RAIN INDUSTRIES LIMITED

RIL/SEs/2018 May 12, 2018

The General Manager Department of Corporate Services **BSE Limited** Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400 001	The Manager Listing Department **The National Stock Exchange of India Limited** Bandra Kurla Complex Bandra East Mumbai – 400 051

Dear Sir/ Madam,

Sub: 43rd Annual General Meeting Proceedings– Reg.
Ref : Scrip Code: 500339 (BSE) & Scrip code : RAIN (NSE)

With reference to the above stated Subject, in compliance with Regulation 30 read with Schedule- III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we bring to your kind notice the Summary of Proceedings of 43rd Annual General Meeting of Rain Industries Limited as follows:

Summary of Proceedings of 43rd Annual General meeting:

The 43rd Annual General Meeting of the members of Rain Industries Limited (the Company) was held on Friday, May 11, 2018 at 3.00 P.M. (IST) at KLN Prasad Auditorium, The Federation of Telangana and Andhra Pradesh Chambers of Commerce & Industry (FTAPCCI), Red Hills, Hyderabad-500 004, Telangana State, India.

MEMBERS PRESENT IN PERSON : 252

MEMBERS PRESENT BY PROXY : 5

Mr. N. Radhakrishna Reddy, Chairman of the Company occupied the Chair and on being satisfied that sufficient quorum was present at the meeting, ordered for commencement of the proceedings.

The Chairman welcomed the members and their representatives present and introduced the Directors and Statutory Auditors present at the meeting.

With the permission of the members, the Chairman took the Notice of the 43rd Annual General Meeting as read and requested Mr. Jagan Mohan Reddy Nellore, Managing Director to address the shareholders.

RAIN INDUSTRIES LIMITED HYD

Mr. Jagan Mohan Reddy Nellore explained the shareholders of the Company about the performance of the Company during the financial year ended December 31, 2017.

The Chairman thereafter, requested Mr. Sriram Mahalingam, Partner, BSR & Associates LLP, Statutory Auditors to read the Auditors Report.

Mr. Sriram Mahalingam, Partner, BSR & Associates LLP, Chartered Accountants, Statutory Auditors read the Auditors Report.

The Chairman informed that the Statutory Registers are available for inspection by any member.

The Chairman requested the shareholders to raise any questions on the Reports and Accounts.

The Shareholders asked certain questions regarding operations of the Company, future plans, etc.

Mr. Jagan Mohan Reddy Nellore answered to the questions raised by the Shareholders.

The Chairman commenced the business items of the Agenda one after the other.

The Chairman informed the Members that pursuant to the provisions of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules 2014, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting.

The Chairman further informed the members that pursuant to Provisions of Section 109 of the Companies Act, 2013, the Company has also provided facility for voting through Poll at the Annual General Meeting.

The Chairman further informed that the Company has appointed Mr. DVM Gopal, Practicing Company Secretary as a Scrutinizer for conducting the voting process through e-voting and poll.

After Scrutiny of votes polled through e-voting and physical voting through poll at Annual General Meeting, Mr. DVM Gopal, Scrutinizer has submitted his report to the Chairman.

The scrutinizers report was received and accordingly, the Chairman has declared that all the following resolutions as set out in the notice of 43rd Annual General Meeting were passed with requisite majority:

RAIN INDUSTRIES LIMITED HYD

Regd. Office: Rain Center
34, Srinagar Colony
Hyderabad 500073
India

Phone: +91 (40) 40401234
Fax: +91 (40) 40401214
Email: secretarial@rain-industries.com
Website: www.rain-industries.com
CIN: L26942TG1974PLC001693

