

S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

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Independent Auditor's Review Report on the Quarterly Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report to
The Board of Directors
Rain Industries Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Rain Industries Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its associate for the quarter ended March 31, 2025 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Holding Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Master Circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

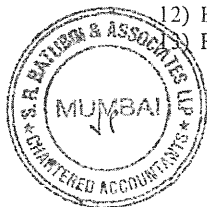
4. The Statement includes the results of the following entities:

Holding company:

Rain Industries Limited

Subsidiaries:

- 1) Rain Cements Limited
- 2) Renuka Cements Limited
- 3) Rain Verticals Limited
- 4) Rain CII Carbon (Vizag) Limited
- 5) Rain Commodities (USA) Inc.
- 6) Rain Carbon Inc.
- 7) Rain CII Carbon LLC
- 8) Rain Holding Limited
- 9) Rain Carbon GmbH
- 10) Rain Carbon Canada Inc.
- 11) Rain Carbon BV
- 12) Rain Carbon Germany GmbH
- 13) Rain Carbon Poland Sp. z o.o.



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- 14) OOO Rutgers Severtar
- 15) Rain Global Services LLC (liquidated w.e.f. January 28, 2025)
- 16) Rain Carbon Wohnimmobilien GmbH & Co. KG
- 17) Rain Carbon Gewerbeimmobilien GmbH & Co. KG
- 18) Rain Carbon LLC
- 19) VFT France SA
- 20) Rumba Invest BVBA & Co. KG
- 21) Severtar Holding Ltd (refer note 4 in the accompanying unaudited consolidated financial results)
- 22) Severtar Holding ILLC (refer note 4 in the accompanying unaudited consolidated financial results)
- 23) Rain Carbon (Shanghai) Trading Co. Ltd.
- 24) Rain Commodities - FZCO (with effect from May 30, 2024)

Associate:

Infratech Duisburg GmbH

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 7 and 8 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. **Emphasis of Matter**
We draw attention to note 4 of the accompanying unaudited consolidated financial results, which describes the uncertainties with respect to applicable regulations including sanctions arising from the matters more fully described therein. Our conclusion is not modified in respect of this matter.
7. The accompanying Statement includes the unaudited interim financial results and other financial information, in respect of a subsidiary, whose unaudited interim financial results include total revenues of INR 3,183.05 million, total net profit after tax of INR 669.04 million, total comprehensive income of INR 669.04 million, for the quarter ended March 31, 2025, as considered in the Statement which has been reviewed by its independent auditor.

The independent auditor's report on interim financial results of this entity has been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of this subsidiary, is based solely on the report of such auditor and procedures performed by us as stated in paragraph 3 above.

8. The subsidiary stated in paragraph 7 above is located outside India whose financial results and other financial information have been prepared in accordance with accounting principles generally accepted in its respective country and which has been audited by other auditor under generally accepted auditing standards applicable in its country. The Holding Company's management has converted the financial results of such subsidiary located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Holding Company's management. Our conclusion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the report of the other auditor and the conversion adjustments prepared by the management of the Holding Company and reviewed by us.



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9. The accompanying Statement includes unaudited interim financial results and other unaudited financial information in respect of 10 subsidiaries, whose interim financial results and other financial information reflect total revenues of INR 325.19 million, total net profit after tax of INR 32.73 million, total comprehensive income of INR 32.73 million, for the quarter ended March 31, 2025 and an associate, whose interim financial results includes the Group's share of net profit of INR Nil and Group's share of total comprehensive income of INR Nil for the quarter ended March 31, 2025.

The unaudited interim financial results and other unaudited financial information of the these subsidiaries and associate have not been reviewed by any auditors and have been approved and furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the affairs of these subsidiaries and associate, is based solely on such unaudited interim financial results and other unaudited financial information. According to the information and explanations given to us by the Management, these interim financial results are not material to the Group.

