited	16,000,000.00	100%	16,000,000.00	100%

(iii) Shares held by Promoters

Name of the Shareholder	As at		As at	
	December 31, 2025		December 31, 2024	
	% of total shares	% of change during the year	% of total shares	% of change during the year
Rain Industries Limited	100%	0%	100%	0%

Note 12: Other equity

(i) Reserves and Surplus

(a) Retained Earnings

Opening balance	1,850.74	(1,146.25)
Add: Profit for the period	2,049.79	5,260.18
Add: Others	-	-
Less: Dividend declared	(2,462.27)	(2,263.19)
Closing balance	<u>1,438.26</u>	<u>1,850.74</u>

(ii) Items of Other Comprehensive income:

(a) Foreign currency translation reserve

Opening balance	(20.97)	(87.01)
Add: Effect of foreign exchange rate variations	(39.87)	66.04
Closing balance	<u>(60.84)</u>	<u>(20.97)</u>

Total	<u>1,377.42</u>	<u>1,829.77</u>
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Note 13: Non-current borrowings

Loans and advances from related parties (Unsecured)	73.27	61.84
Total	<u>73.27</u>	<u>61.84</u>

Note 14: Current borrowings

Loans and advances from related parties		
- Unsecured	187.78	130.53
Total	<u>187.78</u>	<u>130.53</u>

Note 15: Trade payables

Trade payables - other than micro and small enterprises	-	0.39
Total	<u>-</u>	<u>0.39</u>

Trade payables ageing schedule as at December 31, 2025:

Particulars	Unbilled	Outstanding for following periods from due date of payment					Total
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME	-	-	-	-	-	-	-
ii. Others	-	-	-	-	-	-	-
iii. Disputed dues-MSME	-	-	-	-	-	-	-
iv. Disputed dues-Others	-	-	-	-	-	-	-

Trade payables ageing schedule as at December 31, 2024:

Particulars	Unbilled	Outstanding for following periods from due date of payment					Total
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME	-	-	-	-	-	-	-
ii. Others	-	-	0.39	-	-	-	0.39
iii. Disputed dues-MSME	-	-	-	-	-	-	-
iv. Disputed dues-Others	-	-	-	-	-	-	-

Note 16: Other current financial liabilities

Interest accrued and due on borrowings	141.55	84.65
Others	1,979.16	31.93
Total	<u>2,120.71</u>	<u>116.58</u>

Rain Holding Limited
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
Note 17: Revenue from operations		
Other operating revenues	-	0.08
Revenue from operations	-	0.08
Note 18: Other income		
Interest from banks on deposits	28.42	43.38
Interest on loans and advances	16.26	47.71
Dividend income from long term investments	2,283.99	5,849.11
Liabilities / provisions no longer required written back	0.42	-
Total	2,329.09	5,940.20
Note 19: Finance costs		
*Interest expense	(28.99)	79.52
Other borrowing costs	0.03	0.03
Total	(28.96)	79.55
* Due to reversal of discounting impact pertains to fair valuation of preference share redemption premium		
Note 20: Other expenses		
Rent	-	1.48
Rates and taxes	1.14	1.78
Consultancy charges	13.92	42.50
Payment to auditors [Refer Note below]	-	-
Miscellaneous expenses	0.27	-
Total	15.33	45.76
Payment to auditors comprises (excluding GST):		
Other Auditor fees	0.00	0.00
Total	0.00	0.00
Note 21: Tax expense		
Current tax		
(i) Tax for current year	228.40	584.91
Net current tax	228.40	584.91
Deferred tax	-	-
Total	228.40	584.91

Rain Holding Limited
Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 22: Financial instruments disclosure:

Note 22.1: Fair Valuation measurement hierarchy

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows the carrying amounts and fair values of financial assets and liabilities including their levels of fair value hierarchy:

Particulars	As at December 31, 2025				As at December 31, 2024			
	Carrying Amount	Level of inputs used in			Carrying Amount	Level of inputs used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised cost								
Non-current investments	13,326.46				13,326.46			
Trade receivables	0.14				0.11			
Cash and cash equivalents	85.97				686.86			
Bank balances other than cash and cash equivalents	2,053.70				-			
Current loans	196.84				130.53			
Other current financial assets	150.79				89.48			
Financial Liabilities								
At Amortised cost								
Non-current borrowings excluding finance lease obligations	73.27				61.84			
Current borrowings	187.78				130.53			
Trade payables	-				0.39			
Other current financial liabilities	2,120.71				116.58			

Valuation Techniques:

(a) Borrowings (at amortised cost): The valuation model considers the present value of expected receipt/ payment discounted using risk-adjusted or appropriate discounting rates.

(b) The fair value of trade receivables, loans, other financial assets, cash and cash equivalents, bank balances other than cash and cash equivalents, trade payables and other financial liabilities approximate their carrying amount largely due to short term nature of these instruments.

Note 22.2: Financial risk management

The Company has put in place risk management systems as applicable to the respective operations. The following explains the objective and processes of the Company. The Company has a system based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as market risk, credit risk and liquidity risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

Note 22.3: Credit Risk

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The entities within the Company have a policy of dealing only with credit worthy counter parties and obtaining sufficient collateral, where appropriate as a means of mitigating the risk of financial loss from defaults. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments, cash and cash equivalents, derivatives provided by the Company. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying value of financial assets represents the maximum credit risk.

Rain Holding Limited

Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 22.4: Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation. The Company's corporate treasury department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. As of December 31, 2025, cash and cash equivalents are held with major banks and financial institutions.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payment and excludes impact of netting arrangements (if any):

							As at 31 December 2025	
Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total	
Non-derivative financial liabilities								
Borrowings	261.05	187.78				73.27	261.05	
Trade payables	-	-					-	
Other current financial liabilities	2,120.71	2,120.71					2,120.71	
							As at 31 December 2024	
Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total	
Non-derivative financial liabilities								
Borrowings	192.37	130.53				61.84	192.37	
Trade payables	0.39	0.39					0.39	
Other current financial liabilities	116.58	116.58					116.58	

Note 22.5: Market risk:

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including deposits, foreign currency receivables, payables and borrowings.

Note 22.6: Interest rate risk:

Interest rate risk is measured by using the cashflow sensitivity for change in variable interest rates. Any movement in the market interest rates could have an impact on the Company's cash flows as well as costs. In order to manage the Company's position with regard to interest rate risk, it adopts a policy of ensuring an optimal mix of its interest rate risk exposure. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's borrowing with variable interest rates.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to management is as follows.

Particulars	Interest rate exposure as at	
	31-Dec-25	31-Dec-24
Fixed rate instruments		
Financial assets	187.78	130.53
Financial liabilities	(187.78)	(130.53)
Variable rate instruments		
Financial assets	9.06	-
Financial liabilities	(73.27)	(61.84)
	(64.21)	(61.84)

Interest rate Sensitivity:

Impact on net interest expense for the year on 1% change in interest rate: A reasonably possible change of 1% in interest rates at the reporting date would have increased / (decreased) profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Particulars	Dec-25		Dec-24	
	Increase	Decrease	Increase	Decrease
Impact on profit and loss				
Variable-rate instruments	(0.64)	0.64	(0.62)	0.62
Interest rate swaps	-	-	-	-
Total Impact	(0.64)	0.64	(0.62)	0.62

Rain holding Limited**Notes forming part of the consolidated financial statements (continued)**

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 22.7 Unhedged foreign currency exposure:

The Company's foreign exchange risk arises from its foreign operations, foreign currency revenues and expenses and foreign currency borrowings, (primarily in US dollars, Russian Rubles, CAD etc). The exchange rate between the Indian rupee and these foreign currencies has changed substantially in recent periods and may continue to fluctuate substantially in the future. Consequently, the Company uses both derivative and non derivative financial instruments, such as foreign exchange forward contracts, option contracts, currency swap contracts and foreign currency financial liabilities, to mitigate the risk of changes in foreign currency exchange rates in respect of its highly probable forecasted transactions and recognised assets and liabilities.

The following table analyzes foreign currency risk from non derivative financial instruments as at 31 December 2025:

Foreign Currency Risk:

	AED	RUB	Total
Assets:			
Loans	9.06	187.78	196.84
	<u>9.06</u>	<u>187.78</u>	<u>196.84</u>
Liabilities:			
Borrowings	-	187.78	187.78
	<u>-</u>	<u>187.78</u>	<u>187.78</u>

The following table analyzes foreign currency risk from non derivative financial instruments as at 31 December 2024:

Foreign Currency Risk:

	AED	RUB	Total
Assets:			
Loans	-	130.53	130.53
	<u>-</u>	<u>130.53</u>	<u>130.53</u>
Liabilities:			
Borrowings	-	130.53	130.53
	<u>-</u>	<u>130.53</u>	<u>130.53</u>

Impact on Foreign currency (loss)/gain for the year on 1% change in rates are:

Particulars	31-Dec-25		31-Dec-24	
	Up move	Down move	Up move	Down move
Impact on P&L				
AED	0.09	(0.09)	-	-
RUB	-	-	-	-

Rain Holding Limited**Notes forming part of the Financial Statements (continued)**

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 23: Related Party Disclosures**a) Names of related parties and description of relationship**

Sl. No	Relationship	Name
(a) (i)	List of related parties where control exists Holding Company	1 Rain Industries Limited[RIL]
(ii)	Subsidiary Company	1 OOO Rain Carbon(w.e.f 13th November 2024) 2 Severtar Holding ILLC 3 OOO RÜTGERS Severtar [OOO Severtar] 4 Rain Commodities FZCO (w.e.f 20th December 2023)
(iii)	Entities under common control	1 Rain Carbon GmbH (RCG)

Rain Holding Limited
Notes forming part of the Financial Statements (continued)
All amounts are in Indian Rupees Millions, except share data and where otherwise stated

b) Transactions with related parties for the period ended December 31, 2025

Nature of Transaction	Related Parties	
	2025	2024
Interest Expenses		
- Severtar Holding ILLC	3.96	- 2.30
- Rain Carbon GmbH	15.97	29.25
Management fee		
Rain Industries Limited	8.92	-
Dividend Declared		
- Rain Carbon GmbH	2,462.27	2,263.19
Dividend Income		
-OOO Rain Carbon LLC	18.17	
- Severtar Holding ILLC	2,265.82	5,849.11
Interest Income		
- Rain Carbon GmbH	-	34.19
-OOO Rain Carbon LLC	15.99	13.53
Rain Commodities FZCO	0.27	-
Loans Given		
- Rain Carbon GmbH	-	1,101.15
Rain Commodities FZCO	8.76	-
Loans taken		
- Severtar Holding ILLC	-	62.54

c) The Company has the following dues from / to related parties:

Investments		
- Severtar Holding ILLC	12,970.37	12,970.37
-Rain Commodities FZCO	0.23	0.23
-OOO Rain Carbon LLC	355.86	355.86
Loans Payable		
- Severtar Holding ILLC	73.27	61.84
- Rain Carbon GmbH	187.78	130.53
Loans Receivable		
Rain Commodities FZCO	9.06	-
-OOO Rain Carbon LLC	187.78	130.53
Interest Payable		
- Severtar Holding ILLC	11.73	6.32
- Rain Carbon GmbH	129.81	78.33
Interest Receivable		
Rain Commodities FZCO	0.29	-
-OOO Rain Carbon LLC	129.81	78.33
- Rain Carbon GmbH	-	11.15
Trade Receivable		
- Severtar Holding ILLC	0.14	0.11
Other Payable		
- Rain Carbon GmbH	1,979.16	31.93

Note 24 : Earnings per Share (EPS)

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
a. Profit for the year	2,049.79	5,260.18
b. Weighted average number of equity shares outstanding during the Earnings per Share	16,000,000	16,000,000
c. Basic and Diluted - [a]/[b] (Rs.)	128.11	328.76

Rain Holding Limited

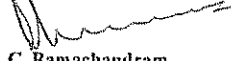
Notes forming part of the Financial Statements (continued)

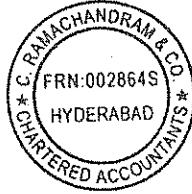
All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 25: Additional Regulatory Information

- (i) The title deeds of immovable properties are held in the name of the Company
- (ii) The Company has not revalued its Property, plant and equipment and intangible assets during the year.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) During the year there are no loans or advances in the nature of loans that are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are repayable on demand.
- (v) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (vi) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (vii) The Company has not advanced or loaned or invested funds, to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (viii) The Company have not received any fund, from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any undisclosed income in terms of any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessment.
- (x) During the year, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.
- (xi) The Company does not trade in crypto currency or virtual currency.

In terms of our report attached
For **C. Ramachandram & Co**
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN: 26025834 YRTAJM6391
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of


T. Srinivasa Rao
Director



C. RAMACHANDRAM & CO.
CHARTERED ACCOUNTANTS

Plot # 539, 2nd Floor, Souhiti Samriddhi
Kakatiya Hills, Road # 11, Madhapur,
Hyderabad - 500 081.
Ph : +91 40 4221 2099
Email : audit@crcoca.in
Web : www.crcoca.in

Independent Auditors' Report
on the Special Purpose Ind AS Financial Statements

To the Members of Rain Commodities (USA) Inc.

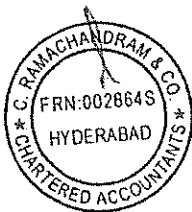
Opinion

We have audited the accompanying Standalone special purpose IND AS financial statements of **Rain Commodities (USA) Inc** (the Company), which comprise the balance sheet as at December 31, 2025, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Special Purpose Ind AS Financial Statements"). The Special Purpose Ind AS Financial Statements of the Company is prepared by the Board of Directors in accordance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") to enable holding company **Rain Industries Limited** to prepare its Ind AS consolidated financial statements for the year ended December 31, 2025.

In our opinion and to the best of our information and according to the explanations given to us, the Special Purpose Ind AS Financial Statements as at and for the year ended December 31, 2025 gives information required in accordance with Indian Accounting Standards ("Ind AS") notified under section 133 of the Companies Act, 2013 ("the Act") and in conformity with the basis of preparation referred to in Note No. 2 of the Special Purpose Ind AS Financial Statements, as amended and are prepared in compliance with the instructions received from **Rain Industries Limited** and based on significant accounting policies adopted by **Rain Industries Limited**

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("the SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Special Purpose Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the requirements and of the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Special Purpose Ind AS Financial Statements.



Information Other than the Financial Statements and Auditor's Report Thereon

As informed to us, there is no information other than financial statements. Consequently, in our opinion, the reporting requirements under SA 720 "The Auditor's Responsibility Relating to Other Information" are not applicable.

Management's Responsibility for the Special Purpose Ind AS Financial Statements

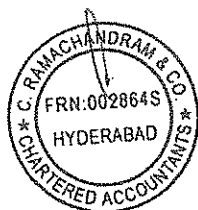
Board of Directors including those charged with governance are responsible for preparation of these Special Purpose Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the basis described In Note no. 2 of the Special Purpose Ind AS Financial Statements and accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS).

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgement and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Special purpose financial statement including adjustments to be made to comply with the requirements of Ind AS that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Special Purpose Ind AS Financial Statements, the Board of Directors and the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibility for the Special Purpose Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Special Purpose Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error and to Issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Special Purpose Ind AS Financial Statements.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

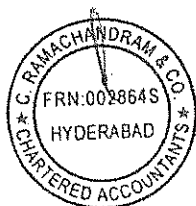
- Identify and assess the risks of material misstatement of the Special Purpose Ind AS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Special Purpose Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

Basis of Accounting

We draw attention to Note no. 2 to the Special Purpose Ind AS Financial Statements, which describes the basis of accounting. As a result, the Special Purpose Ind AS Financial Statements may not be suitable for another purpose.



Restriction on use and distribution

These Special purpose Ind AS Financial Statements are not general-purpose financial statements. This report on the Special Purpose Ind AS Financial Statements has been issued solely for the limited purpose of consolidation into the financial statements of the holding company, **Rain Industries Limited** and is intended solely for the information and use by the managements of the Company, the Holding Company and the Statutory Auditors of the Holding Company. It should not be used for any other purpose or distributed to or used by other parties.

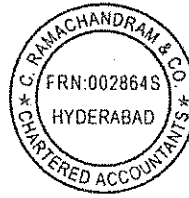
Place: Hyderabad

Date: February 20, 2026

For C. RAMACHANDRAM & Co

Chartered Accountants

FRN: 002864S



A handwritten signature in black ink, appearing to read "C. Ramachandram".

C. RAMACHANDRAM

Partner

Membership No.: 025834

UDIN: 26025834UVIFQZ9222

Rain Commodities (USA) Inc.
Balance Sheet as at December 31, 2025


All amounts are in Indian Rupees Millions, except share data and where otherwise stated

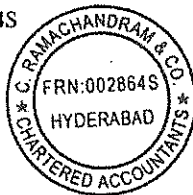
	Note	As at December 31, 2025	As at December 31, 2024
ASSETS			
1. Non-current assets			
(a) Property, Plant and Equipment	3	-	-
(b) Financial Assets			
(i) Investments	4	23,457.65	23,420.65
(c) Deferred tax asset, net		116.44	109.80
(d) Non-current tax assets (net)		445.99	420.67
		24,020.08	23,951.12
2. Current assets			
(a) Financial Assets			
(i) Cash and cash equivalents	5	284.77	79.49
(ii) Other financials assets	6	19.19	3.85
		303.96	83.34
TOTAL		<u>24,324.04</u>	<u>24,034.46</u>
EQUITY AND LIABILITIES			
1. Equity			
(a) Share Capital	7	7,732.13	7,732.13
(b) Other Equity	8	15,576.10	15,399.28
		23,308.23	23,131.41
2. Liabilities			
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	9	599.66	570.99
(ii) Trade payables	10	0.45	-
(A) total outstanding dues of micro enterprises and small enterprises and			
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		0.45	-
(iii) Other financial liabilities	11	415.70	332.06
TOTAL		<u>24,324.04</u>	<u>24,034.46</u>
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN: 26025834UVIFQZ9222



For and on behalf of the Board of Directors



Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Place: Hyderabad
Date : February 20, 2026

Rain Commodities (USA) Inc.

