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### General information about company

Scrip code	500339
NSE Symbol	RAIN
MSEI Symbol	NOTLISTED
ISIN	INE855B01025
Name of the entity	RAIN INDUSTRIES LIMITED
Date of start of financial year	01-01-2019
Date of end of financial year	31-12-2019
Reporting Quarter	Yearly
Date of Report	31-12-2019
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Enter the quarter  
ended date only

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Annexure I

Annexure I to be submitted by listed entity on quarterly basis

1. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Add Notes

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	N. Radhakrishna Reddy	AAFPN3282G	00021052	Executive Director	Not Applicable	MD	01-07-1942	NA		02-01-1984	31-03-2019			1	0	1	0		
2	Mr	Jagan Mohan Reddy Nellore	ABFPN3756N	00017633	Non-Executive - Non Independent Director	Not Applicable		17-01-1967	NA		13-06-1997	08-05-2019			1	0	3	0		
3	Mr	N. Sujith Kumar Reddy	AAFPN3195L	00022383	Director	Not Applicable		26-07-1971	NA		22-03-1992	08-05-2019			1	0	1	1		
4	Mr	Hira Lal Zutshi	AAAP21797M	00041002	Non-Executive - Independent Director	Chairperson		24-05-1942	Yes	21-12-2018	30-09-2014	01-04-2019		63	1	1	1	0		
5	Mr	Varun Batra	AEZPB9157L	00020526	Director	Not Applicable		17-11-1966	NA		28-02-2018	28-02-2018		22	1	1	1	0		
6	Mr	Brian Jude McNamara	EPGPM12334F	08339667	Non-Executive - Independent Director	Not Applicable		21-08-1962	NA		28-02-2019	28-02-2019		10	1	1	1	0		
7	Ms	Radhika Vijay Haribhakti	AAAPH8250M	02409519	Director	Not Applicable		20-12-1957	NA		06-11-2014	11-06-2018		61	6	6	8	1		
8	Ms	Nirmala Reddy	ACHPR8843D	01673128	Non-Executive - Independent Director	Not Applicable		27-03-1947	NA		30-09-2016	30-09-2019		39	1	1	4	2		

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## Annexure 1

## II. Composition of Committees

Disclosure of notes on composition of committees explanatory

[Add Notes](#)

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto December 31, 2019.
3. Date of Cessation must be for the current quarter only, i.e. October 1, 2019 to December 31, 2019.

**Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**

## Audit Committee Details

Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01673128	Nirmala Reddy	Non-Executive - Independent Director	Chairperson	08-10-2016		171
2	00041002	Hira Lal Zutshi	Non-Executive - Independent Director	Member	08-05-2014		
3	00020526	Varun Batra	Non-Executive - Independent Director	Member	28-02-2018		
4	08339667	Brian Jude McNamara	Non-Executive - Independent Director	Member	28-02-2019		
5	02409519	Radhika Vijay Haribhakti	Non-Executive - Independent Director	Member	06-11-2014		
6							
7							
8							
9							
10							

**Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**

## Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02409519	Radhika Vijay Haribhakti	Non-Executive - Independent Director	Chairperson	06-11-2014		170
2	00041002	Hira Lal Zutshi	Non-Executive - Independent Director	Member	08-05-2014		
3	00020526	Varun Batra	Non-Executive - Independent Director	Member	28-02-2018		
4	08339667	Brian Jude McNamara	Non-Executive - Independent Director	Member	28-02-2019		
5	01673128	Nirmala Reddy	Non-Executive - Independent Director	Member	08-10-2016		
6							
7							
8							
9							
10							

**Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**

## Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
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Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00022383	N. Sujith Kumar Reddy	Non-Executive - Non Independent Director	Chairperson	28-02-2018		169
2	00021052	N. Radhakrishna Reddy	Executive Director	Member	28-02-2018		
3	00017633	Jagan Mohan Reddy Nellore	Non-Executive - Non Independent Director	Member	28-02-2018		
4	01673128	Nirmala Reddy	Non-Executive - Independent Director	Member	28-02-2018		
5							
6							
7							
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Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00021052	N. Radhakrishna Reddy	Executive Director	Chairperson	19-02-2016		173
2	00017633	Jagan Mohan Reddy Nellore	Non-Executive - Non Independent Director	Member	14-08-2014		
3	00022383	N. Sujith Kumar Reddy	Non-Executive - Non Independent Director	Member	14-08-2014		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00017633	Jagan Mohan Reddy Nellore	Non-Executive - Non Independent Director	Chairperson	08-05-2014		172
2	00022383	N. Sujith Kumar Reddy	Non-Executive - Non Independent Director	Member	08-05-2014		
3	01673128	Nirmala Reddy	Non-Executive - Independent Director	Member	08-10-2016		
4							
5							
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Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
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Disclosure of notes on meeting of board of directors explanatory