Our conclusion on the Statement in respect of matters stated in para 7, 8 and 9 above is not modified with respect to our reliance on the work done and the report of the other auditor and the financial results certified by the Management.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004



per Vikas Pansari

Partner

Membership No.: 093649

UDIN:25093649B No. ISV 8068

Place: New York, USA

Date: May 08, 2025





RAIN INDUSTRIES LIMITED

CIN: L26942TG1974PLC001693

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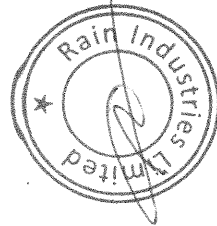
Statement of Unaudited Consolidated Financial Results for the Quarter ended March 31, 2025						
(Rupees in Millions, except per share data)						
Particulars		Quarter ended		Year ended		
		March 31, 2025	December 31, 2024	March 31, 2024	December 31, 2024	
		Unaudited	Audited - see Note 9 below	Unaudited	Audited	
1	Income					
	(a) Revenue from operations	37,680.16	36,757.27	36,702.36	153,743.91	
	(b) Other income	253.22	343.36	536.59	2,455.59	
	Total income	37,933.38	37,100.63	37,238.95	156,199.50	
2	Expenses					
	(a) Cost of materials consumed (Refer note 2 below)	23,910.79	22,483.74	20,611.18	86,462.11	
	(b) Purchases of stock-in-trade (Refer note 2 below)	98.62	223.78	96.04	827.36	
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(2,956.78)	(1,021.02)	(92.04)	1,241.62	
	(d) Employee benefits expense (Refer note 3 below)	3,136.85	3,038.68	3,425.64	14,091.16	
	(e) Finance costs	2,243.57	2,274.02	2,349.76	9,405.86	
	(f) Depreciation and amortisation expense	2,072.62	2,371.94	1,949.11	8,071.01	
	(g) Impairment loss (Refer note 5 below)	-	730.52	-	730.52	
	(h) (Gain) / Loss on foreign currency transactions and translations, net	286.96	(1,080.22)	(286.89)	(898.66)	
	(i) Other expenses	9,400.25	8,922.22	9,524.76	38,549.29	
	Total expenses	38,192.88	37,943.66	37,577.56	158,480.27	
3	Loss before share of profit of associate and tax (1-2)	(259.50)	(843.03)	(338.61)	(2,280.77)	
4	Share of profit of associate (net of income tax)	-	23.93	-	23.93	
5	Loss before tax (3+4)	(259.50)	(819.10)	(338.61)	(2,256.84)	
6	Tax expense / (benefit), net					
	- Current tax	839.66	516.27	1,034.39	2,683.35	
	- Deferred tax charge / (credit), net	51.88	1.55	(208.57)	(440.81)	
	Total tax expense, net	891.54	517.82	825.82	2,242.54	
7	Loss for the period/year (5-6)	(1,151.04)	(1,336.92)	(1,164.43)	(4,499.38)	



8	Other comprehensive income / (loss) (net of tax) for the period/year								
(a)	Items that will not be reclassified to profit or loss:								
	Remeasurements of defined benefit plans	536.11	477.54	330.35	693.40				
	Income tax relating to items that will not be reclassified to profit or loss	(14.38)	(41.29)	(101.14)	(48.83)				
(b)	Items that will be reclassified to profit or loss:								
	Foreign currency translation reserve	2,967.25	(3,201.38)	(1,333.70)	(2,943.38)				
	Exchange difference arising on net investment in foreign operation (Refer note 6 below)	(553.63)	1,028.80	320.34	864.60				
	Income tax relating to items that will be reclassified to profit or loss	-	-	-	-				
	Total other comprehensive income / (loss) (net of tax)	2,935.35	(1,736.33)	(784.15)	(1,434.21)				
9	Total comprehensive income / (loss) for the period/year (7+8)	1,784.31	(3,073.25)	(1,948.58)	(5,933.59)				
10	Profit / (loss) attributable to:								
	Owners of the Company	(1,376.95)	(1,614.10)	(1,458.67)	(5,642.69)				
	Non-controlling interests	225.91	277.18	294.24	1,143.31				
	Net loss for the period/year	(1,151.04)	(1,336.92)	(1,164.43)	(4,499.38)				
11	Other comprehensive income / (loss) attributable to:								
	Owners of the Company	2,417.48	(1,520.10)	(643.30)	(1,069.71)				
	Non-controlling interests	517.87	(216.23)	(140.85)	(364.50)				
	Other comprehensive income / (loss) for the period/year	2,935.35	(1,736.33)	(784.15)	(1,434.21)				
12	Total comprehensive income / (loss) attributable to:								
	Owners of the Company	1,040.53	(3,134.20)	(2,101.97)	(6,712.40)				
	Non-controlling interests	743.78	60.95	153.39	778.81				
	Total comprehensive income / (loss) for the period/year	1,784.31	(3,073.25)	(1,948.58)	(5,933.59)				
13	Paid-up equity share capital (Face value of INR 2/- per share)	672.69	672.69	672.69	672.69				
14	Other equity				65,703.93				
15	Loss Per Share - Basic and Diluted (Face value of INR 2/- each)	(4.09)	(4.80)	(4.34)	(16.78)				
		(not annualised)	(not annualised)	(not annualised)	(not annualised)				
	(See accompanying notes to the Unaudited Consolidated Financial Results)								