Statement of Profit and Loss for the year ended December 31, 2025


All amounts are in Indian Rupees Millions, except share data and where otherwise stated

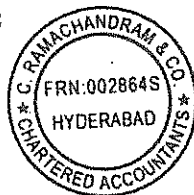
	Note	For the year ended December 31, 2025	For the year ended December 31, 2024
1 Total income			
Other income	12	569.11	691.06
Total income		569.11	691.06
2 Expenses			
Finance costs	13	31.30	41.60
Depreciation expense	3	-	-
Other expenses	14	442.20	32.71
Total expenses		473.50	74.31
3 Profit before tax (1-2)		95.61	616.75
4 Tax expense / (benefit)	15		
1. Current tax		(4.55)	(13.78)
2. Deferred tax		(1.06)	3.01
5 Profit for the year (3-4)		101.22	627.52
6 Other Comprehensive income/(Loss)			
A (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that will be reclassified to profit or loss			
- Exchange Differences in translating the financial statements of foreign operation		75.60	(7.18)
(ii) Income tax relating to items that will be reclassified to profit or loss			
Total Other Comprehensive income / (loss) for the year		75.60	(7.18)
7 Total Comprehensive income for the year (5+6)		176.82	620.34
8 Earnings per share			
Basic and Diluted (Rs.)	18	0.05	0.31
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN: 26025834UVIFQZ9222



For and on behalf of the Board of Directors



Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Place: Hyderabad
Date : February 20, 2026

Rain Commodities (USA) Inc.
Statement of Changes in Equity for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Particulars	Attributable to owners of the Company				Total	
	Equity Share Capital	Preferential Share Capital	Reserves and Surplus			Other comprehensive income
			Capital Reserve	Retained Earnings		Exchange differences on translating the financial statements of a foreign operation
Balance as at January 1, 2024	906.67	6,825.46	339.96	13,393.13	1,381.45	22,846.67
Net profit for the year				627.52		627.52
Other comprehensive loss for the year						
- Exchange differences on translation the financial statements of a foreign operation					(7.18)	(7.18)
Total Comprehensive income / (loss) for the year				627.52	(7.18)	620.34
Dividend for the year				(335.60)		(335.60)
Balance as at December 31, 2024	906.67	6,825.46	339.96	13,685.05	1,374.27	23,131.41
Net profit for the year				101.22		101.22
Other comprehensive income for the year						
- Exchange differences on translation the financial statements of a foreign operation					75.60	75.60
Total Comprehensive income for the year				101.22	75.60	176.82
Balance as at December 31, 2025	906.67	6,825.46	339.96	13,786.27	1,449.87	23,308.23

(ii) Description of the purposes of each reserve within equity:

Reserves and Surplus:

(a) Capital reserve: It consists of pre-acquisition profits. During amalgamation, the excess of net assets taken, over the cost of consideration paid is treated as capital reserve.


(b) Retained earnings: Retained earnings represents the net profits after all distributions and transfers to other reserves.

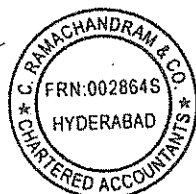
Items of Other Comprehensive Income:

(a) Foreign currency translation reserve (FCTR): Represents the FCTR of the foreign subsidiary. For the purpose of Group consolidation, the financial statements are translated at average rate of items in statement of profit and loss and at closing rate of the items in Balance sheet.

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Chartered Accountants
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Place: Hyderabad
Date: February 20, 2026

For and on behalf of the Board of Directors


Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Rain Commodities (USA) Inc.
Cash Flow Statement for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
A. Cash flow from operating activities		
Profit before taxation	95.61	616.75
Adjustments for :		
Interest and other borrowing costs	31.31	41.60
Interest income	(17.69)	(10.07)
Dividend from subsidiary companies	(540.54)	(671.20)
Assets written off	433.46	-
	(93.46)	(639.67)
Operating profit/(loss) before working capital changes	2.15	(22.92)
Adjustments for :		
Adjustments for (increase) / decrease in operating assets:		
Trade payables	0.44	
Other financial liabilities	36.67	(111.67)
	37.11	(111.67)
Cash generated from / (used in) operations	39.26	(134.59)
Income taxes received, net	-	3.20
Net cash from/(used in) operating activities	39.26	(131.39)
B. Cash flow from investing activities		
Purchase of non-current investments	(374.78)	(80.01)
Interest received	2.72	6.65
Dividend received from Subsidiaries	540.54	335.60
Net cash (used in) / generated from investing activities	168.48	262.24
C. Cash flow from financing activities		
Repayment of non-current borrowings	-	(166.94)
Net increase / (decrease) in working capital borrowings	-	166.94
Interest and other borrowing costs paid	(1.52)	(7.04)
Dividend paid (including tax on dividend)	-	(335.60)
Net cash generated from / (used in) financing activities	(1.52)	(342.64)
Net increase / (decrease) in cash and cash equivalents (A+B+C)	206.22	(211.79)
Cash and cash equivalents - opening balance	79.49	288.48
Effect of exchange differences on restatement of foreign currency cash and cash equivalents	(0.94)	2.80
Cash and cash equivalents - closing balance	284.77	79.49

Notes:

- (i) The above cash flow statement has been prepared under the 'Indirect Method' as set out in the
(ii) Components of Cash and cash equivalents

Balances with banks:

- in current accounts

284.77

79.49

Cash and bank balances - closing balance

284.77

79.49

In terms of our report attached

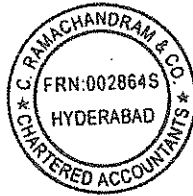
For C. Ramachandram & Co
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C. Ramachandram
Partner

M.No 025834
UDIN: 26025834UUVFQZ9222

Place: Hyderabad

Date : February 20, 2026



For and on behalf of the Board of Directors

Jagan Mohan Reddy Nellore

Director

DIN: 00017633

Note 1: Corporate Information

Rain Commodities (USA) Inc. (“RCUSA”) (“the Company”) has been incorporated to carry on the businesses of producing calcined petroleum coke (CPC), trading metallic and/or non-metallic substances, investing in entities engaged in such businesses and to provide freight forwarding services.

The Company is a wholly owned subsidiary of Rain Industries Limited (“RIL” or “the Holding Company”), a company incorporated in India and listed on the National Stock Exchange of India Limited and Bombay Stock Exchange of India Limited. The Company was incorporated in the State of Delaware, United States of America on November 2, 2005.

Note 2: Material Accounting Policies

a) Basis of preparation of Financial Statements

(i) Statement of Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the ‘Act’) and other relevant provisions of the Act.

The standalone financial statements have been prepared on a going concern basis. Relevant Ind AS effective as on the Company’s annual reporting date (December 31, 2025) have been applied. The accounting policies are applied consistently to all the periods presented in the financial statements.

The standalone financial statements were authorised for issue by the Company’s Board of Directors on February 20, 2025.

(ii) Functional and presentation currency

The Functional currency of the Company is US Dollars (USD). These Standalone financial statements are presented in Indian Rupees (INR). All amounts have been rounded-off to the nearest millions, unless otherwise indicated.

(iii) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following:

Items	Measurement basis
Certain financial assets and liabilities (refer accounting policy regarding financial instruments)	Fair value
Non-cash distribution liability	Fair value
Net defined benefit asset/liability	Fair value of plan assets less present value of defined benefit plan
Borrowings	Amortised cost using effective interest rate method

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

(iv) **Use of judgements, estimates and assumptions** In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates could change from period to period. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
- Recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used
- Useful life of property, plant and equipment
- Impairment of financial assets and non-financial assets
- Expected Credit loss - provision for doubtful debts

(iv) Current and Non-current classification

The Company has identified 12 months as its operating cycle for the classification of assets and liabilities into current and non-current. Current assets and liabilities include the current portion of non-current financial assets and liabilities.

b) Financial instruments

Financial Assets

Trade receivables and debt securities issued are initially recognised when they are originated. All other assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. **Recognition and initial measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Subsequent measurement and gains and losses

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in consolidated statement of profit and loss.

Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income,

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

foreign exchange gains and losses and impairment are recognised in consolidated statement of profit and loss. Any gain or loss on derecognition is recognised in consolidated statement of profit and loss.

Financial Liabilities

Recognition and initial measurement

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument at fair value plus, for an item not at fair value through profit and loss, transaction costs that are directly attributable to its acquisition or issue. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Financial liabilities are classified as measured at amortised cost or fair value through profit or loss. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss. All other financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method.

Financial assets and financial liabilities are off-set and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or realise the asset and settle the liability simultaneously.

Classification and Subsequent measurement

Financial liabilities are classified as measured at amortised cost or fair value through profit or loss. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss.

All other financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method.

c) Revenue from contracts with customers

Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Revenue from sale of goods and services are recognised at the point in time when control of the goods is transferred to the customer. The revenue is measured on the basis of the consideration defined in the

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual reductions.

Revenue from services rendered is recognised when the related services are performed in accordance with contract terms.

d) Property, plant and equipment

Property, plant and equipment are stated at cost/professional valuation less accumulated depreciation and impairment loss, if any.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Depreciation on all the property, plant and equipment is provided using the straight-line method based on the useful life of the assets as prescribed by Schedule II to the Companies Act, 2013.

Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed.

Gains and losses on disposal of property, plant and equipment are determined as the difference between net sales proceeds and the carrying amount, and are presented in the Statement of Standalone Profit and Loss

Items	Years
Buildings	15
Furniture and Fixtures	10

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

e) Impairment of non-financial assets

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company's estimates the asset's recoverable amount.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets (Cash Generating Unit or CGU) that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

f) Foreign Currency Transactions and Balances

Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transactions. Monetary assets and liabilities denominated in foreign currency are restated at the

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

prevailing year end rates. The resultant gain/loss upon such restatement along with the gain/loss on account of foreign currency transactions are accounted in the Statement of Profit and Loss. In respect of items covered by forward exchange contracts, the premium or discount arising at the inception of such a forward exchange contract is amortised as expense or income over the life of the contract. Any profit or loss arising on cancellation or renewal of such a forward contract is recognised in the Statement of Profit and Loss.

g) Investments

Non-current investments in subsidiaries are carried at cost less provision for diminution, other than temporary, if any, in the value of such investments.

h) Borrowing Costs

Borrowing costs include interest and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Deferred finance consists of loan financing fees, which are being amortised over the estimated life of the loan. Such life of the loan is reviewed by management on an ongoing basis. The Company considers its plans to repay the borrowings in determining the life of the asset. Amortisation of deferred finance cost is included in other borrowing costs of consolidated statement of profit and loss. Other borrowings costs including redemption premium are recognised in the period in which they are incurred.

i) Retirement and other employee benefits

Defined contribution plans

The Company makes specified monthly contribution towards employee provident fund to Government administered provident fund scheme, which is a defined contribution scheme. The Company's contribution is recognized as an expense in the statement of profit and loss during the period in which the employee renders the related service. The Company has no further obligations beyond its monthly contributions.

Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each balance sheet date. Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to statement of profit and loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and nonroutine settlements; and
- Net interest expense or income.

Compensated Absences:

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilized accumulating compensated absences and utilize it in future periods or encash the leaves during the period of employment or retirement or at termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Company measures the expected cost of compensated absences as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Company recognises accumulated compensated absences based on actuarial valuation using the projected unit credit method. Non-accumulating compensated absences are recognised in the period in which the absences occur.

Short-term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

j) Tax expense

Current tax is determined based on the amount of tax payable in respect of taxable income for the year. Deferred tax is recognised on timing differences being the difference between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods subject to consideration of prudence. Deferred tax assets on unabsorbed depreciation and carry forward of losses are not recognised unless there is a virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets and liabilities have been measured using the tax rates and tax laws that have been enacted or substantially enacted by the Balance Sheet date.

k) Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

l) Dividend declared

The Company recognises a liability to make cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company.

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

m) Earnings Per Share

The earnings considered in ascertaining the Company's Earnings Per Share (EPS) comprise net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

n) Statement of Cash Flows and Cash and cash equivalents

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined below, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Cash and cash equivalent in the consolidated balance sheet comprise cash at banks and on hand and short-term, highly liquid investments with an original maturity of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 3: Property, plant and equipment

Description	Gross Block				Depreciation			Net Block		
	As at January 1, 2025	Additions	Deletions/ Adjustments	Foreign Exchange Adjustments	As at December 31, 2025	For the year	Deletions/ Adjustments	Foreign Exchange Adjustments	As at December 31, 2025	As at December 31, 2024
Tangible assets										
Buildings	259.98	-	-	(259.98)	-	-	-	(259.98)	-	-
Furniture and Fixtures	5.99	-	-	(5.99)	5.99	-	-	267.05	273.04	-
Total	265.98	-	-	(265.97)	265.98	-	-	7.07	273.04	(273.04)
Description	Gross Block				Depreciation			Net Block		
	As at January 1, 2024	Additions	Deletions/ Adjustments	Foreign Exchange Adjustments	As at December 31, 2024	For the year	Deletions/ Adjustments	Foreign Exchange Adjustments	As at December 31, 2024	As at December 31, 2023
Tangible assets										
Buildings	252.39	-	-	7.59	259.98	-	-	7.59	259.98	-
Furniture and Fixtures	5.82	-	-	0.17	5.99	-	-	0.17	5.99	-
Total	258.21	-	-	7.76	265.98	-	-	7.76	265.98	-

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	<u>As at December 31, 2025</u>	<u>As at December 31, 2024</u>
Note 4: Non-current investments		
A. Investment in equity instruments (unquoted)		
Equity shares carried at cost		
(i) of subsidiaries		
Rain Carbon Inc	22,920.58	22,920.58
Rain Global Services LLC	-	349.16
B. Investment in other instruments (unquoted)		
At FVOCI (Fair value through Other comprehensive income)		
Investment in SSN	465.13	82.41
Investment in SaiSrusthi Capital PTE Ltd	71.94	68.50
Total	<u>23,457.65</u>	<u>23,420.65</u>
(a) aggregate value of unquoted investments	23,457.65	23,420.65
Note 5: Cash and cash equivalents		
Balances with banks:		
- in current accounts	284.77	79.49
Total	<u>284.77</u>	<u>79.49</u>
Note 6: Other current financial assets		
Security deposits	0.37	0.35
Interest accrued on loans	18.82	3.50
Total	<u>19.19</u>	<u>3.85</u>

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 7: Share capital		
Issued, subscribed and paid up		
Equity Shares	906.67	906.67
Preference Shares	6,825.46	6,825.46
Total	7,732.13	7,732.13

Notes:

- (i) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the year:

Particulars	As at December 31, 2025		As at December 31, 2024	
	Number of Shares	Amount	Number of Shares	Amount
As at beginning of the year	200,020	906.67	200,020	906.67
Add/(Less): Changes in equity shares during the year	-	-	-	-
As at end of the year	200,020	906.67	200,020	906.67

- (ii) Shareholders holding more than 5% of the equity shares

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	Number of shares	%	Number of shares	%
Rain Industries Limited	200,020	100%	200,020	100%

- (iii) Shares held by Promoters

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	% of total shares	% of change during the year	% of total shares	% of change during the year
Rain Industries Limited	100%	-	100%	-

Note 8: Other equity

- (i) Reserves and Surplus

(a) Capital Reserve	339.96	339.96
(b) Retained Earnings		
Opening balance	13,685.05	13,393.13
Add: Profit/(Loss) for the year	101.22	627.52
Less: Dividend paid		(335.60)
Closing balance	13,786.27	13,685.05

- (ii) Items of Other Comprehensive income:

(a) Foreign currency translation reserve		
Opening balance	1,374.27	1,381.45
Add: Effect of foreign exchange rate variations	75.60	(7.18)
Closing balance	1,449.87	1,374.27
Total	15,576.10	15,399.28

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	<u>As at</u> <u>December 31, 2025</u>	<u>As at</u> <u>December 31, 2024</u>
Note 9: Current borrowings		
Loans repayable on demand		
Loans and advances from related parties		
- Unsecured	599.66	570.99
Total	<u>599.66</u>	<u>570.99</u>
Note 10: Trade payables		
Trade payables - micro and small enterprises		
Trade payables	0.45	-
Total	<u>0.45</u>	<u>-</u>
(a) the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year.	-	-
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
Note 11: Other current financial liabilities		
Interest accrued but not due on borrowings	113.03	78.37
Others		
- Contractually reimbursable expenses	302.67	253.69
Total	<u>415.70</u>	<u>332.06</u>

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
Note 12: Other income		
Interest income	17.69	10.07
Dividend income from long term investments	540.54	671.20
Rental income from operating leases	10.82	9.77
Miscellaneous income	0.06	0.02
Total	569.11	691.06
Note 13: Finance costs		
Interest expense	29.78	40.58
Other borrowing costs	1.52	1.02
Total	31.30	41.60
Note 14: Other expenses		
Repairs and maintenance	5.43	4.68
Rates and taxes	2.69	2.62
Consultancy charges	0.62	25.41
Payment to auditors [Refer Note below]	0.00	0.00
Fixed assets written off	433.46	-
Total	442.20	32.71
Note:		
Payment to auditors comprises (excluding GST):		
Other Auditor fees	0.00	0.00
Total	0.00	0.00

Rain Commodities (USA) Inc.
Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 16: Financial instruments disclosure:
Note 16.1: Fair Valuation measurement hierarchy

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows the carrying amounts and fair values of financial assets and liabilities including their levels of fair value hierarchy:

Particulars	As at December 31, 2025				As at December 31, 2024			
	Carrying Amount	Level of inputs used in			Carrying Amount	Level of inputs used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised cost								
Non-current investments	22,920.58				23,269.74			
Cash and cash equivalents	284.77				79.49			
Other current financial assets	19.19				3.85			
At Fair value through other comprehensive income (FVTOCI)								
Non-current investments	537.07		537.07		150.91		150.91	
Financial Liabilities								
At Amortised cost								
Current borrowings (including current maturities included in other current financial liabilities)	599.66				570.99			
Trade payables	0.45				-			
Other current financial liabilities	415.70				332.06			

Valuation Techniques:

(a) Borrowings (at amortised cost): The valuation model considers the present value of expected receipt/payment discounted using risk-adjusted or appropriate discounting rates.

(b) The fair value of other financial assets, cash and cash equivalents and other financial liabilities approximate their carrying amount largely due to short term nature of these instruments.

Note 16.2: Financial risk management

The Company has put in place risk management systems as applicable to the respective operations. The following explains the objective and processes of the Company. The Company has a system based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as market risk and liquidity risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

Rain Commodities (USA) Inc.

Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 16.4: Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation. The Company's corporate treasury department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. As of December 31, 2025, cash and cash equivalents are held with major banks.

Maturity of financial liabilities:

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts are gross and undiscounted and excludes impact of netting arrangements (if any):

As at December 31, 2025							
Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities:							
Borrowings	599.66	599.66	-	-	-	-	599.66
Trade payables	0.45	0.45	-	-	-	-	0.45
Other current financial liabilities	415.70	415.70	-	-	-	-	415.70

As at December 31, 2024							
Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities:							
Borrowings	570.99	570.99	-	-	-	-	570.99
Other current financial liabilities	332.06	332.06	-	-	-	-	332.06

Note 16.5: Market risk:

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including deposits, foreign currency receivables, payables and borrowings.