RAIN INDUSTRIES LIMITED

Resolution No.	Particulars
Ordinary Business	
1.	To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended December 31, 2017 and reports of Board and Auditors thereon.
2.	To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the Financial Year ended December 31, 2017 and Report of Auditors thereon.
3.	To declare final dividend @ 50% on the paid-up Equity Share Capital i.e., Rs.1 per equity share for the financial year ended December 31, 2017.
4.	To approve and ratify interim dividend
5.	To appoint a Director in place of Mr. N. Radhakrishna Reddy (DIN: 00021052) who retires by rotation and being eligible offers himself for re-appointment.
6.	To appoint a Director in place of Mr. N. Sujith Kumar Reddy (DIN: 00022383) who retires by rotation and being eligible offers himself for re-appointment.
7.	To re-appoint BSR & Associates LLP, as Statutory Auditors of the Company for a period of 5 years i.e., from the conclusion of this 43rd Annual General Meeting till the conclusion of 48th Annual General Meeting of the Company to be held in 2023 subject to ratification of shareholders at every Annual General Meeting.
Special Business	
8.	To appoint Mr. Jagan Mohan Reddy Nellore as Chief Executive Officer (CEO) of Rain Carbon Inc.
9.	To re-appoint Ms. Radhika Vijay Haribhakti (DIN: 02409519) as an Independent Director.
10.	To appoint Mr. Varun Batra (DIN: 00020526) as an Independent Director.

This is for your information and records.

Thanking you,

Yours faithfully,
for **Rain Industries Limited**

S. N. R. Reddy

S. Venkat Ramana Reddy
Company Secretary

RAIN INDUSTRIES LIMITED HYD

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RIL

RAIN INDUSTRIES LIMITED

RIL/SEs/2018

May 12, 2018

The General Manager Department of Corporate Services **BSE Limited** Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400 001	The Manager Listing Department **The National Stock Exchange of India Limited** Bandra Kurla Complex Bandra East Mumbai – 400 051

Dear Sir/ Madam,

Sub: 43rd Annual General Meeting voting Results- Compliance as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015– Reg.

Ref : Scrip Code: 500339 (BSE) & Scrip code : RAIN (NSE)

With reference to the above stated subject, we bring to your kind notice that the shareholders of the Company have approved the following Resolutions at the 43rd Annual General Meeting (AGM) held on May 11, 2018:

Resolution No.	**Particulars**
Ordinary Business	
1.	To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended December 31, 2017 and reports of Board and Auditors thereon.
2.	To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the Financial Year ended December 31, 2017 and Report of Auditors thereon.
3.	To declare final dividend @ 50% on the paid-up Equity Share Capital i.e., Rs.1 per equity share for the financial year ended December 31, 2017.
4.	To approve and ratify interim dividend
5.	To appoint a Director in place of Mr. N. Radhakrishna Reddy (DIN: 00021052) who retires by rotation and being eligible offers himself for re-appointment.
6.	To appoint a Director in place of Mr. N. Sujith Kumar Reddy (DIN: 00022383) who retires by rotation and being eligible offers himself for re-appointment.
7.	To re-appoint BSR & Associates LLP, as Statutory Auditors of the Company for a period of 5 years i.e., from the conclusion of this 43rd Annual General Meeting till the conclusion of 48th Annual General Meeting of the Company to be held in 2023 subject to ratification of shareholders at every Annual General Meeting.

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RAIN INDUSTRIES LIMITED

Special Business	
8.	To appoint Mr. Jagan Mohan Reddy Nellore as Chief Executive Officer (CEO) of Rain Carbon Inc.
9.	To re-appoint Ms. Radhika Vijay Haribhakti (DIN: 02409519) as an Independent Director.
10.	To appoint Mr. Varun Batra (DIN: 00020526) as an Independent Director.

In this connection, please find enclosed herewith the Report issued by Mr. DVM Gopal, Practicing Company Secretary, Scrutinizer for voting at Annexure – I.

Also find enclosed herewith the details of Results of the voting in the format prescribed under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 at Annexure – II.

This is for your information and record.

Thanking you,

Yours faithfully,
for **Rain Industries Limited**

S. Venkat Ramana Reddy
Company Secretary

RAIN INDUSTRIES LIMITED HYD

ANNEXURE-I

dvmgopal & associates
Company Secretaries

CONSOLIDATED SCRUTINIZER'S REPORT

The Chairman,
M/s. RAIN INDUSTRIES LIMITED,
"RAIN CENTER", 34,
SRINAGAR COLONY,
HYDERABAD - 500073,
TELANGANA STATE, INDIA.