Notes:

- The above Statement of unaudited consolidated financial results of Rain Industries Limited ("the Company") along with its subsidiaries (hereinafter referred to as "the Group") and its associate, which have been prepared in accordance with the Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued thereunder, other accounting principles generally accepted in India and guidelines issued by the Securities and Exchange Board of India ("SEBI") were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meetings held on May 07, 2025 and May 08, 2025 respectively. The Statutory Auditors have carried out a limited review on the unaudited consolidated financial results and issued unmodified report thereon.



2

Restated - Purchase of stock-in-trade has decreased and cost of materials consumed has increased by INR 4,035.65 for the quarter ended March 31, 2024 based on the nature of business operations.

3

During the year ended December 31, 2024, Employee benefits expense include provision made for severance payments in one of the group’s subsidiaries in Germany amounting to INR 716.21 (€ 7.98 million) as part of Group’s cost efficiency plan.

4

Due to the global implications of the geopolitical conflict between Russia and Ukraine that started in February 2022, there has been an increase in volatility in the commodity prices, stock and foreign exchange markets. Given this geopolitical uncertainty and the likelihood that changes may occur rapidly or unexpectedly, management has evaluated information available in this regard to assess its potential impact on the Group’s activities such as supply chain disruption, closure and abandonment of operations, travel restrictions, market volatility, recoverability of inter-company loans and repatriation of dividends between group entities, etc. Based on the internal assessment, the management believes that the operations of its Russian entities and the rest of the entities are largely independent of each other and hence it does not foresee any significant impact of the above events on its accompanying unaudited consolidated financial results.

In light of the global circumstances, the Group is encountering difficulties in fulfilling regulatory requirements. These challenges include filing statutory and tax returns, conducting statutory audits, completing other secretarial compliances, and addressing applicable sanctions, for one of its step-down subsidiaries, i.e., Severtar Holding Limited (SHL), Cyprus, as the Board of the said subsidiary is non-functional. OOO RUTGERS Severtar (“OOORS”), Cherepovets, Russia is a 100% Subsidiary of SHL.

Accordingly, the shareholders of SHL, have applied for re-domiciliation of SHL to another foreign jurisdiction, Special Administrative Region (SAR) of Kaliningrad, and has obtained the provisional certificate of incorporation for the re-domiciled entity i.e. Severtar Holding ILLC, Kaliningrad (SHILLC).

Management is in the process of completing necessary steps for re-domiciliation and evaluating other available options for completing the pending compliances in Cyprus. In the interim and based on the completion of preliminary steps in Kaliningrad, OOORS had distributed dividend directly to the respective shareholders of SHILLC as authorised by SHILLC, in compliance with the applicable regulations in the said Jurisdiction.

Considering the continuing uncertainties resulting from the aforesaid matters, the Group will continue to closely monitor the compliance of applicable regulations including sanctions. Based on the internal assessment and external counsel opinions, management believes that it is in compliance with the applicable laws and regulations.

5

The Group had re-evaluated the status of certain projects which are under Capital work in progress. Based on the status of the project and management evaluation, the Group had recognised an impairment charge of INR 730.52 in the consolidated statement of profit and loss for the quarter and year ended December 31, 2024.