Note 16.6: Interest rate risk:

Interest rate risk is measured by using the cashflow sensitivity for change in variable interest rates. Any movement in the market interest rates could have an impact on the Company's cash flows as well as costs. In order to manage the Company's position with regard to interest rate risk, it adopts a policy of ensuring an optimal mix of its interest rate risk exposure. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's borrowing with variable interest rates.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to management is as follows:

Particulars	Interest rate exposure as at	
	December 31, 2025	December 31, 2024
Variable rate instruments		
Financial assets	-	-
Financial liabilities	(419.82)	(413.27)

Interest rate Sensitivity:

Impact on net interest expense for the year on 1% change in interest rate: A reasonably possible change of 1% in interest rates at the reporting date would have increased / (decreased) profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Particulars	December 31, 2025		December 31, 2024	
	Increase	Decrease	Increase	Decrease
Impact on profit and loss				
Variable-rate instruments	4.20	(4.20)	4.13	(4.13)
Total Impact	4.20	(4.20)	4.13	(4.13)

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 17: Related Party Disclosures

a) Names of related parties and description of relationship

Sl. No	Relationship	Name
(a)	List of related parties where control exists	
(i)	Holding company	1 Rain Industries Limited [RIL]
(b)	Other related parties where transactions have taken place during the year/balances exists at year end	
	Entities under common control	1 Rain Carbon Inc. [RCI] 2 Rain CII Carbon LLC [RCC]

b) Transactions with related parties:

Particulars	Year ended December 31, 2025	Year ended December 31, 2024
Rent Income		
a) RCC	10.82	9.77
Interest Income		
a) RCI	17.69	10.07
Interest Expenditure		
a) RIL	-	6.01
b) RCI	29.78	34.56
Dividend Declared		
a) RIL	-	-
Dividend Received		
a) RCI	540.54	671.20

(c) The Company has the following dues from / to related parties:

Particulars	Year ended December 31, 2025	Year ended December 31, 2024
Loans from		
b) RCI	599.66	570.99
Investments		
a) RCI	459.04	-
Accrued interest payable		
b) RCI	113.03	78.37
Accrued interest receivable		
a) RCI	18.82	3.50
Amounts payable to		
a) RCC	302.67	253.69

Note 18 : Earnings per Share (EPS)

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
a. Profit for the year	101.22	627.52
b. Weighted average number of equity shares outstanding during the year	2,000,000,020	2,000,000,020
Earnings per Share		
c. Basic and Diluted - [a]/[b] (Rs.)	0.05	0.31

Rain Commodities (USA) Inc.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 19: Additional Regulatory Information

- (i) The title deeds of immovable properties are held in the name of the Company
- (ii) The Company has not revalued its Property, plant and equipment and intangible assets during the year.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) During the year there are no loans or advances in the nature of loans that are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are repayable on demand.
- (v) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (vi) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (vii) The Company has not advanced or loaned or invested funds, to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (viii) The Company have not received any fund, from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or
 - b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any undisclosed income in terms of any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessment.
- (x) During the year, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.
- (xi) The Company does not trade in crypto currency or virtual currency.

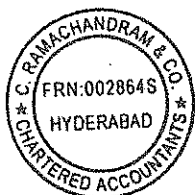
In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

For and on behalf of the Board of Directors



C. Ramachandram
Partner
M.No 025834
UDIN: 26025834UVIFQZ9222



Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Place: Hyderabad
Date: February 20, 2026



C. RAMACHANDRAM & CO.
CHARTERED ACCOUNTANTS

Plot # 539, 2nd Floor, Souhiti Samriddhi
Kakatiya Hills, Road # 11, Madhapur,
Hyderabad - 500 081.

Ph : +91 40 4221 2099

Email : audit@crcoca.in

Web : www.crcoca.in

Independent Auditors' Report
on the Special Purpose Ind AS Financial Statements

To the Members of Rain Carbon GmbH

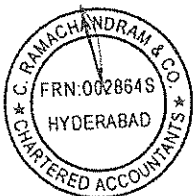
Opinion

We have audited the accompanying Standalone special purpose IND AS financial statements of **Rain Carbon GmbH** (the Company), which comprise the balance sheet as at December 31, 2025, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Special Purpose Ind AS Financial Statements"). The Special Purpose Ind AS Financial Statements of the Company is prepared by the Board of Directors in accordance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") to enable holding company **Rain Industries Limited** to prepare its Ind AS consolidated financial statements for the year ended December 31, 2025.

In our opinion and to the best of our information and according to the explanations given to us, the Special Purpose Ind AS Financial Statements as at and for the year ended December 31, 2025 gives information required in accordance with Indian Accounting Standards ("Ind AS") notified under section 133 of the Companies Act, 2013 ("the Act") and in conformity with the basis of preparation referred to in Note No. 2 of the Special Purpose Ind AS Financial Statements, as amended and are prepared in compliance with the instructions received from **Rain Industries Limited** and based on significant accounting policies adopted by **Rain Industries Limited**

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("the SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Special Purpose Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the requirements and of the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Special Purpose Ind AS Financial Statements.



Information Other than the Financial Statements and Auditor's Report Thereon

As informed to us, there is no information other than financial statements. Consequently, in our opinion, the reporting requirements under SA 720 "The Auditor's Responsibility Relating to Other Information" are not applicable.

Management's Responsibility for the Special Purpose Ind AS Financial Statements

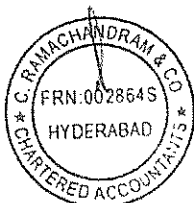
Board of Directors including those charged with governance are responsible for preparation of these Special Purpose Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the basis described In Note no. 2 of the Special Purpose Ind AS Financial Statements and accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS).

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgement and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Special purpose financial statement including adjustments to be made to comply with the requirements of Ind AS that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Special Purpose Ind AS Financial Statements, the Board of Directors and the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibility for the Special Purpose Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Special Purpose Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error and to Issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Special Purpose Ind AS Financial Statements.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

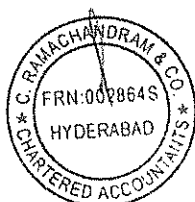
- Identify and assess the risks of material misstatement of the Special Purpose Ind AS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Special Purpose Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

Basis of Accounting

We draw attention to Note no. 2 to the Special Purpose Ind AS Financial Statements, which describes the basis of accounting. As a result, the Special Purpose Ind AS Financial Statements may not be suitable for another purpose.



Restriction on use and distribution

These Special purpose Ind AS Financial Statements are not general-purpose financial statements. This report on the Special Purpose Ind AS Financial Statements has been issued solely for the limited purpose of consolidation into the financial statements of the holding company, **Rain Industries Limited** and is intended solely for the information and use by the managements of the Company, the Holding Company and the Statutory Auditors of the Holding Company. It should not be used for any other purpose or distributed to or used by other parties.

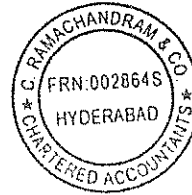
Place: Hyderabad

Date: February 20, 2026

For C. RAMACHANDRAM & Co

Chartered Accountants

FRN: 002864S



A handwritten signature in black ink, appearing to read "C. Ramachandram".

C. RAMACHANDRAM

Partner

Membership No.: 025834

UDIN: 26025834PLHZRK5722

Rain Carbon GmbH
Balance Sheet as at December 31, 2025

All amounts are in Indian Rupees Millions, except where otherwise stated

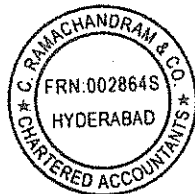
	Note	As at December 31, 2025	As at December 31, 2024
ASSETS			
1. Non-current assets			
(a) Property, Plant and Equipment	3	1.08	1.25
(b) Right of use asset	4	4.51	3.71
(c) Capital work in progress	3	1.70	-
(c) Other intangible assets	3	-	3.35
		7.29	8.31
(d) Financial Assets			
(i) Investments	5	29,379.36	24,795.45
(ii) Loans	6	25,887.30	21,848.24
		55,266.66	46,643.69
2. Current assets			
(a) Financial Assets			
(i) Trade receivables	7	1,997.70	15.05
(ii) Cash and cash equivalents	8	2.88	60.88
(iii) Loans	9	186.99	133.96
(iv) Other financial assets	10	2,872.96	1,804.65
		5,060.53	2,014.54
(b) Current tax assets, net		77.38	67.60
(c) Other current assets	11	403.41	124.21
TOTAL		60,815.27	48,858.35
EQUITY AND LIABILITIES			
1. Equity			
(a) Share Capital	12	3.62	3.62
(b) Other Equity	13	11,940.62	9,013.27
		11,944.24	9,016.89
2. Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	31,519.88	26,896.71
(ii) Other financial liabilities	15	-	0.44
(b) Provisions	16	541.80	561.48
(c) Deferred tax liability, net		1,647.28	1,871.28
(d) Other non-current liabilities	17	37.64	31.77
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	18	13,911.60	9,629.16
(ii) Trade payables	19	4.48	-
(A) total outstanding dues of micro enterprises and small enterprises and			
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		4.48	-
(iii) Other financial liabilities	20	1,161.83	803.29
(b) Other Current liabilities	21	14.67	7.18
(c) Provisions	22	31.86	40.15
(d) Current tax liabilities (net)		-	-
TOTAL		60,815.27	48,858.35
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

C. Ramachandram
Partner
M.No 025834
UDIN:26025834PLHZRK5722
Place: Hyderabad
Date: February 20, 2026



For and on behalf of the Board of Directors

Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Rain Carbon GmbH

Statement of Profit and Loss for the year ended December 31, 2025


All amounts are in Indian Rupees Millions, except where otherwise stated

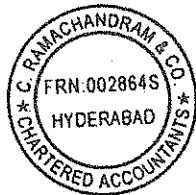
	Note	For the year ended December 31, 2025	For the year ended December 31, 2024
1 Total income			
Revenue from operations	23	77.13	97.54
Other income	24	4,277.74	3,976.28
Total income		4,354.87	4,073.82
2 Expenses			
Employee benefits expense	25	115.04	140.15
Finance costs	26	2,991.85	3,589.40
Depreciation expense	3	6.41	7.93
Impairment loss		-	-
Loss/ (gain) on foreign currency transactions and translations (net)		(37.76)	47.58
Other expenses	27	799.48	798.08
Total expenses		3,875.02	4,583.14
3 Profit before tax (1-2)		479.85	(509.32)
4 Tax expense	28		
1. Current tax		(0.74)	(18.03)
2. Deferred tax		(464.23)	(205.56)
5 Profit for the year (3-4)		944.82	(285.73)
6 Other Comprehensive Income/(Loss)			
A (i) Items that will not be reclassified to profit or loss			
- Remeasurements of defined benefit plans		141.37	23.58
(ii) Income tax relating to items that will not be reclassified to profit or loss		105.56	161.23
B (i) Items that will be reclassified to profit or loss			
- Exchange Differences in translating the financial statements of foreign operation		1,735.60	(293.92)
(ii) Income tax relating to items that will be reclassified to profit or loss			
Total Other Comprehensive Gain for the year		1,982.53	(109.11)
7 Total Comprehensive Gain for the year (5+6)		2,927.35	(394.84)
8 Earnings per share			
Basic and Diluted (Million Rs.)		472.41	(142.87)
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements


In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN:26025834PLHZRK5722
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors


Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Rain Carbon GmbH
Statement of Changes in Equity for the year ended December 31, 2025
All amounts are in Indian Rupees Millions, except where otherwise stated

Particulars	Attributable to owners of the Company					Total
	Equity Share Capital	Reserves and Surplus		Other comprehensive income	Exchange differences on translating the financial statements of a foreign operation	
		Capital Reserve	Retained Earnings			
Balance as at January 1, 2025	3.62	11,840.94	(5,702.60)	949.32	1,925.61	9,016.89
Total Comprehensive income for the year	-	944.82	246.93	-	1,735.60	2,927.35
Balance as at December 31, 2025	3.62	11,840.94	(4,757.78)	1,196.25	3,661.21	11,944.24

Particulars	Attributable to owners of the Company					Total
	Equity Share Capital	Reserves and Surplus		Other comprehensive income	Exchange differences on translating the financial statements of a foreign operation	
		Capital Reserve	Retained Earnings			
Balance as at January 1, 2024	3.62	11,840.94	(5,416.87)	764.50	2,219.53	9,411.72
Total Comprehensive income for the year	-	-	(285.73)	184.82	(203.92)	(394.83)
Balance as at December 31, 2024	3.62	11,840.94	(5,702.60)	949.32	1,925.61	9,016.89

(ii) Description of the purposes of each reserve within equity:

Reserves and Surplus:

(a) **Capital reserve.** It consists of pre-acquisition profits. During amalgamation, the excess of net assets taken, over the cost of consideration paid is treated as capital reserve.

(b) **Retained earnings:** Retained earnings represents the net profits after all distributions and transfers to other reserves.

Items of Other Comprehensive Income:

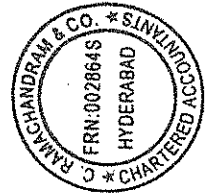
(a) **Foreign currency translation reserve (FCTR):** Represents the FCTR of the foreign subsidiary. For the purpose of Presentation of financial statements in INR which is different from functional currency EUR, the financial statements are translated at average rate of items in statement of profit and loss and at closing rate of the items in Balance sheet.

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

[Signature]
C. Ramachandram
Partner

M.No 024834
UDIN:26025834PLHZRKS722
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors

[Signature]

Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Rain Carbon GmbH
Cash Flow Statement for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
A. Cash flow from operating activities		
Profit/(loss) before taxation	479.85	(509.32)
Adjustments for:		
Depreciation expense	6.41	7.93
Profit/Loss on sale of fixed assets (net)	(0.03)	-
Gain on sale of Subsidiaries	-	-
Interest and other borrowing costs	2,991.85	3,589.39
Interest income	(1,791.77)	(1,680.42)
Dividend from subsidiary companies	(2,462.27)	(2,263.19)
Impairment loss	-	-
Liabilities / provisions no longer required written back	(0.52)	(0.97)
Foreign exchange (gain) / loss, net	(37.43)	18.88
	(1,293.76)	(328.37)
Operating profit before working capital changes	(813.91)	(837.89)
Adjustments for:		
Adjustments for (increase) / decrease in operating assets:		
Trade receivables	(27.07)	2.43
Other non-current assets	-	(0.00)
Current loans	-	0.00
Other financial assets	1.79	629.88
Other current assets	(278.87)	(6.23)
Trade payables	7.23	(11.84)
Other current liabilities	5.24	(46.25)
Other financial liabilities	514.62	516.12
Short-term provisions	(13.95)	(1.15)
Long-term provisions	20.56	20.94
	229.55	1,103.91
Cash generated from operations	(584.36)	266.22
Income taxes paid, net	1.64	90.01
Net cash from operating activities	(582.72)	356.23
B. Cash flow from investing activities		
Purchase of fixed assets, including capital advances	(1.70)	-
Proceeds from sale of investments	0.03	1,824.58
Loans repaid	-	447.20
Interest received	886.92	1,556.29
Dividend received from Subsidiaries	584.44	2,241.63
Net cash from investing activities	1,469.70	6,069.69
C. Cash flow from financing activities		
Repayment of non-current borrowings	-	(2,942.58)
Repayment of current borrowings	(1,886.76)	(5,304.24)
Proceeds from other current borrowings	3,706.19	5,484.22
Lease Rent paid	(2.43)	(3.09)
Interest on Lease rent paid	(0.13)	(0.16)
Interest and other borrowing costs paid	(2,764.28)	(3,631.95)
Net cash used in financing activities	(947.41)	(6,397.79)
Net decrease in cash and cash equivalents (A+B+C)	(60.43)	28.13
Cash and cash equivalents - opening balance	60.88	35.09
Effect of exchange differences on restatement of foreign currency cash and cash equivalents	2.43	(2.34)
Cash and cash equivalents - closing balance	2.88	60.88

Notes:

(i) The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard - 7 on "Statement on Cash Flows".

(ii) Components of Cash and cash equivalents

Balances with banks:

- in current accounts

Cash and bank balances - closing balance

2.88

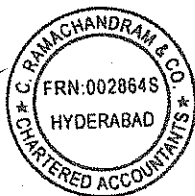
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60.88

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

C. Ramachandram
Partner
M.No 025834
UDIN: 26025834PLHZRK5722
Place: Hyderabad
Date: February 20, 2026



For and on behalf of the Board of Directors

Jagan Mohan Reddy Nelore
Director
DIN: 00017633

Rain Carbon GmbH
Notes forming part of the Financial Statements

Note 1: Corporate Information

Rain Carbon GmbH (“RCG”), (“the Company”) has been incorporated to carry on the holding investments.

The Company is a wholly owned subsidiary of Rain CII Carbon LLC (“the Holding Company) which is ultimately held by Rain Industries Limited (“RIL” or “the Ultimate Holding Company”), a company incorporated in India and listed on the National Stock Exchange of India Limited and Bombay Stock Exchange of India Limited.

Note 2: Material Accounting Policies

a) Basis of preparation of Financial Statements

(i) Statement of Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the ‘Act’) and other relevant provisions of the Act.

- The standalone financial statements have been prepared on a going concern basis. Relevant Ind AS effective as on the Company’s annual reporting date (December 31, 2025) have been applied. The accounting policies are applied consistently to all the periods presented in the financial statements.

The standalone financial statements were authorised for issue by the Company’s Board of Directors on February 20, 2026.

(ii) Functional and presentation currency

The Functional currency of the Company is EURO. These Standalone financial statements are presented in Indian Rupees (INR). All amounts have been rounded-off to the nearest millions, unless otherwise indicated.

(iii) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following:

Items	Measurement basis
Certain financial assets and liabilities (refer accounting policy regarding financial instruments)	Fair value
Net defined benefit asset/liability	Fair value of plan assets less present value of defined benefit plan
Borrowings	Amortised cost using effective interest rate method

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

(iv) Use of judgements, estimates and assumptions.

In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates could change from period to period. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
- Recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used
- Useful life of property, plant and equipment
- Impairment of financial assets and non-financial assets
- Expected Credit loss - provision for doubtful debts
- Defined benefit obligations.

Current and Non-current classification

The Group has identified 12 months as its operating cycle for the classification of assets and liabilities into current and non-current.

Current assets and liabilities include the current portion of non-current financial assets and liabilities.

b) Financial instruments

Financial assets:

Trade receivables and debt securities issued are initially recognised when they are originated. All other assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

Recognition and initial measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

Financial liabilities:

Initial recognition and measurement

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liability is initially measured at fair value minus, for an item not at fair value through profit and loss, transaction costs that are directly attributable to its acquisition or issue. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Classification and Subsequent measurement

Financial liabilities are classified as measured at amortised cost or fair value through profit or loss. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss.

All other financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. When a new financial liability is recorded in place of an existing one, the difference in the respective carrying amounts is recognised in the consolidated statement of profit and loss.

c) Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Revenue from services rendered is recognised when the related services are performed in accordance with contract terms.

d) Property, plant and equipment

Property, plant and equipment are stated at cost/deemed cost less accumulated depreciation and impairment loss, if any. Depreciation on all the tangible fixed assets is provided using the straight-line method based on the useful life of the assets as prescribed by Schedule II to the Companies Act, 2013.

Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed.