Dear Sir,

SUB: Consolidated Scrutinizers Report of E-Voting and Physical Voting at the 43rd AGM
REF: Notice of 43rd Annual General Meeting

We M/s. dvmgopal & associates, Company Secretaries, represented by Mr. D.V.M. Gopal, were appointed as Scrutinizers by resolution passed by the Board at its Meeting held on February 28, 2018.

a) To Scrutinize the Remote E-voting process for the items (Item 1-10) to be transacted at the 43rd Annual General Meeting (AGM) held on May 11, 2018; and also

b) To scrutinize the physical ballot voting process at the 43rd Annual General Meeting at 3.00 P.M on May 11, 2018 for the shareholders who have not opted to vote through the remote e-voting process.

M/s. Karvy Computershare Private Limited (Karvy), (Service Provider), has provided a system for recording the electronic votes of the Shareholders on all the items of the business (both Ordinary and Special Business) sought to be transacted at the 43rd Annual General Meeting (AGM) of the Company. The Service Provider had set up e-voting facility on their website https://www.evoting.karvy.com.

The Company has also allowed physical voting through Poll System for those shareholders, who were present at the Company's Annual General Meeting held at 3.00 P.M on May 11, 2018 and have not opted to vote through the remote e-voting process.

We hereby submit our report as under:

1. The remote e-voting period remained open from 10.00 A.M. on May 7, 2018 and ended at 5.00 P.M. on May 10, 2018. Upon conclusion of the e-voting period, the E-voting votes were unblocked on May 10, 2018 at 5 P.M hours, in the presence of two witnesses' Ms. Ansu Thomas and Ms. Sarika Karwa, who are not in employment of the Company.
2. At the AGM, Physical Ballots duly filled were deposited in ballot box kept open for voting, upon completion, the same were un-locked in my presence.
3. The Shareholders as on May 4, 2018, the cut-off date are entitled to vote on the proposed resolutions contained in the notice of the Annual General Meeting.
4. On completion of voting at the Meeting, the Service Provider, M/s. Karvy Computershare Private Limited (Karvy) provided us with the List of Members who had cast their votes, with their holding details and details of vote on each of the Resolutions.
5. We have collated the votes downloaded from e-voting system and the votes cast through physical ballot to declare the final results for each of the resolution forming part of the AGM Notice and ascertained number of Shares voted "**in favor**" or "**against**" or "**invalidated votes**".
6. Soft copy of the List of members, for both voting at the AGM as well as remote e-voting containing the details of members who voted 'FOR', 'AGAINST', and those whose votes were

For Rain Industries Limited

Certified True Copy

S. Venkat Ramana Reddy
Company Secretary
M.No. A14143

M.No. 5280 CP.No. 6798 dvmgopal and associates Company Secretaries

6/3/154-159, Flat No. 303, 3rd Floor, Royal Majestic, Prem Nagar Colony, Near Banjara Hills Care Hospital, Hyderabad-500 004. Ph : +91-40-2331 2933, Mobile: 98491 53690
dvm@dvmgopalandassociates.in | www.dvmgopalandassociates.in

considered as invalid for each resolution will be emailed to the Company Secretary, after the announcement of the results by the Company.

We hereby submit Consolidated Scrutinizer's Report as per the provisions of Section 108 of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, containing the following results for every resolution under **E-Voting & Physical voting:**

ITEM NO. 1:

Ordinary Resolution- Consider and adopt the Stand alone Audited Financial Statements of the Company for the Financial Year ended on December 31, 2017, and reports of Boards' and Auditors thereon.