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Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
	<a href="#">Add</a> <a href="#">Delete</a>					
1	13-08-2019			Yes		
2	13-11-2019	91		Yes	8	5

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\* to be filled in only for the current quarter meetings

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Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	13-08-2019				Yes		
2	Audit Committee	12-11-2019	90			Yes	5	5
3	Corporate Social Responsibility Committee	11-11-2019				Yes	3	1
4	Nomination and remuneration committee	12-11-2019				Yes	5	5
5	Risk Management Committee	12-11-2019				Yes	3	0

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\* to be filled in only for the current quarter meetings

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**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
<b>Disclosure of notes on related party transactions</b>			<a href="#" style="background-color: #c00000; color: white; padding: 5px 15px; border-radius: 5px;">Add Notes</a>
<b>Disclosure of notes of material transaction with related party</b>			<a href="#" style="background-color: #c00000; color: white; padding: 5px 15px; border-radius: 5px;">Add Notes</a>

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## Annexure II

## Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

## I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="https://www.rain-industries.com/business-overview/overview">https://www.rain-industries.com/business-overview/overview</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://www.rain-industries.com/investors/#shareholders">rain-industries.com/investors/#shareholders</a>
3	Composition of various committees of board of directors	Yes		<a href="https://www.rain-industries.com/investors/#shareholders">rain-industries.com/investors/#shareholders</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.rain-industries.com/investors/#policies">rain-industries.com/investors/#policies</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.rain-industries.com/investors/#policies">rain-industries.com/investors/#policies</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="https://www.rain-industries.com/investors/#policies">rain-industries.com/investors/#policies</a>
7	Policy on dealing with related party transactions	Yes		<a href="https://www.rain-industries.com/investors/#policies">rain-industries.com/investors/#policies</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="https://www.rain-industries.com/investors/#policies">rain-industries.com/investors/#policies</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://www.rain-industries.com/investors/#directors-familiarization">rain-industries.com/investors/#directors-familiarization</a>
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.rain-industries.com/investors/#investor-grievances">https://www.rain-industries.com/investors/#investor-grievances</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="https://www.rain-industries.com/investors/#investor-grievances">rain-industries.com/investors/#investor-grievances</a>
12	Financial results	Yes		<a href="https://www.rain-industries.com/investors/#financial-information">rain-industries.com/investors/#financial-information</a>
13	Shareholding pattern	Yes		<a href="https://www.rain-industries.com/investors/#shareholders">rain-industries.com/investors/#shareholders</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		<a href="https://www.rain-industries.com/investors/#investor-call-transcripts">https://www.rain-industries.com/investors/#investor-call-transcripts</a>
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		<a href="https://www.rain-industries.com/investors/#corporate">rain-industries.com/investors/#corporate</a>
18	Credit rating or revision in credit rating obtained	Yes		<a href="https://www.rain-industries.com/investors/#corporate">rain-industries.com/investors/#corporate</a>
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="https://www.rain-industries.com/investors/#financial-information">https://www.rain-industries.com/investors/#financial-information</a>
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="https://www.rain-industries.com/investors/#events">https://www.rain-industries.com/investors/#events</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="https://www.rain-industries.com/investors/#policies">rain-industries.com/investors/#policies</a>
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		<a href="https://www.rain-industries.com/investors/#policies">rain-industries.com/investors/#policies</a>
23	It is certified that these contents on the website of the listed entity are correct	Yes		<a href="https://www.rain-industries.com/assets/pdf/certificate-on-contents">rain-industries.com/assets/pdf/certificate-on-contents</a>
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		<a href="#">Add Notes</a>	

## Annexure 1

## VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 500 listed entities)</b>	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<a href="#" style="background-color: #c00000; color: white; padding: 5px 10px; border-radius: 5px;">Add Notes</a>

**Annexure 1**

<b>Sr</b>	<b>Subject</b>	<b>Compliance status</b>
1	Name of signatory	S VENKAT RAMANA REDDY
2	Designation	Company Secretary and Compliance Officer

## Annexure II

## II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	

34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
<b>Any other information to be provided</b>				<a href="#">Add Notes</a>

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Annexure II		
1	Name of signatory	S. Venkat Ramana Reddy
2	Designation	Company Secretary and Compliance Officer

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### Annexure II

#### III. Affirmations

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

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### Annexure II

1	Name of signatory	S VENKAT RAMANA REDDY
2	Designation	Company Secretary and Compliance Officer

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### Signatory Details

Name of signatory	S VENKAT RAMANA REDDY
Designation of person	Company Secretary and Compliance Officer
Place	HYDERABAD
Date	09-01-2020

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