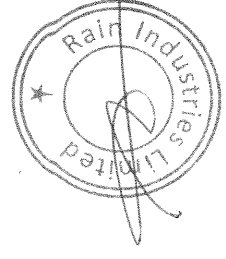
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In October 2023, the Group had designated certain portion of inter-company loans between US and Germany subsidiaries as net investment in foreign operation with effect from October 1, 2023, considering its long-term nature. Accordingly, the foreign exchange (gain) / loss on such foreign currency loan, determined as an effective net investment in foreign operation is recognised directly through Other Comprehensive Income in Equity.

7

Certain Standalone information of the Company in terms of the Regulation 47(1)(b) of the SEBI (listing obligation and disclosure requirements) Regulations, 2015:

Particulars	Quarter ended		Year ended	
	March 31, 2025	December 31, 2024	March 31, 2024	December 31, 2024
	Unaudited	Audited - see Note 9 below	Unaudited	Audited
Revenue from operations	369.86	413.08	270.63	1,414.62
Profit / (loss) before tax	(27.33)	160.97	(34.10)	438.47
Profit / (loss) after tax	(26.60)	161.33	(34.01)	389.45



Consolidated Segment wise revenue and results:

Particulars	Quarter ended			Year ended	
	March 31, 2025	December 31, 2024	March 31, 2024	December 31, 2024	December 31, 2024
	Unaudited	Audited - see Note 9 below	Unaudited	Audited	
1) Segment revenue					
(a) Carbon	28,823.90	27,488.36	26,131.25	113,692.44	
(b) Advanced Materials	8,071.60	8,700.39	9,079.46	37,435.22	
(c) Cement	2,880.28	2,639.19	3,669.91	12,312.42	
Total	39,775.78	38,827.94	38,880.62	163,440.08	
Less: Inter segment revenue	2,095.62	2,070.67	2,178.26	9,696.17	
Revenue from operations	37,680.16	36,757.27	36,702.36	153,743.91	
2) Segment results					
(a) Carbon	4,125.98	2,797.63	2,315.16	10,400.16	
(b) Advanced Materials	(82.90)	435.28	660.90	2,186.71	
(c) Cement	47.35	(123.04)	160.72	(14.50)	
Total	4,090.43	3,109.87	3,136.78	12,572.37	
Less: Depreciation and amortisation expense	2,072.62	2,371.94	1,949.11	8,071.01	
Less: Impairment loss (Refer note 5 above)	-	730.52	-	730.52	
Less: Finance costs	2,243.57	2,274.02	2,349.76	9,405.86	
Add: Interest income	222.38	241.26	494.54	1,411.43	
Add/Less: Unallocable income / (expense)	(256.12)	1,182.32	328.94	1,942.82	
Add: Share of profit of associate (net of income tax)	-	23.93	-	23.93	
Loss before tax	(259.50)	(819.10)	(338.61)	(2,256.84)	

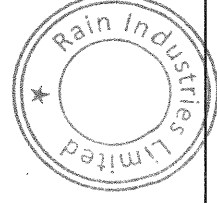
Segmental assets and liabilities:

The assets and liabilities of the Group are often deployed interchangeably between segments, therefore it is impractical to allocate these assets and liabilities to each segment. Further, total assets and liabilities balances for each reportable segment is not reviewed by or provided to the Chief Operating Decision Maker (CODM). Hence, the details for segment assets and liabilities have not been disclosed in the above table.

9 The figures for the quarter ended December 31 are the balancing figures between the audited figures in respect of the full financial year ended December 31 and the unaudited figures for the nine months ended September 30.

10 The Investors can view the Unaudited Consolidated Financial Results of the Company on the Company's website www.rain-industries.com or on the BSE Limited's website www.bseindia.com or on the National Stock Exchange of India Limited's website www.nseindia.com.

For and on behalf of the Board of Directors
RAIN INDUSTRIES LIMITED



[Signature]

Jagan Mohan Reddy Nellore
Managing Director
DIN: 00017633

Place: Hyderabad
Date: May 08, 2025