1	Total No. of Members responded	299
2	Total No. of Votes / Shares received	210,668,436
3	Total No. of Valid Votes/Shares	210,189,627 (100%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
210,189,610 (100%)	**17 (0.00%)**	**478809**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
290	**3**	**7**

ITEM NO. 2:

Ordinary Resolution- Consider and adopt the Consolidated Audited Financial Statements of the Company for the Financial Year ended on December 31, 2017, and reports of Auditors thereon

1	Total No. of Members responded	299
2	Total No. of Votes / Shares received	210,668,436
3	Total No. of Valid Votes/Shares	210,189,626 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
210,189,619(100%)	**7 (0.00%)**	**478810**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
290	**2**	**8**

dvmgopal and associates
M.No.6280
CP.No.6798
Company Secretaries

ITEM NO. 3:

Ordinary Resolution- Declare final dividend @ 50% on the paid-up Equity Share Capital i.e., Rs. 1 per equity share for the Financial Year ended on December 31, 2017:

1	Total No. of Members responded	299
2	Total No. of Votes / Shares received	210,668,436
3	Total No. of Valid Votes/Shares	210,667,957 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
210,667,253 (99.997%)	**704 (0.0003%)**	**479**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
290	**2**	**8**

ITEM NO. 4:

Ordinary Resolution- Approve and ratify interim dividend.

1	Total No. of Members responded	299
2	Total No. of Votes / Shares received	210,668,436
3	Total No. of Valid Votes/Shares	210,667,957 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
210,667,255 (99.9997%)	**702 (0.0003%)**	**479**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
290	**2**	**8**

dvmgopal and associates
M.No.6280
CP.No.6798
Company Secretaries

ITEM NO. 5:

<u>Ordinary Resolution</u>- Re-appointment of Mr. N. Radhakrishna Reddy, (DIN: 00021052) Director who retires by rotation:

1	Total No. of Members responded	299
2	Total No. of Votes / Shares received	210,668,436
3	Total No. of Valid Votes/Shares	210,667,956 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
210,504,051 (99.9222%)	**163905 (0.0778%)**	**480**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
286	**5**	**9**

ITEM NO. 6:

<u>Ordinary Resolution</u>- Re-appointment of Mr. N. Sujith Kumar Reddy (DIN: 00022383), Director who retires by rotation:

1	Total No. of Members responded	299
2	Total No. of Votes / Shares received	210,668,436
3	Total No. of Valid Votes/Shares	210,668,256 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
210,504,351 (99.922%)	**163905 (0.0778%)**	**180**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
287	**5**	**8**

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M.No.6280
CP.No.6798
Company Secretaries

ITEM NO. 7:

Ordinary Resolution- Re-Appointment of Statutory Auditor:

1	Total No. of Members responded	299
2	Total No. of Votes / Shares received	210,668,436
3	Total No. of Valid Votes/Shares	210,667,670 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
210,534,123 (99.9366%)	**133547 (0.0634%)**	**766**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
286	**3**	**11**

ITEM NO. 8:

Ordinary Resolution- Appointment of Mr. Jagan Mohan Reddy Nellore as Chief Executive Officer (CEO) of Rain Carbon Inc, a step down wholly-owned Subsidiary:

1	Total No. of Members responded	299
2	Total No. of Votes / Shares received	210,668,436
3	Total No. of Valid Votes/Shares	72,437,435 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
72,436,312 (99.9984%)	**1123 (0.0016%)**	**138,231,001**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
274	**4**	**22**

dvmgopal and associates Company Secretaries M.No.6280 CP.No.6798

ITEM NO. 9:

Special Resolution- Re-appointment of Ms. Radhika Vijay Haribhakti as an Independent Director:

1	Total No. of Members responded	299
2	Total No. of Votes / Shares received	210,668,436
3	Total No. of Valid Votes/Shares	210,667,521 (100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
208,084,156 (98.7737%)	**2,583,365 (1.2263%)**	**915**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
271	**18**	**11**

ITEM NO. 10:

Ordinary Resolution- Appointment of Mr. Varun Batra as an Independent Director:

1	Total No. of Members responded	**299**
2	Total No. of Votes / Shares received	210,668,436
3	Total No. of Valid Votes / Shares	210,667,521(100.00%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain votes
210,667,515(100.00%)	**6 (0.00%)**	**915**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
287	**2**	**11**

We further confirm that the Registers and records generated from the remote e-voting platform of Service Provider including the Registers maintained by us in respect of the votes casted through Electronic and Physical means are being maintained in electronic form.

dvmgopal and associates M.No.6280 CP.No.6798 Company Secretaries

The Registers and all other records/papers relating to e-voting and physical voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be returned.