Gains and losses on disposal of tangible assets are determined as the difference between net sales proceeds and the carrying amount, and are presented in the Statement of Standalone Profit and Loss

Items	Years
Buildings	2-77

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

Plant and machinery	1-50
Furniture and Fixtures	1-20

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

e) Other intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

The estimated useful lives are as follows:

Items	Years
Licenses and franchise	2-10
Other intangibles assets	5

Intangible assets which are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the consolidated statement of profit and loss unless such expenditure forms part of carrying value of another asset.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

f) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount.

g) Impairment of financial assets

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

amortised cost are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on the financial asset has increased significantly if there is an indication that the financial asset is outstanding significantly beyond the usual credit period. The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); and
- the financial asset past due over its normal credit period.

h) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated amortisation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and consolidated statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in consolidated statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short term leases of all assets that have a lease term of 12 months or less. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

i) Foreign Currency Transactions and Balances

Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in statement of profit and loss with the exception of the following:

- Exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognised in statement of profit and loss in the separate financial statements of the reporting entity or the individual financial statements of the foreign operation, as appropriate. In the financial statements that include the foreign operation and the reporting entity (e.g., consolidated financial statements when the foreign operation is a subsidiary), such exchange differences are recognised initially in OCI. These exchange differences are reclassified from equity to consolidated statement of profit and loss on disposal of the net investment or disposal of operations.
- Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

Exchange differences are recognised in consolidated statement of profit and loss, except exchange differences arising from the translation of the following items which are recognised in OCI.

- equity investments at fair value through OCI (FVOCI);
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective (see (iii)); and
- qualifying cash flow hedges to the extent that the hedges are effective.

j) Investments

Non-current investments in subsidiaries are carried at cost less provision for diminution, other than temporary, if any, in the value of such investments.

k) Tax expense

Income tax expenses comprises of current tax and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to an item recognised directly in equity or other comprehensive income.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- In respect of taxable temporary differences associated with investments in subsidiaries and associates, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.
- taxable temporary differences arising on the initial recognition of goodwill.

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside consolidated statement of profit and loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

l) Borrowing Costs

Borrowing costs include interest and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Deferred finance cost consists of loan financing fees, which are being amortised over the estimated life of the loan. Such life of the loan is reviewed by management on an ongoing basis. The Company considers its plans to repay the borrowings in determining the life of the asset. Amortisation of deferred finance cost is included in other borrowing costs of consolidated statement of profit and loss. Other borrowings costs including redemption premium are recognised in the period in which they are incurred.

m) Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

n) Earnings Per Share

The earnings considered in ascertaining the Company's Earnings Per Share (EPS) comprise net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

o) Statement of Cash Flows and Cash and cash equivalents

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined below, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Cash and cash equivalent in the consolidated balance sheet comprise cash at banks and on hand and short-term, highly liquid investments with an original maturity of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

Note 3.4: Property, plant and equipment, Intangibles and ROU Asset

Description	GROSS BLOCK (AT COST)				DEPRECIATION				NET BLOCK	
	As at January 1, 2025	Additions during the period	Deletions during the period	Currency revaluation	As at December 31, 2025	For the period	On Deletions	Currency revaluation	As at December 31, 2025	As at December 31, 2024
Tangible assets (Own)										
(a) Furniture and Fixtures	1.50	-	-	0.28	1.78	0.19	-	0.19	0.30	0.60
(b) Office Equipment	7.22	-	-	1.34	8.56	0.20	-	1.21	0.58	0.65
Intangibles	48.02	-	-	8.99	57.61	3.71	-	8.62	-	3.34
ROU Asset	23.20	3.89	22.01	4.29	9.37	2.32	20.75	3.79	4.52	3.71
CWIP	-	1.70	-	-	1.70	-	-	-	1.70	-
Total	80.54	5.59	22.01	14.90	79.02	6.42	20.75	13.81	7.29	8.31

Description	GROSS BLOCK (AT COST)				DEPRECIATION				NET BLOCK	
	As at January 1, 2024	Additions during the period	Deletions during the period	Currency revaluation	As at December 31, 2024	For the period	On Deletions	Currency revaluation	As at December 31, 2024	As at December 31, 2023
Tangible assets (Own)										
(a) Furniture and Fixtures	3.17	-	0.85	(0.82)	3.50	0.20	-	(0.80)	0.60	1.67
(b) Office Equipment	5.95	0.85	0.11	0.53	7.22	0.17	0.11	0.56	0.65	-
Intangibles	50.17	-	-	(1.55)	48.62	5.31	-	(2.10)	3.34	8.10
ROU Asset	23.96	-	-	(0.76)	23.20	2.26	-	0.15	3.71	6.89
CWIP	-	-	-	-	-	-	-	-	-	-
Total	83.25	0.85	0.96	(2.59)	80.54	7.93	0.11	(2.18)	8.31	16.66

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 5: Non-current investments		
A. Investment in equity instruments (unquoted)		
Equity shares carried at cost	16,712.16	14,104.65
B. Investment in Preference shares (unquoted)		
Preference shares carried at cost	12,667.20	10,690.80
Total	<u>29,379.36</u>	<u>24,795.45</u>
(a) aggregate value of unquoted investments	29,379.36	24,795.45

Note 6: Long-term loans and advances (Unsecured, considered good)		
Loans and advances		
- to employees	3.21	2.71
- to related parties	25,884.09	21,845.53
Total	<u>25,887.30</u>	<u>21,848.24</u>

Note 7: Trade receivables		
Trade receivables considered good - secured		
Trade receivables considered good - unsecured	1,997.70	15.05
Total	<u>1,997.70</u>	<u>15.05</u>

Trade receivables ageing schedule as at December 31, 2025:

Particulars	Unbilled	Not due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed trade receivables - considered	-	18.45	1,319.50	659.75	-	-	-	1,997.70
ii. Undisputed trade receivables - considered	-	-	-	-	-	-	-	-
iii. Disputed trade receivables - considered	-	-	-	-	-	-	-	-
iv. Disputed trade receivables - considered	-	-	-	-	-	-	-	-

Trade receivables ageing schedule as at December 31, 2024:

Particulars	Unbilled	Not due	Outstandi Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
ii. Undisputed trade receivables - considered	-	-	-	-	-	-	-	-
iii. Disputed trade receivables - considered	-	-	-	-	-	-	-	-
iv. Disputed trade receivables - considered	-	-	-	-	-	-	-	-

Note 8: Cash and cash equivalents		
Balances with banks:		
- in current accounts	2.88	60.88
Total	<u>2.88</u>	<u>60.88</u>

Note 9: Current Loans (Unsecured, considered good)		
Advances to related parties		
- Other intercompany advances	186.99	133.96
Total	<u>186.99</u>	<u>133.96</u>

Note 10: Other current financial assets		
Interest accrued on loans	1,872.33	953.41
Others	1,000.63	851.24
Total	<u>2,872.96</u>	<u>1,804.65</u>

Note 11: Other current assets		
Prepaid expenses	17.73	-
Others	385.68	124.21
Total	<u>403.41</u>	<u>124.21</u>

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 12: Share capital		
Issued, subscribed and paid up		
Equity Shares	3.62	3.62
Total	3.62	3.62

Notes:

(i) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the year:

Particulars	As at December 31, 2025		As at December 31, 2024	
	Number of Shares	Amount	Number of Shares	Amount
As at beginning of the year	2.00	3.62	2.00	3.62
Add/(Less): Changes in equity shares during the year	-	-	-	-
As at end of the year	2.00	3.62	2.00	3.62

(ii) Shareholders holding more than 5% of the equity shares

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	Number of shares	%	Number of shares	%
Rain CH Carbon LLC	2.00	100%	2.00	100%

(iii) Shares held by Promoters

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	% of total shares	% of change	% of total shares	% of change
Rain CH Carbon LLC	100%	-	100%	-

Note 13: Other equity

(i) Reserves and Surplus

(a) Capital Reserve		
Opening balance	11,840.94	11,840.94
Less: Payment on Capital Reduction	-	-
Closing balance	11,840.94	11,840.94
(b) Retained Earnings		
Opening balance	(5,702.60)	(5,416.87)
Add: Profit for the period	944.82	(285.73)
Less: Dividend paid	-	-
Closing balance	(4,757.78)	(5,702.60)
(ii) Items of Other Comprehensive income:		
(a) Foreign currency translation reserve		
Opening balance	1,925.61	2,219.53
Add: Effect of foreign exchange rate variations	1,735.60	(293.92)
Add: Other adjustments	-	-
Closing balance	3,661.21	1,925.61
(b) Remeasurements of defined benefit liability/(asset)		
Opening balance	949.32	764.50
Add: Actuarial gain/(loss) on remeasurements of defined benefit plans	246.93	184.82
Closing balance	1,196.25	949.32
Total	11,940.62	9,013.27

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 14: Non-current borrowings		
A. Term loans		
From banks		
Secured	32,107.25	26,895.20
Less: Current portion of non-current borrowings disclosed under Note 18 - Current borrowings	(589.86)	-
B. Long term maturities of Lease obligations		
- Secured	4.49	3.78
Less: Current portion of non-current borrowings disclosed under Note 18 - Current borrowings	(2.00)	(2.27)
Total	<u>31,519.88</u>	<u>26,896.71</u>
Note 15: Other financial liabilities		
Payables to employees	-	0.44
Total	<u>-</u>	<u>0.44</u>
Note 16: Provisions		
Provision for employee benefits:		
- Other defined benefit plans (net)	541.80	561.48
Total	<u>541.80</u>	<u>561.48</u>
Note 17: Other non-current liabilities		
Others	37.64	31.77
Total	<u>37.64</u>	<u>31.77</u>
Note 18: Current borrowings		
Loans and advances from related parties		
-Unsecured	13,319.74	9,626.89
Current maturities of long-term borrowings	591.86	2.27
Total	<u>13,911.60</u>	<u>9,629.16</u>
Note 19: Trade payables		
Trade payables - other than micro and small enterprises	4.48	-
Total	<u>4.48</u>	<u>-</u>

Trade payables ageing schedule as at December 31, 2025:

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME *	-	-	-	-	-	-
ii. Others	2.15	2.33	-	-	-	4.48
iii. Disputed dues-MSME	-	-	-	-	-	-
iv. Disputed dues-Others	-	-	-	-	-	-

Trade payables ageing schedule as at December 31, 2024:

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME *	-	-	-	-	-	-
ii. Others	-	-	-	-	-	-
iii. Disputed dues-MSME	-	-	-	-	-	-
iv. Disputed dues-Others	-	-	-	-	-	-

*Micro, Small and Medium Enterprises

Note 20: Other current financial liabilities		
Interest accrued but not due on borrowings	64.07	72.43
Interest accrued and due on borrowings	133.74	49.96
Employee payables	2.70	4.23
Others	961.32	676.67
- Contractually reimbursable expenses	-	-
- Payables on purchase of fixed assets	-	-
- Payables to auditors	-	-
- Others	961.32	676.67
Total	<u>1,161.83</u>	<u>803.29</u>
Note 21: Other Current liabilities		
Income received in advance (Unearned revenue)	-	-
Others	14.67	7.18
Total	<u>14.67</u>	<u>7.18</u>
Note 22: Provisions		
Provision for employee benefits:		
- Provision for other employee benefits	-	21.54
- Other provisions	31.86	18.61
Total	<u>31.86</u>	<u>40.15</u>

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
Note 23: Revenue from operations		
Other operating revenues	77.13	97.54
Total	77.13	97.54
Note 24: Other income		
Interest income		
Interest from banks on deposits	0.01	0.77
other Interest	-	0.39
Interest on loans and advances	1,791.76	1,678.72
Interest on income tax refund	-	0.54
Rental income from operating leases	0.07	0.05
Liabilities / provisions no longer required written back	0.93	0.97
Profit on sale of fixed assets (net)	0.03	-
Dividend Income	2,462.27	2,263.19
Miscellaneous Income	22.67	31.65
Total	4,277.74	3,976.28
Note 25: Employee benefits expense		
Salaries, wages and bonus	79.44	104.95
Contributions to provident and other funds	35.49	34.93
Staff welfare expenses	0.11	0.27
Total	115.04	140.15
Note 26: Finance costs		
Interest expense	2991.25	3588.84
Interest expense on leases	0.13	0.16
Other borrowing costs	0.47	0.40
Total	2991.85	3589.40

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

Note 27: Other expenses

Repairs and maintenance	0.04	0.01
Insurance	1.85	1.81
Rates and taxes	9.61	0.85
Travelling and conveyance	1.05	0.73
Printing and stationery	0.21	0.22
Corporate Social Responsibility and other donations	0.05	0.05
Consultancy charges	49.05	51.03
Payment to auditors	0.00	0.00
Miscellaneous expenses*	737.62	743.38
Total	799.48	798.08

*This includes (Income)/Loss transfer from its German Subsidiaries during the year amounting to 357.85 Mn's for 2025 and 210.52 Mn's for 2024

Note:

Payment to auditors comprises (excluding GST):

Other Auditor fee	0.00	0.00
Total	0.00	0.00

Note 28: Tax expense

Current tax		
(i) Tax for current year	(0.74)	(18.03)
(ii) Tax relating to earlier years		
(iii) Minimum alternate tax credit entitlement		
Net current tax	(0.74)	(18.03)
Deferred tax	(733.73)	(205.56)
Total	(734.47)	(223.59)

Rain Carbon GmbH

Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

Note 29: Financial instruments disclosure:

Note 29.1: Fair Valuation measurement hierarchy

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows the carrying amounts and fair values of financial assets and liabilities including their levels of fair value hierarchy:

Particulars	As at December 31, 2025				As at December 31, 2024			
	Carrying Amount	Level of inputs used in			Carrying Amount	Level of inputs used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised cost								
Non-current investments	29,379.36				24,795.45			
Trade receivables	1,997.70				15.05			
Cash and cash equivalents	2.88				60.88			
Non-current loans	25,887.30				21,848.24			
Current loans	186.99				133.96			
Other current financial assets	2,872.96				1,804.65			
Financial Liabilities								
At Amortised cost								
Non-current borrowings (including current maturities included in other current financial liabilities)	31,519.88				26,896.71			
Other non-current financial liabilities	-				0.44			
Current borrowings	13,911.60				9629.16			
Other current financial liabilities	1,161.83				803.29			

Valuation Techniques:

(a) **Borrowings (at amortised cost):** The valuation model considers the present value of expected receipt/payment discounted using risk-adjusted or appropriate discounting rates.

(b) The fair value of trade receivables, loans, other financial assets, cash and cash equivalents, bank balances other than cash and cash equivalents, trade payables and other financial liabilities approximate their carrying amount largely due to short term nature of these instruments.

Note 29.2: Financial risk management

The Company has put in place risk management systems as applicable to the respective operations. The following explains the objective and processes of the Company. The Company has a system based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as market risk, credit risk and liquidity risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

Note 29.3: Credit Risk

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The entities within the Company have a policy of dealing only with credit worthy counter parties and obtaining sufficient collateral, where appropriate as a means of mitigating the risk of financial loss from defaults. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments, cash and cash equivalents, derivatives provided by the Company. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying value of financial assets represents the maximum credit risk.

Rain Carbon GmbH
Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

Note 29.4: Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation. The Company's corporate treasury department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. As of December 31, 2025, cash and cash equivalents are held with major banks.

Maturity of financial liabilities:

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payment and excludes impact of netting arrangements (if any):

As at December 31, 2025							
Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities:							
Borrowings	45,431.48	13,922.09	1,865.77	30,318.81	-	-	46,106.68
Other current financial liabilities	1,161.83	1,161.83	-	-	-	-	1,161.83

As at December 31, 2024							
Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities:							
Borrowings	36,525.87	10,137.75	1,574.76	25,582.69	-	-	37,295.20
Other current financial liabilities	803.29	803.29	-	-	-	-	803.29

Note 29.5: Market risk:

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including deposits, foreign currency receivables, payables and borrowings.

Note 29.6: Interest rate risk:

Interest rate risk is measured by using the cashflow sensitivity for change in variable interest rates. Any movement in the market interest rates could have an impact on the Company's cash flows as well as costs. In order to manage the Company's position with regard to interest rate risk, it adopts a policy of ensuring an optimal mix of its interest rate risk exposure. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's borrowing with variable interest rates.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to management is as follows:

Particulars	Interest rate exposure as at	
	Dec-25	Dec-24
Variable rate instruments		
Financial assets	-	-
Financial liabilities	(46,018.85)	(36,524.36)
	(46,018.85)	(36,524.36)

Interest rate Sensitivity:

Impact on net interest expense for the year on 1% change in interest rate: A reasonably possible change of 1% in interest rates at the reporting date would have increased / (decreased) profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Particulars	Dec-25		Dec-24	
	Increase	Decrease	Increase	Decrease
Impact on profit and loss				
Variable-rate instruments	(460.19)	460.19	(365.24)	365.24
Total Impact	(460.19)	460.19	(365.24)	365.24

Rain Carbon GmbH

Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

Note 29.7 Currency risk:

The Company is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the respective functional currencies of individual entities in the Company.

The following table analyzes foreign currency risk from non derivative financial instruments as at December 31, 2025:

	USD	EUR	CAD	RUB	Total
Assets:					
Other Financial Assets	-	-	-	316.26	316.26
	-	-	-	316.26	316.26
Liabilities:					
Other financial liabilities	443.23	-	-	-	443.23
	443.23	-	-	-	443.23

The following table analyzes foreign currency risk from non derivative financial instruments as at December 31, 2024:

	USD	EUR	CAD	RUB	Total
Assets:					
Trade receivables	0.11	-	-	-	0.11
Other Financial Assets	-	-	-	214.34	214.34
	0.11	-	-	214.34	214.45
Liabilities:					
Other financial liabilities	-	-	-	-	-
	-	-	-	-	-

Sensitivity Analysis:

A reasonably possible strengthening (weakening) of the US dollar, Euro, Canadian Dollar, Ruble against all other currencies as at December 31 would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and statement of profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Impact on Foreign currency loss/(gain) for the year on 1% change in rates are:

Particulars	December 31, 2025		December 31, 2024	
	Strengthening	Weakening	Strengthening	Weakening
Impact on profit and loss				
INR	-	-	-	-
Euro	-	-	-	-
USD	4.43	(4.43)	(0.00)	0.00
CAD	-	-	-	-
RUB	(3.16)	3.16	(2.14)	2.14
Others*	-	-	-	-

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

Note 30: Related Party Disclosures

a) Names of related parties and description of relationship

Sl. No	Relationship	Name
(a)	List of related parties where control exists	
(i)	Holding Company	Rain CII Carbon LLC [RCC]
	Intermediate Holding Company	Rain Carbon Inc. [RCI]
	Intermediate Holding Company	Rain Commodities (USA) Inc
	Ultimate Holding Company	Rain Industries Limited[RIL]
(ii)	Subsidiaries	
		1 Rain Carbon Poland Sp.zo.o.
		2 Rain Carbon Wohnimmobilien GmbH & Co. KG
		3 Rain Carbon Gewerbeimmobilien GmbH & Co. KG
		4 Rain Carbon (Shanghai) Co., Ltd
		5 Rumba Invest BVBA & Co. KG [Rumba]
		6 Rain Carbon Germany GmbH
(ii)	Entities Under Common Control	
		1 Rain Carbon Canada Inc.
		2 Rain Holdings Limited
		3 Severter Holding Limited (Severtar Holding ILLC(Redomiciled))
		4 OOO Ruetgers severter
		5 OOO Rain Carbon LLC
		6 Rain Carbon BV (RCBV)

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

b) Transactions with related parties for the year ended December 31, 2025

Nature of Transaction	Related Parties	
	2025	2024
Revenue from Services		
- Rain Carbon Germany GmbH	69.48	87.33
- Rumba Invest SPRL& Co.KG	-	0.14
- Rain Carbon Canada Inc.	-	0.94
- Rain Carbon Inc	3.63	0.34
- Rain Carbon Wohnimmobilien GmbH & Co. KG	2.77	2.85
- Rain Carbon Gewerbeimmobilien GmbH & Co. KG	1.38	1.52
- Rain Carbon BV	-	3.47
Intercompany Administration and IT costs recharges Income		
- Rain Carbon Germany GmbH	1.45	0.45
- Rain Carbon Inc	21.21	30.96
Loss/(Profit) on Profit/Loss Transfer agreements		
- Rain Carbon Germany GmbH	348.04	219.10
- Rumba Invest SPRL& Co.KG	9.81	(8.58)
Interest Income		
- Rain Holding Limited	15.71	29.38
- Rain Carbon Inc	1,776.04	1,636.28
- Rain Carbon Germany GmbH	-	13.06
Interest Expenses		
- Severter Holding Ltd (Severtar Holding ILLC(Redomiciled))	-	1.40
-Rain CII Carbon LLC	-	5.19
- Rain Carbon Inc	-	16.87
- Rain Carbon Germany GmbH	471.17	550.43
- Rain Carbon BV	25.04	57.60
- Rain Holding Limited	-	34.19
Consultancy charges		
- Rain Carbon Inc	2.24	6.84
- Rain Carbon Germany GmbH	-	10.11
Dividend Received		
- Rain Holding Limited	2,462.27	2,263.19
Intercompany Administration and IT costs recharges expenses		
- Rain Carbon Inc	373.91	387.44
- Rain Carbon Germany GmbH	14.60	0.35

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

c) The Company has the following dues from / to related parties:

Loans Receivable (including Interest):		
- Rain Carbon Inc	27,627.16	22,718.56
- Rain Holding Limited	316.26	214.34
Loans Payable(including Interest)		
- Rain Carbon Germany GmbH	12,182.62	8,774.80
- Rain Carbon BV	1,270.86	890.90
- Rain Holding Limited	-	11.15
Other Payables(Net)		
- Rain Carbon Germany GmbH	366.65	247.13
- Rumba Invest SPRL& Co.KG	109.08	94.47
Other Payables Net (Profit Loss Transfer Agreements)		
- Rain Carbon Germany GmbH	348.37	219.25
Other Receivables Net (Profit Loss Transfer Agreements)		
- Rumba Invest SPRL& Co.KG	863.41	735.43
Dividend Receivable		
- RHL	1,979.25	-
Trade Payables		
- Rain Carbon Germany GmbH	2.10	3.49
Trade Receivables		
- Rumba Invest SPRL& Co.KG	(0.34)	(0.29)
- Rain Carbon BV	-	-
- Rain Carbon Gewerbeimmobilien GmbH & Co. KG	0.42	0.43
- Rain Carbon Wohnimmobilien GmbH & Co. KG	0.85	1.13
- Rain Carbon Germany GmbH	17.52	13.78

Rain Carbon GmbH
Notes forming part of the Financial Statements (continued)

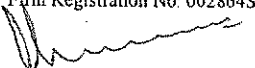
All amounts are in Indian Rupees Millions, except where otherwise stated

Note 31 : Earnings per Share (EPS)

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
a. Profit for the year	944.82	(285.73)
b. Weighted average number of equity shares outstanding during the year (Nos.)	2.00	2.00
Earnings per Share		
c. Basic and Diluted - [a]/[b] (Million Rs.)	472.41	(142.87)


Note 32: Additional Regulatory Information

- (i) The title deeds of immovable properties are held in the name of the Company
- (ii) The Company has not revalued its Property, plant and equipment and intangible assets during the year.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) During the year there are no loans or advances in the nature of loans that are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are repayable on demand.
- (v) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (vi) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (vii) The Company has not advanced or loaned or invested funds, to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (viii) The Company have not received any fund, from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any undisclosed income in terms of any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessment.
- (x) During the year, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.
- (xi) The Company does not trade in crypto currency or virtual currency.

In terms of our report attached
For **C. Ramachandram & Co**
Chartered Accountants
Firm Registration No: 002864S

C. Ramachandram
Partner
M.No 025834
UDIN:26025834PLHZRK5722
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors


Jagan Mohan Reddy Nellore
Director
DIN: 00017633



C. RAMACHANDRAM & CO.
CHARTERED ACCOUNTANTS

Plot # 539, 2nd Floor, Souhiti Samriddhi
Kakatiya Hills, Road # 11, Madhapur,
Hyderabad - 500 081.
Ph : +91 40 4221 2099
Email : audit@crcoca.in
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Independent Auditors' Report
on the Special Purpose Ind AS Financial Statements

To the Members of OOO Rain Carbon

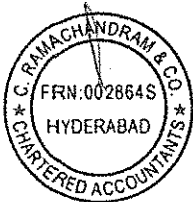
Opinion

We have audited the accompanying Standalone special purpose IND AS financial statements of **OOO Rain Carbon** (the Company), which comprise the balance sheet as at December 31, 2025, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Special Purpose Ind AS Financial Statements"). The Special Purpose Ind AS Financial Statements of the Company is prepared by the Board of Directors in accordance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") to enable holding company **Rain Industries Limited** to prepare its Ind AS consolidated financial statements for the year ended December 31, 2025.

In our opinion and to the best of our information and according to the explanations given to us, the Special Purpose Ind AS Financial Statements as at and for the year ended December 31, 2025 gives information required in accordance with Indian Accounting Standards ("Ind AS") notified under section 133 of the Companies Act, 2013 ('the Act') and in conformity with the basis of preparation referred to in Note No. 2 of the Special Purpose Ind AS Financial Statements, as amended and are prepared in compliance with the instructions received from **Rain Industries Limited** and based on significant accounting policies adopted by **Rain Industries Limited**

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("the SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Special Purpose Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the requirements and of the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Special Purpose Ind AS Financial Statements.



Information Other than the Financial Statements and Auditor's Report Thereon

As informed to us, there is no information other than financial statements. Consequently, in our opinion, the reporting requirements under SA 720 "The Auditor's Responsibility Relating to Other Information" are not applicable.

Management's Responsibility for the Special Purpose Ind AS Financial Statements

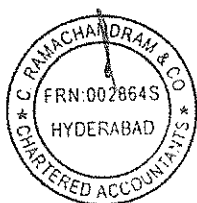
Board of Directors including those charged with governance are responsible for preparation of these Special Purpose Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the basis described in Note no. 2 of the Special Purpose Ind AS Financial Statements and accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS).

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgement and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Special purpose financial statement including adjustments to be made to comply with the requirements of Ind AS that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Special Purpose Ind AS Financial Statements, the Board of Directors and the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibility for the Special Purpose Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Special Purpose Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error and to Issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Special Purpose Ind AS Financial Statements.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

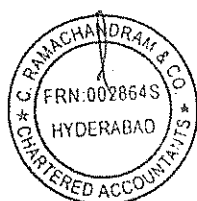
- Identify and assess the risks of material misstatement of the Special Purpose Ind AS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Special Purpose Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

Basis of Accounting

We draw attention to Note no. 2 to the Special Purpose Ind AS Financial Statements, which describes the basis of accounting. As a result, the Special Purpose Ind AS Financial Statements may not be suitable for another purpose.



Restriction on use and distribution

These Special purpose Ind AS Financial Statements are not general-purpose financial statements. This report on the Special Purpose Ind AS Financial Statements has been issued solely for the limited purpose of consolidation into the financial statements of the holding company, **Rain Industries Limited** and is intended solely for the information and use by the managements of the Company, the Holding Company and the Statutory Auditors of the Holding Company. It should not be used for any other purpose or distributed to or used by other parties.

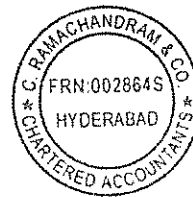
Place: Hyderabad

Date: February 20, 2026

For C. RAMACHANDRAM & Co

Chartered Accountants

FRN: 002864S



A handwritten signature in black ink, appearing to read "C. Ramachandram".

C. RAMACHANDRAM

Partner

Membership No.: 025834

UDIN: 26025834RRJCFV1375

OOO Rain Carbon

Balance Sheet as at December 31, 2025

All amounts are in Indian Rupees Millions, except where otherwise stated

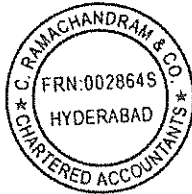
	Note	As at December 31, 2025	As at December 31, 2024
ASSETS			
1. Non-current assets			
(a) Property, Plant and Equipment	3	470.94	346.37
2. Current assets			
(a) Financial Assets			
(i) Trade receivables	4	10.83	7.58
(ii) Cash and cash equivalents	5	178.75	98.36
		189.58	105.94
(b) Other current assets	6	1.32	1.88
TOTAL		661.84	454.19
EQUITY AND LIABILITIES			
1. Equity			
(a) Share Capital	7	0.01	0.01
(b) Other Equity	8	279.01	187.15
		279.02	187.16
2. Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	9	42.47	51.00
(b) Deferred tax liability, net		-	-
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	10	203.23	130.53
(ii) Trade payables	11	0.20	0.48
(A) total outstanding dues of micro enterprises and small enterprises and		-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		0.20	0.48
(iii) Other financial liabilities	12	132.68	81.34
(b) Other Current liabilities	13	4.24	3.68
TOTAL		661.84	454.19
Corporate information	1		
Material accounting policies	2		

The notes referred to above form an integral part of the financial statements

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

C. Ramachandram
Partner
M.No 025834
UDIN:26025834RRJCFV1375
Place: Hyderabad
Date : February 20, 2026



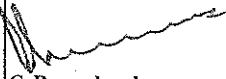

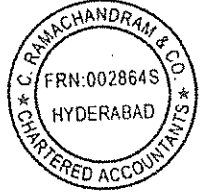
For and on behalf of the Board of Directors

T. Srinivasa Rao

T. Srinivasa Rao
Director

OOO Rain Carbon
Statement of Profit and Loss for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except where otherwise stated

	Note	For the year ended December 31, 2025	For the year ended December 31, 2024
1 Total income			
Other income	14	97.83	84.46
Total income		97.83	84.46
2 Expenses			
Employee benefits expense	15	5.06	4.69
Finance costs	16	28.71	26.52
Depreciation expense	3	25.07	21.70
Loss/ (gain) on foreign currency transactions and translations (net)		-	(0.43)
Other expenses	17	4.97	16.34
Total expenses		63.81	68.82
3 Profit before tax (1-2)		34.02	15.64
4 Tax expense (benefit)	18		
1. Current tax		8.60	5.42
2. Deferred tax		-	-
5 Profit for the year (3-4)		25.42	10.22
6 Other Comprehensive income/(Loss):			
A (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that will be reclassified to profit or loss			
- Exchange Differences in translating the financial statements of foreign operation		84.00	(32.91)
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Total Other Comprehensive income for the year		84.00	(32.91)
7 Total Comprehensive Income for the year (5+6)		109.42	(22.69)
8 Earnings per share			
Basic and Diluted (Million Rs.)		25.42	10.22
Corporate information	1		
Material accounting policies	2		
The notes referred to above form an integral part of the financial statements			
In terms of our report attached			
For C. Ramachandram & Co Chartered Accountants Firm Registration No: 002864S		For and on behalf of the Board of Directors	
 C. Ramachandram Partner M.No 025834 UDIN:26025834RRJCFV1375 Place: Hyderabad Date : February 20, 2026		 T.Srinivasa Rao Director	
			

OOO Rain Carbon

Statement of Changes in Equity for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except where otherwise stated

Particulars	Attributable to owners of the Company				Total
	Equity Share Capital	Reserves and Surplus		Other comprehensive income	
		Capital Reserve	Retained Earnings	Exchange differences on translating the financial statements of a foreign operation	
Balance as at January 1, 2025	0.01	202.73	49.49	(65.07)	187.16
Total Comprehensive Income for the year	-	-	25.42	84.00	109.42
Dividends	-	-	(17.56)	-	(17.56)
Balance as at December 31, 2025	0.01	202.73	57.35	18.93	279.02

Particulars	Attributable to owners of the Company				Total
	Equity Share Capital	Reserves and Surplus		Other comprehensive income	
		Capital Reserve	Retained Earnings	Exchange differences on translating the financial statements of a foreign operation	
Balance as at January 1, 2024	0.01	202.73	39.27	(32.16)	209.85
Total Comprehensive Income for the year	-	-	10.22	(32.91)	(22.69)
Dividends	-	-	-	-	-
Balance as at December 31, 2024	0.01	202.73	49.49	(65.07)	187.16

(ii) Description of the purposes of each reserve within equity:

Reserves and Surplus:

(a) **Capital reserve:** It consists of pre-acquisition profits. During amalgamation, the excess of net assets taken, over the cost of consideration paid is treated as capital reserve.

(b) **Retained earnings:** Retained earnings represents the net profits after all distributions and transfers to other reserves.

Items of Other Comprehensive Income:

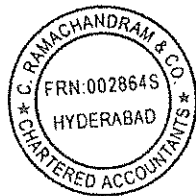
(a) **Foreign currency translation reserve (FCTR):** Represents the FCTR of the foreign subsidiary. For the purpose of Group consolidation, the financial statements are translated at average rate of items in statement of profit and loss and at closing rate of the items in Balance sheet.

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S



C. Ramachandram
Partner
M.No 025834
UDIN:26025834RRJCFV1375
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors



T. Srinivasa Rao
Director

OOO Rain Carbon
Cash Flow Statement for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
A. Cash flow from operating activities		
Profit before taxation	34.02	15.64
Adjustments for :		
Depreciation expense	25.07	21.70
Interest and other borrowing costs	28.71	26.52
	53.78	48.22
Operating profit before working capital changes	87.80	63.88
Adjustments for :		
Adjustments for (increase) / decrease in operating assets:		
Trade receivables	(0.02)	0.26
Other Current assets	1.19	2.03
Trade payables	(0.47)	(0.01)
Other current liabilities	(0.94)	0.77
	(0.24)	3.05
Cash generated from operations	87.56	66.91
Income taxes paid, net	(8.60)	(5.42)
Net cash from operating activities	78.96	61.49
B. Cash flow from investing activities		
Net cash from/(used in) investing activities	-	-
C. Cash flow from financing activities		
Repayment of non-current borrowings	(13.71)	(12.40)
Interest and other borrowing costs paid	(13.88)	(12.72)
Dividend paid (including tax on dividend)	(17.56)	-
Net cash used in financing activities	(45.15)	(25.12)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	33.81	36.37
Cash and cash equivalents - opening balance	98.36	77.83
Effect of exchange differences on restatement of foreign currency cash and cash equivalents	46.58	(15.84)
Cash and cash equivalents - closing balance	178.75	98.36

Notes:

(i) The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard - 7 on "Statement on Cash Flows"

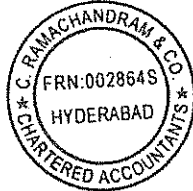
(ii) **Components of Cash and cash equivalents**

Balances with banks:		
- in current accounts	178.75	98.36
Cash and bank balances - closing balance	178.75	98.36

In terms of our report attached

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S

C. Ramachandram
Partner
M.No 025834
UDIN:26023834RRJCFV1375
Place: Hyderabad
Date : February 20, 2026



For and on behalf of the Board of Directors

T. Srinivas Rao
T. Srinivas Rao
Director

OOO Rain Carbon
Notes forming part of the Financial Statements

Note 1: Corporate Information

OOO Rain Carbon (“the Company”) has been incorporated to carry on the businesses of providing logistics services.

During 2024 the company ownership is transferred from Rain Industries Limited to Rain Holding Limited w.e.f. 13th November, 2024. The Company is a wholly owned subsidiary of Rain Holding Limited (“the Holding Company”) from 13th November, 2024 which is ultimately held by Rain Industries Limited (“RIL” or “the Ultimate Holding Company”), a company incorporated in India and listed on the National Stock Exchange of India Limited and Bombay Stock Exchange of India Limited. The Company was incorporated in the State of Moscow, Russia on November 2, 2005.

Note 2: Material Accounting Policies

a) Basis of preparation of Financial Statements

(i) Statement of Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the ‘Act’) and other relevant provisions of the Act.

The standalone financial statements have been prepared on a going concern basis. Relevant Ind AS effective as on the Company’s annual reporting date (December 31, 2025) have been applied. The accounting policies are applied consistently to all the periods presented in the financial statements.

The standalone financial statements were authorised for issue by the Company’s Board of Directors on February 20, 2026.

(ii) Functional and presentation currency

The Functional currency of the Company is RUBEL (RUB). These Standalone financial statements are presented in Indian Rupees (INR). All amounts have been rounded-off to the nearest millions, unless otherwise indicated.

(iii) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following:

Items	Measurement basis
Certain financial assets and liabilities (refer accounting policy regarding financial instruments)	Fair value
Non-cash distribution liability	Fair value
Borrowings	Amortised cost using effective interest rate method

OOO Rain Carbon
Notes forming part of the Financial Statements (continued)

(iv) Use of judgements, estimates and assumptions.

In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates could change from period to period. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
- Recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used
- Useful life of property, plant and equipment
- Impairment of financial assets and non-financial assets
- Expected Credit loss - provision for doubtful debts

Current and Non-current classification

The Group has identified 12 months as its operating cycle for the classification of assets and liabilities into current and non-current.

Current assets and liabilities include the current portion of non-current financial assets and liabilities.

b) Financial instruments

Financial assets:

Trade receivables and debt securities issued are initially recognised when they are originated. All other assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

Recognition and initial measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

OOO Rain Carbon
Notes forming part of the Financial Statements (continued)

Financial liabilities:

Initial recognition and measurement

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss, transaction costs that are directly attributable to its acquisition or issue. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Classification and Subsequent measurement

Financial liabilities are classified as measured at amortised cost or fair value through profit or loss. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss.

All other financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. When a new financial liability is recorded in place of an existing one, the difference in the respective carrying amounts is recognised in the consolidated statement of profit and loss.

c) Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Revenue from services rendered is recognised when the related services are performed in accordance with contract terms.

d) Property, plant and equipment

Property, plant and equipment are stated at cost/deemed cost less accumulated depreciation and impairment loss, if any. Depreciation on all the tangible fixed assets is provided using the straight-line method based on the useful life of the assets as prescribed by Schedule II to the Companies Act, 2013.

Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed.

Gains and losses on disposal of tangible assets are determined as the difference between net sales proceeds and the carrying amount, and are presented in the Statement of Standalone Profit and Loss

OOO Rain Carbon
Notes forming part of the Financial Statements (continued)

Items	Years
Buildings	2-77
Plant and machinery	1-50
Furniture and Fixtures	1-20

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

e) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount.

f) Impairment of financial assets

The Company recognises loss allowances for expected credit losses on financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on the financial asset has increased significantly if there is an indication that the financial asset is outstanding significantly beyond the usual credit period. The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); and
- the financial asset past due over its normal credit period.

g) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessor

OOO Rain Carbon

Notes forming part of the Financial Statements (continued)

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset is classified as operating leases. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease..

h) Foreign Currency Transactions and Balances

Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in statement of profit and loss with the exception of the following:

- Exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognised in statement of profit and loss in the separate financial statements of the reporting entity or the individual financial statements of the foreign operation, as appropriate. In the financial statements that include the foreign operation and the reporting entity (e.g., consolidated financial statements when the foreign operation is a subsidiary), such exchange differences are recognised initially in OCI. These exchange differences are reclassified from equity to consolidated statement of profit and loss on disposal of the net investment or disposal of operations.
- Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Exchange differences are recognised in consolidated statement of profit and loss, except exchange differences arising from the translation of the following items which are recognised in OCI.

- equity investments at fair value through OCI (FVOCI);
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective (see (iii)); and
- qualifying cash flow hedges to the extent that the hedges are effective.

i) Tax expense

OOO Rain Carbon

Notes forming part of the Financial Statements (continued)

Income tax expenses comprises of current tax and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to an item recognised directly in equity or other comprehensive income.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- In respect of taxable temporary differences associated with investments in subsidiaries and associates, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.
- taxable temporary differences arising on the initial recognition of goodwill.

The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

OOO Rain Carbon
Notes forming part of the Financial Statements (continued)

Deferred tax relating to items recognised outside consolidated statement of profit and loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

j) Borrowing Costs

Borrowing costs include interest and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

k) Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

l) Dividend declared

The Company recognises a liability to make cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company.

m) Earnings Per Share

The earnings considered in ascertaining the Company's Earnings Per Share (EPS) comprise net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

n) Statement of Cash Flows and Cash and cash equivalents

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

OOO Rain Carbon

Notes forming part of the Financial Statements (continued)

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined below, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Cash and cash equivalent in the consolidated balance sheet comprise cash at banks and on hand and short-term, highly liquid investments with an original maturity of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

OOO Rain Carbon
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

Note 3: Property, plant and equipment

Description	GROSS BLOCK (AT COST)				DEPRECIATION			NET BLOCK		
	As at January 1, 2025	Additions during the period	Deletions during the period	As at December 31, 2025	As at January 1, 2025	For the Period	On Deletions	Currency reallignment	As at December 31, 2025	As at December 31, 2024
Tangible assets (Own)										
(a) Vehicles	438.71	-	-	631.10	92.34	25.07	-	42.75	470.94	346.37
Total	438.71	-	-	631.10	92.34	25.07	-	42.75	470.94	346.37
Description	Gross Block (AT COST)				Depreciation			Net Block		
	As at January 1, 2024	Additions during the period	Deletions during the period	As at December 31, 2024	As at January 1, 2024	For the Period	On Deletions	Currency reallignment	As at December 31, 2024	As at December 31, 2023
Tangible assets										
(a) Vehicles	516.85	-	-	438.71	86.39	21.70	-	(15.76)	346.37	430.46
Total	516.85	-	-	438.71	86.39	21.70	-	(15.76)	346.37	430.46

OOO Rain Carbon
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 3: Property Plant & Equipment		
Property plant and equipment	470.94	346.37
Total	<u>470.94</u>	<u>346.37</u>

Note 4: Trade receivables		
Trade receivables considered good - unsecured	10.83	7.58
Total	<u>10.83</u>	<u>7.58</u>

Trade receivables ageing schedule as at December 31, 2025:

Particulars	Unbilled	Outstanding for following periods from due date of payment						Total
		Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed Trade Receivables considered good	-	-	10.83	-	-	-	-	10.83
ii. Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
iii. Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-	-	-
iv. Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
v. Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
vi. Disputed Trade Receivables-credit impaired	-	-	-	-	-	-	-	-
SUB-TOTAL	-	-	10.83	-	-	-	-	10.83
Less: Allowance for Credit Impairment	-	-	-	-	-	-	-	-
Total	-	-	10.83	-	-	-	-	10.83

Trade receivables ageing schedule as at December 31, 2024:

Particulars	Unbilled	Outstanding for following periods from due date of payment						Total
		Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed Trade Receivables considered good	-	-	7.58	-	-	-	-	7.58
ii. Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
iii. Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-	-	-
iv. Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
v. Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-
vi. Disputed Trade Receivables-credit impaired	-	-	-	-	-	-	-	-
SUB-TOTAL	-	-	7.58	-	-	-	-	7.58
Less: Allowance for Credit Impairment	-	-	-	-	-	-	-	-
Total	-	-	7.58	-	-	-	-	7.58

Note 5: Cash and bank balances

Cash and cash equivalents		
Balances with banks:		
- in current accounts	178.75	98.36
Total	<u>178.75</u>	<u>98.36</u>

Note 6: Other current assets

Prepaid expenses	0.37	0.37
Balances with Government authorities	0.95	1.51
Total	<u>1.32</u>	<u>1.88</u>

OOO Rain Carbon
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

As at
December 31, 2025

As at
December 31, 2024

Note 7: Share capital

Issued, subscribed and paid up		
Equity Shares	0.01	0.01
Total	0.01	0.01

(i) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the period:

Particulars	As at December 31, 2025		As at December 31, 2024	
	Number of Shares	Amount	Number of Shares	Amount
As at beginning of the period	1	0.01	1	0.01
Add/(Less): Changes in equity shares during the year	-	-	-	-
As at end of the period	1	0.01	1	0.01

(ii) Shareholders holding more than 5% of the equity shares

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	Number of shares	%	Number of shares	%
Rain Holding Limited	1.00	100%	1.00	100%

(iii) Shares held by Promoters

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	% of total shares	% of change during the year	% of total shares	% of change during the year
Rain Holding Limited	100%	-	100%	-

Note 8: Other equity

(i) Reserves and Surplus

(a) Capital Reserve		
Opening balance	202.73	202.73
Add: During the year	202.73	202.73
Closing balance	-	-
	202.73	202.73

(b) Retained Earnings

Opening balance		
Add: Profit for the period	49.49	39.27
Less: Dividend paid	25.42	10.22
Closing balance	(17.56)	-
	57.35	49.49

(ii) Items of Other Comprehensive income:

(a) Foreign currency translation reserve

Opening balance		
Add: Effect of foreign exchange rate variations	(65.07)	(32.16)
Closing balance	84.00	(32.91)
	18.93	(65.07)

Total

	279.01	187.15

OOO Rain Carbon
Notes forming part of the Financial Statements (continued)

All amounts are in India Rupees Millions, except where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 9: Non-current borrowings		
Loans and advances from related parties (Unsecured)	57.92	51.00
Less: Current maturities of non-current borrowings disclosed under Note 12.	(15.45)	-
Total	<u>42.47</u>	<u>51.00</u>
Note 10: Current borrowings		
Loans and advances from related parties		
- Unsecured	187.78	130.53
Current maturities of non-current borrowings	15.45	-
Total	<u>203.23</u>	<u>130.53</u>
Note 11: Trade payables		
Trade payables - other than micro and small enterprises	0.20	0.48
Total	<u>0.20</u>	<u>0.48</u>

Trade payables ageing schedule as at December 31, 2025:

Particulars	Unbilled	Not due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME	-	-	-	-	-	-	-
ii. Others	-	0.20	-	-	-	-	0.20
iii. Disputed dues-MSME	-	-	-	-	-	-	-
iv. Disputed dues-Others	-	-	-	-	-	-	-

Trade payables ageing schedule as at December 31, 2024:

Particulars	Unbilled	Not due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME	-	-	-	-	-	-	-
ii. Others	-	0.48	-	-	-	-	0.48
iii. Disputed dues-MSME	-	-	-	-	-	-	-
iv. Disputed dues-Others	-	-	-	-	-	-	-

Note 12: Other current financial liabilities

Interest accrued and due on borrowings	132.68	81.34
Total	<u>132.68</u>	<u>81.34</u>

Note 13: Other Current liabilities

Statutory remittances	4.24	3.68
Total	<u>4.24</u>	<u>3.68</u>

OOO Rain Carbon
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
Note 14: Other income		
Rental income from operating leases	97.83	84.46
Total	97.83	84.46
Note 15: Employee benefits expense		
Salaries, wages and bonus	4.03	3.79
Contributions to provident and other funds	1.03	0.99
Total	5.06	4.69
Note 16: Finance costs		
Interest expense	28.68	26.51
Other borrowing costs	0.03	0.01
Total	28.71	26.52
Note 17: Other expenses		
Insurance	0.03	0.03
Consultancy charges	4.94	16.29
Payment to auditors [Refer Note below]	-	-
Miscellaneous expenses	-	0.02
Total	4.97	16.34
Payment to auditors comprises (excluding GST):		
Other Auditor fees	0.00	0.00
Total	0.00	0.00
Note 18: Tax expense		
Current tax		
(i) Tax for current year	8.60	5.42
Net current tax	8.60	5.42
Deferred tax	-	-
Total	8.60	5.42

OOO Rain Carbon

Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 19: Financial instruments disclosure:

Note 19.1: Fair Valuation measurement hierarchy

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows the carrying amounts and fair values of financial assets and liabilities including their levels of fair value hierarchy:

Particulars	As at December 31, 2025				As at December 31, 2024			
	Carrying Amount	Level of inputs used in			Carrying Amount	Level of inputs used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised cost								
Trade receivables	10.83				7.58			
Cash and cash equivalents	178.75				98.36			
Financial Liabilities								
At Amortised cost								
Non-current borrowings excluding finance lease obligations	42.47				51.00			
Current borrowings	203.23				130.53			
Trade payables	0.20				0.48			
Other current financial liabilities	132.68				81.34			

Valuation Techniques:

(a) **Borrowings (at amortised cost):** The valuation model considers the present value of expected receipt/payment discounted using risk-adjusted or appropriate discounting rates.

(b) The fair value of trade receivables, loans, other financial assets, cash and cash equivalents, bank balances other than cash and cash equivalents, trade payables and other financial liabilities approximate their carrying amount largely due to short term nature of these instruments.

Note 19.2: Financial risk management

The Company has put in place risk management systems as applicable to the respective operations. The following explains the objective and processes of the Company. The Company has a system based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as market risk, credit risk and liquidity risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

Note 19.3: Credit Risk

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The entities within the Company have a policy of dealing only with credit worthy counter parties and obtaining sufficient collateral, where appropriate as a means of mitigating the risk of financial loss from defaults. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments, cash and cash equivalents, derivatives provided by the Company. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying value of financial assets represents the maximum credit risk.

OOO Rain Carbon**Notes forming part of the financial statements (continued)**

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 19.4: Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation. The Company's corporate treasury department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. As of December 31, 2025, cash and cash equivalents are held with major banks and financial institutions.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payment and excludes impact of netting arrangements (if any):

As at 31 December 2025

Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities							
Borrowings	245.70	203.23	15.45	27.03			245.70
Trade payables	0.20	0.20					0.20
Other current financial liabilities	132.68	132.68					132.68

As at 31 December 2024

Contractual cash flows	Carrying value	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities							
Borrowings	181.53	141.27	10.74	29.53			181.53
Trade payables	0.48	0.48					0.48
Other current financial liabilities	81.34	81.34					81.34

Note 19.5: Market risk:

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including deposits, foreign currency receivables, payables and borrowings.

Note 19.6: Interest rate risk:

Interest rate risk is measured by using the cashflow sensitivity for change in variable interest rates. Any movement in the market interest rates could have an impact on the Company's cash flows as well as costs. In order to manage the Company's position with regard to interest rate risk, it adopts a policy of ensuring an optimal mix of its interest rate risk exposure. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's borrowing with variable interest rates.

Exposure to interest rate risk

The interest rate profile of the Group's interest-bearing financial instruments as reported to management is as follows.

Particulars	Interest rate exposure as at	
	31-Dec-25	31-Dec-24
Fixed rate instruments		
Financial assets	-	-
Financial liabilities	(203.23)	(130.53)
Variable rate instruments		
Financial assets	-	-
Financial liabilities	(42.47)	(51.00)

Interest rate Sensitivity:

Impact on net interest expense for the year on 1% change in interest rate: A reasonably possible change of 1% in interest rates at the reporting date would have increased / (decreased) profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates,

Particulars	Dec-25		Dec-24	
	Increase	Decrease	Increase	Decrease
Impact on profit and loss				
Variable-rate instruments	(0.42)	0.42	(0.51)	0.51
Interest rate swaps	-	-	-	-
Total Impact	(0.42)	0.42	(0.51)	0.51

OOO Rain Carbon**Notes forming part of the Financial Statements (continued)**

All amounts are in Indian Rupees Millions, except where otherwise stated

Note 20: Related Party Disclosures**a) Names of related parties and description of relationship**

Sl. No	Relationship	Name
(a)	List of related parties where control exists	
(i)	Holding Company	1 Rain Holding Limited[RHL] (w.e.f 13th November 2024) 2 Rain Industries Limited[RIL] (until 13th November 2024)
(ii)	Entities Under Common Control	1 OOO Ruetgers Severtar (OOO Severtar) 2 Rain Carbon GmbH (RCG)

OOO Rain Carbon

Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

b) Transactions with related parties for the year ended December 31, 2025

Nature of Transaction	Related Parties	
	2025	2024
Rental Income from Lease		
- OOO RÜTGERS Severtar	97.83	84.46
Interest Expenses		
-Rain Holding Limited	15.73	13.64
- OOO RÜTGERS Severtar	12.96	12.87
Dividend Paid		
-Rain Holding Limited	17.56	-
Loans Repaid		
- OOO RÜTGERS Severtar	13.71	12.40

c) The Company has the following dues from / to related parties:

Loans Payable		
Rain Holding Limited	187.78	130.53
- OOO RÜTGERS Severtar	57.92	51.00
Interest Payable		
Rain Holding Limited	129.81	78.33
- OOO RÜTGERS Severtar	2.87	3.02
Trade Receivables		
- OOO RÜTGERS Severtar	10.83	7.58

Note 21 : Earnings per Share (EPS)

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
a. Profit for the year	25.42	10.22
b. Weighted average number of equity shares outstanding during the year (Nos.)	1	1
Earnings per Share		
c. Basic and Diluted - [a]/[b] (Millions Rs.)	25.42	10.22

Note 22: Additional Regulatory Information

- (i) The title deeds of immovable properties are held in the name of the Company
- (ii) The Company has not revalued its Property, plant and equipment and intangible assets during the year.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) During the year there are no loans or advances in the nature of loans that are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are repayable on demand.
- (v) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (vi) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (vii) The Company has not advanced or loaned or invested funds, to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (viii) The Company have not received any fund, from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any undisclosed income in terms of any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessment.
- (x) During the year, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.
- (xi) The Company does not trade in crypto currency or virtual currency.

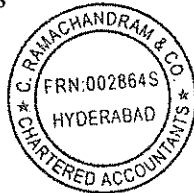
In terms of our report attached

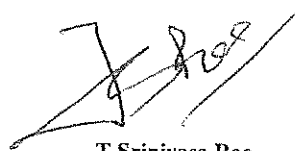
For and on behalf of the Board of Directors

For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram

Partner
M.No 025834
UDIN:26025834RRJCFV1375
Place: Hyderabad
Date : February 20, 2026





T. Srinivasa Rao
Director



C. RAMACHANDRAM & CO.
CHARTERED ACCOUNTANTS

Plot # 539, 2nd Floor, Souhiti Samriddhi
Kakatiya Hills, Road # 11, Madhapur,
Hyderabad - 500 081.
Ph : +91 40 4221 2099
Email : audit@crcoca.in
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Independent Auditors' Report
on the Special Purpose Ind AS Financial Statements

To the Members of Rain Carbon Inc.

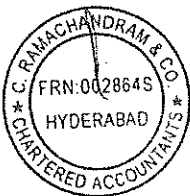
Opinion

We have audited the accompanying Standalone special purpose IND AS financial statements of **Rain Carbon Inc** (the Company), which comprise the balance sheet as at December 31, 2025, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Special Purpose Ind AS Financial Statements"). The Special Purpose Ind AS Financial Statements of the Company is prepared by the Board of Directors in accordance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") to enable holding company **Rain Industries Limited** to prepare its Ind AS consolidated financial statements for the year ended December 31, 2025.

In our opinion and to the best of our information and according to the explanations given to us, the Special Purpose Ind AS Financial Statements as at and for the year ended December 31, 2025 gives information required in accordance with Indian Accounting Standards ("Ind AS") notified under section 133 of the Companies Act, 2013 ('the Act') and in conformity with the basis of preparation referred to in Note No. 2 of the Special Purpose Ind AS Financial Statements, as amended and are prepared in compliance with the instructions received from **Rain Industries Limited** and based on significant accounting policies adopted by **Rain Industries Limited**

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("the SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Special Purpose Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the requirements and of the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Special Purpose Ind AS Financial Statements.



Information Other than the Financial Statements and Auditor's Report Thereon

As informed to us, there is no information other than financial statements. Consequently, in our opinion, the reporting requirements under SA 720 "The Auditor's Responsibility Relating to Other Information" are not applicable.

Management's Responsibility for the Special Purpose Ind AS Financial Statements

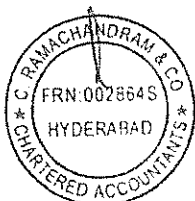
Board of Directors including those charged with governance are responsible for preparation of these Special Purpose Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the basis described In Note no. 2 of the Special Purpose Ind AS Financial Statements and accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS).

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgement and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Special purpose financial statement including adjustments to be made to comply with the requirements of Ind AS that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Special Purpose Ind AS Financial Statements, the Board of Directors and the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibility for the Special Purpose Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Special Purpose Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error and to Issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Special Purpose Ind AS Financial Statements.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

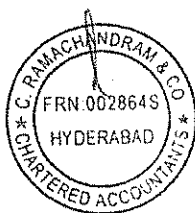
- Identify and assess the risks of material misstatement of the Special Purpose Ind AS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Special Purpose Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

Basis of Accounting

We draw attention to Note no. 2 to the Special Purpose Ind AS Financial Statements, which describes the basis of accounting. As a result, the Special Purpose Ind AS Financial Statements may not be suitable for another purpose.

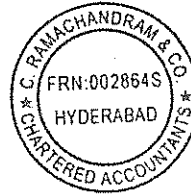


Restriction on use and distribution

These Special purpose Ind AS Financial Statements are not general-purpose financial statements. This report on the Special Purpose Ind AS Financial Statements has been issued solely for the limited purpose of consolidation into the financial statements of the holding company, **Rain Industries Limited** and is intended solely for the information and use by the managements of the Company, the Holding Company and the Statutory Auditors of the Holding Company. It should not be used for any other purpose or distributed to or used by other parties.

For C. RAMACHANDRAM & Co
Chartered Accountants
FRN: 002864S

Place: Hyderabad
Date: February 20, 2026



A handwritten signature in black ink, appearing to read "C. Ramachandram".

C. RAMACHANDRAM
Partner
Membership No.: 025834
UDIN: 26025834JVTWHE5466

Rain Carbon Inc.
Balance Sheet as at December 31, 2025

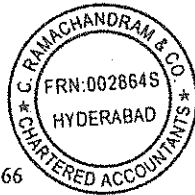
All amounts are in Indian Rupees Millions, except where otherwise stated

	Note	As at December 31, 2025	As at December 31, 2024
ASSETS			
1. Non-current assets			
(a) Property, Plant and Equipment	3	-	-
(b) Financial Assets			
(i) Investments	4	49,788.68	49,788.68
(ii) Loans	5	40,464.01	38,529.01
(c) Deferred tax asset, net		-	-
(d) Other non-current tax assets, net		1,338.69	731.63
		91,591.38	89,049.32
2. Current assets			
(a) Financial Assets			
(ii) Trade receivables	6	22.24	
(i) Cash and cash equivalents	7	206.38	681.33
(ii) Loans	8	599.66	4,315.41
(iii) Other financial assets	9	2,855.29	3,888.52
		3,683.57	8,885.26
(b) Other current assets	10	-	1.28
TOTAL		95,274.95	97,935.86
EQUITY AND LIABILITIES			
1. Equity			
(a) Equity Share Capital	11	17,777.87	17,777.87
(b) Other Equity	12	7,902.93	13,766.31
		25,680.80	31,544.18
2. Liabilities			
Non current liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	65,960.88	59,842.58
(b) Deferred tax liability, net		46.76	122.46
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	-	3,741.51
(ii) Trade payables			
(A) total outstanding dues of creditors other than micro enterprises and small enterprises	15	77.80	21.66
(iii) Other financial liabilities	16	3,508.71	2,663.47
TOTAL		95,274.95	97,935.86
Corporate information	1		
Material accounting policies	2		
The notes referred to above form an integral part of the financial statements			

As per our report of even date attached
For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S



C. Ramachandram
Partner
M.No 025834
UDIN: 26025834JVTWHE5466



For and on behalf of the Board of Directors



Jagan Mohan Reddy Nellore
Director
DIN: 00017633


Place: Hyderabad
Date: February 20, 2026

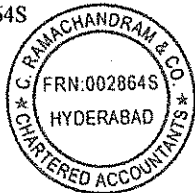
Rain Carbon Inc.
Statement of Profit and Loss for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except where otherwise stated

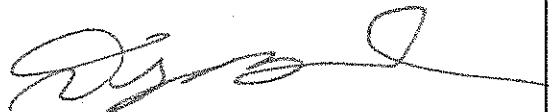
	Note	For the year ended December 31, 2025	For the year ended December 31, 2024
1 Total income			
Other income	17	6,331.44	10,817.16
Total income		6,331.44	10,817.16
2 Expenses			
Employee benefits expense	18	128.74	128.75
Finance costs	19	6,764.03	6,695.42
Depreciation and amortisation expense	3	-	0.29
Loss / (gain) on foreign currency transactions and translations (net)		2,988.13	(1,308.85)
Other expenses	20	1,333.23	1,283.12
Total expenses		11,214.13	6,798.73
3 Profit before tax (1-2)		(4,882.69)	4,018.43
4 Tax expense/(benefit)	21		
1. Current tax		(622.59)	(180.61)
2. Deferred tax		(78.31)	105.19
5 Profit for the year (3-4)		(4,181.79)	4,093.85
6 Other Comprehensive Income/(loss)			
A. (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B. (i) Items that will be reclassified to profit or loss			
- Exchange Differences in translating the financial statements of foreign operation		(1,141.05)	(583.01)
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Total Other Comprehensive Profit/(Loss) for the year		(1,141.05)	(583.01)
7 Total Comprehensive Income for the year (5+6)		(5,322.84)	3,510.84
8 Earnings per share			
Basic and Diluted (Million Rs.)	24	(0.84)	0.82
Corporate information	1		
Material accounting policies	2		
The notes referred to above form an integral part of the financial statements			

As per our report of even date attached
For C. Ramachandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN: 26025834JVTWHE5466



For and on behalf of the Board of Directors


Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Place: Hyderabad
Date: February 20, 2026

Rain Carbon Inc.

Statement of changes in Equity for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except where otherwise stated

Particulars	Other Equity				Total
	Equity Share Capital	Reserves and Surplus		Other comprehensive income	
		Capital Reserve	Retained Earnings	Foreign currency translation reserve	
Balance as on January 1, 2024	17,777.87	331.85	5,516.12	5,078.72	28,704.55
Net profit for the year			4,093.85		4,093.85
Other comprehensive loss for the year					
- Exchange differences on translation the financial statements of a foreign operation				(583.01)	(583.01)
Total Comprehensive loss for the year			4,093.85	(583.01)	3,510.84
Dividend for the year			(671.21)	-	(671.21)
Balance as at December 31, 2024	17,777.87	331.85	8,938.76	4,495.71	31,544.18
Net loss for the year			(4,181.79)		(4,181.79)
Other comprehensive loss for the year					
- Exchange differences on translation the financial statements of a foreign operation				(1,141.05)	(1,141.05)
Total Comprehensive loss for the year			(4,181.79)	(1,141.05)	(5,322.84)
Dividend for the year			(540.54)	-	(540.54)
Balance as at December 31, 2025	17,777.87	331.85	4,216.43	3,354.66	25,680.80

Description of the purposes of each reserve within equity:

Reserves and Surplus:

(a) Capital reserve: It consists of pre-acquisition profits. During amalgamation, the excess of net assets taken, over the cost of consideration paid is treated as capital reserve.

(b) Retained earnings: Retained earnings represents the net profits after all distributions and transfers to other reserves.

Items of Other Comprehensive Income:

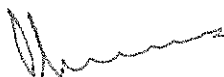
(a) Foreign currency translation reserve (FCTR): Represents the FCTR of the foreign subsidiary. For the purpose of Group consolidation, the financial statements are translated at average rate of items in statement of profit and loss and at closing rate of the items in Balance sheet.

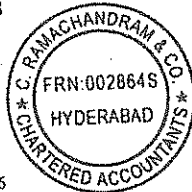
As per our report of even date attached

For C. Ramachandram & Co

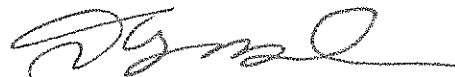
Chartered Accountants

Firm Registration No: 002864S


C. Ramachandram
Partner
M.No 025834
UDIN: 26025834JVTWHES466



For and on behalf of the Board of Directors


Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Place: Hyderabad

Date: February 20, 2026

Rain Carbon Inc.

Cash Flow Statement for the year ended December 31, 2025

All amounts are in Indian Rupees Millions, except where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
A. Cash flow from operating activities		
Profit / (loss) before taxation	(4,882.69)	4,018.43
Adjustments for :		
Depreciation and amortisation expense	-	0.29
(Gain)/Loss on redemption of senior secured notes	-	(0.96)
Interest and other borrowing costs	6,764.03	6,695.42
Interest income	(4,902.58)	(4,946.74)
Dividend from subsidiary companies	-	(4,443.85)
Liabilities / provisions no longer required written back	-	(6.83)
Foreign exchange (gain) / loss, net	2,988.13	(1,308.85)
	<u>4,849.58</u>	<u>(4,011.52)</u>
Operating profit / (loss) before working capital changes	(33.11)	6.91
Adjustments for :		
Trade receivables	(22.26)	
Current Loans	5.99	-
Other financial assets	(804.17)	(201.73)
Trade payables	55.22	6.85
Other financial liabilities	(38.98)	515.30
	<u>(804.20)</u>	<u>320.42</u>
Cash (used in) / generated from operations	(837.31)	327.33
Income taxes paid, net	(0.36)	(177.85)
Net (used in) / cash from operating activities	(837.67)	149.48
B. Cash flow from investing activities		
Loans given to subsidiaries during the year	-	(166.94)
Loans repaid by subsidiaries during the year	-	1,369.01
Interest received	-	21.34
Dividend received from Subsidiaries	1,772.59	2,832.84
Net cash from investing activities	1,772.59	4,056.25
C. Cash flow from financing activities		
Repayment of non-current borrowings	-	(514.58)
Net increase / (decrease) in working capital borrowings	-	(1,369.01)
Interest and other borrowing costs paid	(886.57)	(1,533.51)
Dividend paid	(540.54)	(335.60)
Net cash used in financing activities	(1,427.11)	(3,732.70)
Net increase / (decrease) in cash and cash equivalents (A+B+C)	(492.19)	453.03
Cash and cash equivalents - opening balance	681.33	212.93
Effect of exchange differences on restatement of foreign currency cash and cash equivalents	17.24	15.37
Cash and cash equivalents - closing balance (Refer Note (ii) below)	206.38	681.33

Notes:


- (i) The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard - 7 on Statement on Cash Flows.
(ii) Components of Cash and cash equivalents:

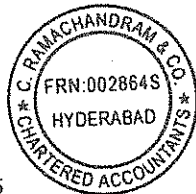
Balances with banks:
- in current accounts

206.38	681.33
<u>206.38</u>	<u>681.33</u>

As per our report of even date attached

For C. Ramchandram & Co
Chartered Accountants
Firm Registration No: 002864S


C. Ramchandram
Partner
M.No 025834
UDIN: 26025834JVTWHES466



For and on behalf of the Board of Directors



Jagan Mohan Reddy Nellore
Director
DIN: 00017633

Place: Hyderabad

Date: February 20, 2026

Rain Carbon Inc.**Notes forming part of the Financial Statements for the year ended December 31, 2025****Note 1: Corporate Information**

Rain Carbon Inc. ("RCI") ("the Company") has been incorporated to carry on the businesses of producing calcined petroleum coke (CPC), trading metallic and/or non-metallic substances, and investing in entities engaged in such businesses.

The Company is a wholly owned subsidiary of Rain Commodities (USA) Inc. ("RCUSA"), which in turn is a wholly owned subsidiary of Rain Industries Limited ("RIL" or "the Ultimate Holding Company"), a company incorporated in India and listed on the National Stock Exchange of India Limited and BSE Limited. The Company was originally incorporated as a Limited Liability Company in the State of Delaware, United States of America on September 15, 2010. During the year ended December 31, 2013, the Company has been converted into a Delaware Corporation. Upon completion of conversion process, the authorized share capital of the Company consists of 5,000 shares.

Note 2: Material Accounting Policies**a) Basis of preparation of Financial Statements****(i) Statement of Compliance**

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The standalone financial statements have been prepared on a going concern basis. Relevant Ind AS effective as on the Company's annual reporting date (December 31, 2025) has been applied. The accounting policies are applied consistently to all the periods presented in the financial statements.

The standalone financial statements were authorised for issue by the Company's Board of Directors on February 20, 2026.

(ii) Functional and presentation currency

The Functional currency of the Company is US Dollars (USD). These Standalone financial statements are presented in Indian Rupees (INR). All amounts have been rounded-off to the nearest millions, unless otherwise indicated.

(iii) Basis of measurement

The financial statements have been prepared on a historical cost basis, except for the following:

Items	Measurement basis
Certain financial assets and liabilities (refer accounting policy regarding financial instruments)	Fair value
Non-cash distribution liability	Fair value
Net defined benefit asset/liability	Fair value of plan assets less present value of defined benefit plan
Borrowings	Amortised cost using effective interest rate method

Rain Carbon Inc.
Notes forming part of the Financial Statements (continued)

(iv) Use of judgements, estimates and assumptions

In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates could change from period to period. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
- Recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used
- Useful life of property, plant and equipment
- Impairment of financial assets and non-financial assets
- Expected Credit loss - provision for doubtful debts

(v) Current and Non-current classification

The Company has identified 12 months as its operating cycle for the classification of assets and liabilities into current and non-current. Current assets and liabilities include the current portion of non-current financial assets and liabilities.

b) Financial instruments

Financial Assets

Trade receivables and debt securities issued are initially recognised when they are originated. All other assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

Recognition and initial measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Rain Carbon Inc.
Notes forming part of the Financial Statements (continued)

Subsequent measurement and gains and losses

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in consolidated statement of profit and loss.

Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in consolidated statement of profit and loss. Any gain or loss on derecognition is recognised in consolidated statement of profit and loss.

Financial Liabilities

Recognition and initial measurement

All financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument at fair value plus, for an item not at fair value through profit and loss, transaction costs that are directly attributable to its acquisition or issue. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Financial liabilities are classified as measured at amortised cost or fair value through profit or loss. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss. All other financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method.

Financial assets and financial liabilities are off-set and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or realise the asset and settle the liability simultaneously.

Classification and Subsequent measurement

Financial liabilities are classified as measured at amortised cost or fair value through profit or loss. Financial liabilities carried at fair value through profit and loss are measured at fair value with all changes in fair value recognised in the consolidated statement of profit and loss.

All other financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate method.

c) Revenue from contracts with customers

Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Rain Carbon Inc.**Notes forming part of the Financial Statements (continued)**

Revenue from sale of goods and services are recognised at the point in time when control of the goods is transferred to the customer. The revenue is measured on the basis of the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual reductions.

Revenue from services rendered is recognised when the related services are performed in accordance with contract terms.

d) Property, plant and equipment

Property, plant and equipment are stated at cost/professional valuation less accumulated depreciation and impairment loss, if any.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Depreciation on all the property, plant and equipment is provided using the straight-line method based on the useful life of the assets as prescribed by Schedule II to the Companies Act, 2013.

Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed.

Gains and losses on disposal of property, plant and equipment are determined as the difference between net sales proceeds and the carrying amount, and are presented in the Statement of Standalone Profit and Loss

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

e) Impairment of non-financial assets

The company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company's estimates the asset's recoverable amount.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets (Cash Generating Unit or CGU) that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

f) Foreign Currency Transactions and Balances

Transactions in foreign currency are recorded at the exchange rates prevailing on the date of the transactions. Monetary assets and liabilities denominated in foreign currency are restated at the prevailing year end rates. The resultant gain/loss upon such restatement along with the gain/loss on account of foreign currency transactions are accounted in the Statement of Profit and Loss. In respect

Rain Carbon Inc.**Notes forming part of the Financial Statements (continued)**

of items covered by forward exchange contracts, the premium or discount arising at the inception of such a forward exchange contract is amortised as expense or income over the life of the contract. Any profit or loss arising on cancellation or renewal of such a forward contract is recognised in the Statement of Profit and Loss.

g) Investments

Non-current investments in subsidiaries are carried at cost less provision for diminution, other than temporary, if any, in the value of such investments.

h) Borrowing Costs

Borrowing costs include interest and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Deferred finance consists of loan financing fees, which are being amortised over the estimated life of the loan. Such life of the loan is reviewed by management on an ongoing basis. The Company considers its plans to repay the borrowings in determining the life of the asset. Amortisation of deferred finance cost is included in other borrowing costs of consolidated statement of profit and loss. Other borrowings costs including redemption premium are recognised in the period in which they are incurred.

i) Retirement and other employee benefits**Defined contribution plans**

The Company makes specified monthly contribution towards employee provident fund to Government administered provident fund scheme, which is a defined contribution scheme. The Company's contribution is recognized as an expense in the statement of profit and loss during the period in which the employee renders the related service. The Company has no further obligations beyond its monthly contributions.

Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each balance sheet date. Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to statement of profit and loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and nonroutine settlements; and
- Net interest expense or income.

Rain Carbon Inc.
Notes forming part of the Financial Statements (continued)

Compensated Absences:

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilized accumulating compensated absences and utilize it in future periods or encash the leaves during the period of employment or retirement or at termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Company measures the expected cost of compensated absences as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Company recognises accumulated compensated absences based on actuarial valuation using the projected unit credit method. Non-accumulating compensated absences are recognised in the period in which the absences occur.

Short-term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

j) Tax expense

Current tax is determined based on the amount of tax payable in respect of taxable income for the year. Deferred tax is recognised on timing differences being the difference between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods subject to consideration of prudence. Deferred tax assets on unabsorbed depreciation and carry forward of losses are not recognised unless there is a virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets and liabilities have been measured using the tax rates and tax laws that have been enacted or substantially enacted by the Balance Sheet date.

k) Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

l) Dividend declared

The Company recognises a liability to make cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company.

m) Earnings Per Share

The earnings considered in ascertaining the Company's Earnings Per Share (EPS) comprise net profit after tax. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

Rain Carbon Inc.

Notes forming part of the Financial Statements (continued)

n) Statement of Cash Flows and Cash and cash equivalents

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined below, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Cash and cash equivalent in the consolidated balance sheet comprise cash at banks and on hand and short-term, highly liquid investments with an original maturity of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Reis Carbon Inc.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

Note 3: Property, plant and equipment

Description	Gross Block				Depreciation				NET BLOCK	
	As at January 1, 2025	Additions	Deletions	Foreign Exchange Adjustments	As at December 31, 2025	For the year 2025	Deletions	Foreign Exchange Adjustments	As at December 31, 2025	As at December 31, 2024
I. TANGIBLE ASSETS										
Vehicles	9.42	-	-	0.47	9.89	-	-	0.47	9.89	-
Total	9.42	-	-	0.47	9.89	-	-	0.47	9.89	-
Description	Gross Block				Depreciation				NET BLOCK	
	As at January 1, 2024	Additions	Deletions	Foreign Exchange Adjustments	As at December 31, 2024	For the year 2024	Deletions	Foreign Exchange Adjustments	As at December 31, 2024	As at December 31, 2023
I. TANGIBLE ASSETS										
Vehicles	9.14	-	-	0.28	9.42	0.29	-	0.28	9.42	0.29
Total	9.14	-	-	0.28	9.42	0.29	-	0.28	9.42	0.29

Rain Carbon Inc.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

As at
December 31, 2025 As at
December 31, 2024

Note 4: Non-current investments

A. Investment in equity instruments (unquoted)
Equity shares carried at cost

(i) of subsidiaries

Rain Carbon BV
Rain CII Carbon LLC
Rain CII Carbon (Vizag) Limited
RÜTGERS Wohnimmobilien GmbH & Co. KG
RÜTGERS Gewerbeimmobilien GmbH & Co. KG

	#####	#####
	140.84	140.84
	21.83	21.83
	100.04	100.04

Total

	<u>49,788.68</u>	<u>49,788.68</u>
--	------------------	------------------

(s) aggregate amount of unquoted investments

	49,788.68	49,788.68
--	-----------	-----------

Note 5: Non-current loans

(Unsecured, considered good)

Loans and advances

- to related parties

	40,464.01	38,529.01
--	-----------	-----------

Total

	<u>40,464.01</u>	<u>38,529.01</u>
--	------------------	------------------

Note 6: Trade receivables

Trade receivables considered good - secured

Trade receivables considered good - unsecured

Trade receivables which have significant increase in credit risk

Trade receivables credit impaired

	-	-
	22.24	-
	-	-
	-	-
	<u>22.24</u>	<u>-</u>

Less: Provision for doubtful trade receivables

	-	-
--	---	---

Total

	<u>22.24</u>	<u>8.00</u>
--	--------------	-------------

Trade receivables ageing schedule as at December 31, 2025:

Particulars	Unbilled	Not due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed Trade Receivables considered good	22.24	-	-	-	-	-	-	22.24
ii. Undisputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	-	-
iii. Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-	-
iv. Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
v. Disputed Trade Receivables which have significant increase in	-	-	-	-	-	-	-	-
vi. Disputed Trade Receivables-credit impaired	-	-	-	-	-	-	-	-
SUB-TOTAL	22.24	-	-	-	-	-	-	22.24
Less: Allowance for expected credit losses	-	-	-	-	-	-	-	-
Total	22.24	-	-	-	-	-	-	22.24

Note 7: Cash and cash equivalents

Balances with banks:

- in current accounts

Total

	206.38	681.33
	<u>206.38</u>	<u>481.33</u>

Note 8: Current loans

(Unsecured, considered good)

Advances to related parties

- Other intercompany advances

Total

	599.66	4,315.41
	<u>599.66</u>	<u>4,315.41</u>

Note 9: Other current financial assets

Interest accrued on loans

Contractually reimbursable expenses

Other receivables

Total

	1,765.31	1,720.04
	1,089.98	487.31
	-	1,681.17
	<u>2,855.29</u>	<u>3,888.52</u>

Note 10: Other current assets

Prepaid expenses

Total

	-	1.28
	<u>-</u>	<u>1.28</u>

Rain Carbon Inc.
Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

	As at December 31, 2025	As at December 31, 2024
Note 14: Current borrowings		
- Unsecured	-	-
Current maturities of non-current borrowings	-	3,741.51
Total	-	3,741.51
Note 15: Trade payables		
Trade payables - micro, small and medium enterprises	-	-
Trade payables - other than MSME	77.80	21.66
Total	77.80	21.66

Trade payables ageing schedule as at December 31, 2025:

Particulars	Unbilled	Not due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME *	-	-	-	-	-	-	-
ii. Others	77.80	-	-	-	-	-	77.80
iii. Disputed dues-MSME	-	-	-	-	-	-	-
iv. Disputed dues-Others	-	-	-	-	-	-	-

Trade payables ageing schedule as at December 31, 2024:

Particulars	Unbilled	Not due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME *	-	-	-	-	-	-	-
ii. Others	21.66	-	-	-	-	-	21.66
iii. Disputed dues-MSME	-	-	-	-	-	-	-
iv. Disputed dues-Others	-	-	-	-	-	-	-

*Micro enterprises and small enterprises

Note 16: Other current financial liabilities

Interest accrued but not due on borrowings	3,396.93	2,512.76
Others		
- Contractually reimbursable expenses	111.78	150.71
Total	3,508.71	2,663.47

Rain Carbon Inc.

Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

	As at December 31, 2025		As at December 31, 2024	
	Number of Shares	Amount	Number of Shares	Amount
Note 11: Share capital				
Issued, subscribed and paid up Equity Shares	5,000.00	17,777.87	5,000.00	17,777.87
Total	5,000.00	17,777.87	5,000.00	17,777.87

Notes:

- (i) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the period:

Particulars	As at December 31, 2025		As at December 31, 2024	
	Number of Shares	Amount	Number of Shares	Amount
As at beginning of the period	5,000.00	17,777.87	5,000.00	17,777.87
Add/(Less): Changes in equity shares during the year	-	-	-	-
As at end of the period	5,000.00	17,777.87	5,000.00	17,777.87

- (ii) Shareholders holding more than 5% of the equity shares

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	Number of shares	%	Number of shares	%
	Rain Commodities (USA) Inc.	5,000.00	100%	5,000.00

- (iii) Shares held by Promoters

Name of the Shareholder	As at December 31, 2025		As at December 31, 2024	
	% of total shares	% of change during the year	% of total shares	% of change during the year
	Rain Commodities (USA) Inc.	100%	-	100%

Rain Carbon Inc.**Notes forming part of the Financial Statements (continued)**

All amounts are in Indian Rupees Millions, except where otherwise stated

	<u>As at December 31, 2025</u>	<u>As at December 31, 2024</u>
Note 12: Other equity		
(i) Reserves and Surplus		
(a) Capital Reserve	331.85	331.85
(b) Retained Earnings		
Opening balance	8,938.76	5,516.12
Add: Profit / (loss) for the year	(4,181.79)	4,093.85
Less: Dividend	(540.54)	(671.21)
Closing balance	<u>4,216.43</u>	<u>8,938.76</u>
(ii) Items of Other Comprehensive income:		
(a) Foreign currency translation reserve		
Opening balance	4,495.71	5,078.72
Add: Effect of foreign exchange rate variations	(1,141.05)	(583.01)
Closing balance	<u>3,354.66</u>	<u>4,495.71</u>
Total	<u>7,902.93</u>	<u>13,766.31</u>

Rain Carbon Inc.**Notes forming part of the Financial Statements (continued)**

All amounts are in Indian Rupees Millions, except where otherwise stated

	<u>As at December 31, 2025</u>	<u>As at December 31, 2024</u>
Note 13: Non-current borrowings		
A. Bonds		
- Secured		
7.25% Senior secured notes (due for repayment in April 2025)	-	3,741.51
12.25% Senior secured notes (due for repayment in September 2029)	40,053.25	38,031.23
Less: Current maturities of non-current borrowings disclosed under Note 13 - Current borrowings	-	3,741.51
	<u>40,053.25</u>	<u>38,031.23</u>
B. Loans and advances from related parties		
Loans and advances from related parties (Unsecured)	25,907.63	21,811.35
	<u>25,907.63</u>	<u>21,811.35</u>
Total [A+B+C]	<u><u>65,960.88</u></u>	<u><u>59,842.58</u></u>

Rain Carbon Inc.

Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

	For the year ended December 31, 2025	For the year ended December 31, 2024
Note 17: Other income		
Interest income		
Interest on loans and advances	4,902.58	4,946.74
Dividend income from non-current investments	-	4,443.85
Other non-operating income		
Liabilities / provisions no longer required written back	-	6.83
Gain on redemption of senior secured notes	-	0.96
Miscellaneous income	1,428.86	1,418.78
Total	6,331.44	10,817.16
Note 18: Employee benefits expense		
Salaries, wages and bonus	128.74	128.75
Total	128.74	128.75
Note 19: Finance costs		
Interest expense	6,651.16	6,540.11
Other borrowing costs	112.87	155.31
Total	6,764.03	6,695.42
Note 20: Other expenses		
Rates and taxes	0.13	0.03
Consultancy charges	22.23	15.05
Payment to auditors [Refer Note Below]	0.00	0.00
Directors' sitting fees	15.79	15.09
Loss on redemption of senior secured notes	-	-
Miscellaneous expenses	1,295.08	1,252.95
Total	1,333.23	1,283.12
Note:		
Payment to auditors comprises (excluding GST):		
Other Auditor fees	0.00	0.00
Total	0.00	0.00
Note 21: Tax expense		
Current tax		
(i) Tax for current year	(622.59)	(180.61)
Net current tax	(622.59)	(180.61)
Deferred tax		
(i) Attributable to the origination and reversal of temporary differences	(78.31)	105.45
(ii) Deferred tax due to rate change	-	(0.26)
Net current tax	(78.31)	105.19
Total	(700.90)	(75.42)

Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 22: Financial instruments disclosure:

Note 22.1: Fair Valuation measurement hierarchy

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows the carrying amounts and fair values of financial assets and liabilities by class including their levels of fair value hierarchy:

Particulars	As at December 31, 2025				As at December 31, 2024			
	Carrying Amount	Level of inputs used in			Carrying Amount	Level of inputs used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised cost								
Non-current investments	49,788.68	-	-	-	49,788.68	-	-	-
Trade receivables	22.24	-	-	-	-	-	-	-
Cash and cash equivalents	206.38	-	-	-	681.33	-	-	-
Non-current loans	40,464.01	-	-	-	38,529.01	-	-	-
Current loans	599.66	-	-	-	4,315.41	-	-	-
Other current financial assets	2,855.29	-	-	-	3,888.52	-	-	-
Financial Liabilities								
At Amortised cost								
Borrowings	65,960.88	-	-	-	63,584.09	-	-	-
Trade payables	77.80	-	-	-	21.66	-	-	-
Other current financial liabilities	3,508.71	-	-	-	2,663.47	-	-	-

Valuation Techniques:

(a) Borrowings (at amortised cost): The valuation model considers the present value of expected receipt/payment discounted using risk-adjusted or appropriate discounting rates.

(b) The fair value of trade receivables, loans, other financial assets, cash and cash equivalents, bank balances other than cash and cash equivalents, trade payables and other financial liabilities approximate their carrying amount largely due to short term nature of these instruments.

Note 22.2: Financial risk management

The Company has put in place risk management systems as applicable to the respective operations. The following explains the objective and processes of the Company. The Company has a system based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as market risk, credit risk and liquidity risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

Note 22.3: Credit Risk

Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The entities within the Company have a policy of dealing only with credit worthy counter parties and obtaining sufficient collateral, where appropriate as a means of mitigating the risk of financial loss from defaults. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, loans receivables, investments, other bank balances, derivatives provided by the Company. None of the financial instruments of the Company result in material concentration of credit risk.

The carrying value of financial assets represents the maximum credit risk.

The Company's exposure to credit risk for loans (both current and non-current) by geographic region is as follows:

Particulars	Carrying amount	
	December 31, 2025	December 31, 2024
United States	41,063.67	42,844.42
Total	41,063.67	42,844.42

Rain Carbon Inc.

Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 22.4: Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation. The Company's corporate treasury department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. As of December 31, 2025, cash and cash equivalents are held with major banks.

Maturity of financial liabilities:

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payment and excludes impact of netting arrangements (if any):

As at December 31, 2025							
Contractual cash flows	Carrying value *	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities:							
Borrowings	65,960.88	-	-	40,464.00	-	25,907.63	66,371.63
Trade payables	77.80	77.80	-	-	-	-	77.80
Other current financial liabilities	3,508.71	3,508.71	-	-	-	-	3,508.71

As at December 31, 2024							
Contractual cash flows	Carrying value *	Less than 1 year	1-2 years	2-5 years	5-10 years	Later	Total
Non-derivative financial liabilities:							
Borrowings	63,584.09	3,744.42	-	38,529.00	-	21,811.35	64,084.77
Trade payables	21.66	21.66	-	-	-	-	21.66
Other current financial liabilities	2,663.47	2,663.47	-	-	-	-	2,663.47

* Net of Deferred Finance Cost

Note 22.5: Market risk:

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including deposits, foreign currency receivables, payables and borrowings.

Note 22.6: Interest rate risk:

Interest rate risk is measured by using the cashflow sensitivity for change in variable interest rates. Any movement in the market interest rates could have an impact on the Company's cash flows as well as costs. In order to manage the Company's position with regard to interest rate risk, it adopts a policy of ensuring an optimal mix of its interest rate risk exposure. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's borrowing with variable interest rates.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to management is as follows:

Particulars	Interest rate exposure as at	
	Dec 31, 2025	Dec 31, 2024
Variable rate instruments		
Current Loans	419.82	413.27
	419.82	413.27

Interest rate Sensitivity:

Impact on net interest expense for the year on 1% change in interest rate: A reasonably possible change of 1% in interest rates at the reporting date would have

Particulars	December 31, 2025		December 31, 2024	
	Increase	Decrease	Increase	Decrease
Impact on profit and loss				
Variable-rate instruments	4.20	(4.20)	4.13	(4.13)
Interest rate swaps	-	-	-	-
Total Impact	4.20	(4.20)	4.13	(4.13)

Rain Carbon Inc.

Notes forming part of the financial statements (continued)

All amounts are in Indian Rupees Millions, except share data and where otherwise stated

Note 22.7 Currency risk:

The Company is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the respective functional currency of the Company.

The following table analyzes foreign currency risk from non derivative financial instruments as at December 31, 2025:

	USD	EUR	CAD	RUB	Others*	Total
Assets:						
Cash and bank balances						-
EEFC balance						-
Trade receivables						-
Loans						-
Loans and advances to subsidiary						-
Other Financial Assets - Dividend receivable		-				-
	-	-	-	-	-	-
Liabilities:						
Trade payables						-
Borrowings						-
Other financial liabilities		1,744.65				1,744.65
	-	1,744.65	-	-	-	1,744.65

*Others include GBP, CHF and others

The following table analyzes foreign currency risk from non derivative financial instruments as at December 31, 2024:

	USD	EUR	CAD	RUB	Others*	Total
Assets:						
Cash and bank balances						-
EEFC balance						-
Trade receivables						-
Loans						-
Loans and advances to subsidiary						-
Other Financial Assets - Dividend receivable		1,681.17				1,681.17
	-	1,681.17	-	-	-	1,681.17
Liabilities:						
Trade payables						-
Borrowings		8,468.76				8,468.76
Other financial liabilities		67.82				67.82
	-	8,536.58	-	-	-	8,536.58

*Others include GBP, CHF and others

Sensitivity Analysis:

A reasonably possible strengthening (weakening) of the US dollar, Euro, Canadian Dollar, Ruble against all other currencies as at December 31 would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and statement of profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Impact on Foreign currency loss/(gain) for the year on 1% change in rates are:

Particulars	December 31, 2025		December 31, 2024	
	Strengthening	Weakening	Strengthening	Weakening
Impact on profit and loss				
INR		-		-
Euro	(17.45)	17.45	(68.55)	68.55
USD	-	-	-	-
CAD	-	-	-	-
RUB	-	-	-	-
Others*	-	-	-	-

Rain Carbon Inc.

Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

Note 23: Related Party Disclosures

a) Names of related parties and description of relationship

Sl. No	Relationship	Name
(a)	List of related parties where control exists	
(i)	Ultimate Holding Company	1 Rain Industries Limited [RIL]
	Holding Company	2 Rain Commodities (USA) Inc [RCUSA]
(b)	Other related parties where transactions have taken place during the year/balances exists at year end	
	Entities under common control	1 Rain CII Carbon (Vizag) Limited [RCCVL]
		2 Rain CII Carbon LLC [RCC]
		3 Rain Carbon Germany GMBH [RCGG]
		4 Rain Carbon BVBA [RBV]
		5 Rain Carbon GMBH [RCG]
		6 Rain Carbon Canada Inc
		7 Rain Carbon Poland Sp.z.o.o

b) Transactions with related parties:

Particulars	Year ended December 31, 2025	Year ended December 31, 2024
Other non-operating income - Miscellaneous Income		
a) RCC	451.56	478.33
b) RCCVL	99.16	91.47
c) RCG	411.32	399.13
d) Rain Carbon Poland	33.55	28.01
e) RBV	213.22	234.03
g) Rain Canada	197.46	186.03
Interest Income		
a) RCUSA	29.78	34.56
b) RCG	-	16.86
c) RCC	4,872.80	4,895.32
Interest Expenditure		
a) RCG	1,775.49	1,636.36
c) RCUSA	17.69	10.07
Global Service cost		
a) RCC	585.19	587.69
Dividend Declared		
a) RCUSA	540.54	671.20
Management Fees Expenses		
a) RCC	19.55	15.70
b) RIL	446.40	463.02
d) RBV	73.58	55.27
e) RCGG	103.17	100.22
f) RCG	24.95	31.11
Dividend Received		
b) RBV	-	3,260.45
c) RCCVL	-	1,183.40

Rain Carbon Inc.**Notes forming part of the Financial Statements (continued)**

All amounts are in Indian Rupees Millions, except where otherwise stated

(c) The Company has the following dues from / to related parties:

Particulars	Year ended December 31, 2025	Year ended December 31, 2024
Loans from		
a) RCUSA	459.04	85.62
c) RCG	25,907.63	21,811.35
Management fees Receivable		
a) RCCVL	-	12.10
b) RCC	23.92	335.40
b) RBV	38.27	74.07
d) Rain Carbon Canada Inc	46.66	54.27
fe US 44	-	4.87
f) Rain Carbon Poland	9.09	6.59
Interest receivable		
a) RCUSA	113.03	78.37
b) RCC	1,652.28	1,641.67
Dividend Receivable		
b) RBV	-	1,681.17
Loan given to		
a) RCC	40,464.00	42,273.42
b) RCUSA	599.66	570.99
Amounts Payable to		
a) RIL	94.04	142.29
b) RBV	17.74	8.43
c) RCC	972.05	-
Accrued Interest payable		
a) RCG	1,744.65	871.66
b) RCUSA	18.81	3.50

Note 24 : Earnings per Share (EPS)

Particulars	For the year ended December 31, 2025	For the year ended December 31, 2024
a. Profit for the year	(4,181.79)	4,093.85
b. Weighted average number of equity shares outstanding during the year (Nos.)	5,000	5,000
Earnings per Share		
c. Basic and Diluted - [a]/[b] (Million Rs.)	(0.84)	0.82

Rain Carbon Inc.

Notes forming part of the Financial Statements (continued)

All amounts are in Indian Rupees Millions, except where otherwise stated

Note 25: Additional Regulatory Information

- (i) The title deeds of immovable properties are held in the name of the Company
- (ii) The Company has not revalued its Property, plant and equipment and intangible assets during the year.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) During the year there are no loans or advances in the nature of loans that are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are repayable on demand.
- (v) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (vi) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (vii) The Company has not advanced or loaned or invested funds, to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (viii) The Company have not received any fund, from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or
 - b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ix) The Company does not have any undisclosed income in terms of any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessment.
- (x) During the year, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.
- (xi) The Company does not trade in crypto currency or virtual currency.

As per our report of even date attached

As per our report of even date attached

For C. Ramachandram & Co

Chartered Accountants

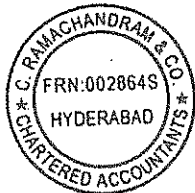
Firm Registration No: 002864S

C. Ramachandram

Partner

M.No 025834

UDIN: 26025834JVTWHE5466



For and on behalf of the Board of Directors

Jagan Mohan Reddy Nellore

Director

DIN: 00017633

Place: Hyderabad

Date: February 20, 2026