Thanking you,

Yours faithfully
For **dvmgopal & associates,**
Company Secretaries,

D V M Gopal
Proprietor
C P No. 6798,
FCS No. 6280

Place: Hyderabad
Date: 12th May 2018

RAIN INDUSTRIES LIMITED

Regd. Off: "Rain Center", 34, Srinagar Colony, Hyderabad - 500 073, Telangana State, India. Ph.No.040-40401234; Fax:040-40401214
Email: secretarial@rain-industries.com; www.rain-industries.com; CIN: L26942TG1974PLC001693

43rd Annual General Meeting - The Details of Results of Voting (E-voting and Poll)

Date of the AGM	May 11, 2018
Total number of shareholders on record date	119,807
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	12
Public:	245
No. of Shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoter Group:	NIL
Public:	NIL

ITEM NO.1 : To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended December 31, 2017 and reports of Board and Auditors thereon

Resolution required: (Ordinary/ Special)					**Ordinary Resolution**			
Whether promoter/ promoter group are interested in the agenda/resolution?					**NO**			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	138230536	138230536	100.0000	138230536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**138230536**	**100.0000**	**138230536**	**0**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	65323008	51538297	78.8976	51538297	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**51538297**	**78.8976**	**51538297**	**0**	**100.0000**	**0.0000**
Public- Non Institutions	E-Voting	132792135	19149305	14.4205	19149288	17	99.9999	0.0000
	Poll		1271489	0.9575	1271489	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**20420794**	**15.3780**	**20420777**	**17**	**99.9999**	**0.0001**
Total		**336345679**	**210189627**	**62.4921**	**210189610**	**17**	**100.0000**	**0.0000**

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.1 of the notice dated February 28, 2018 has been duly passed by the members with the requisite majority.

RAIN INDUSTRIES LIMITED HYD

ITEM NO.2 : To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the Financial Year ended December 31, 2017 and Report of Auditors thereon

Resolution required: (Ordinary/ Special)					**Ordinary Resolution**			
Whether promoter/ promoter group are interested in the agenda/resolution?					**NO**			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	138230536	138230536	100.0000	138230536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**138230536**	**100.0000**	**138230536**	**0**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	65323008	51538297	78.8976	51538297	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**51538297**	**78.8976**	**51538297**	**0**	**100.0000**	**0.0000**
Public- Non Institutions	E-Voting	132792135	19149305	14.4205	19149298	7	100.0000	0.0000
	Poll		1271488	0.9575	1271488	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**20420793**	**15.3780**	**20420786**	**7**	**100.0000**	**0.0000**
Total		**336345679**	**210189626**	**62.4921**	**210189619**	**7**	**100.0000**	**0.0000**

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.2 of the notice dated February 28, 2018 has been duly passed by the members with the requisite majority.

RAIN INDUSTRIES LIMITED HYD

ITEM NO.3 : To declare final dividend @ 50% on the paid-up Equity Share Capital i.e., Rs.1 per equity share for the financial year ended December 31, 2017

Resolution required: (Ordinary/ Special)					**Ordinary Resolution**			
Whether promoter/ promoter group are interested in the agenda/resolution?					**NO**			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	138230536	138230536	100.0000	138230536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**138230536**	**100.0000**	**138230536**	**0**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	65323008	52016928	79.6303	52016928	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**52016928**	**79.6303**	**52016928**	**0**	**100.0000**	**0.0000**
Public- Non Institutions	E-Voting	132792135	19149305	14.4205	19148601	704	99.9963	0.0037
	Poll		1271188	0.9573	1271188		100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**20420493**	**15.3778**	**20419789**	**704**	**99.9966**	**0.0034**
Total		**336345679**	**210667957**	**62.6344**	**210667253**	**704**	**99.9997**	**0.0003**

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.3 of the notice dated February 28, 2018 has been duly passed by the members with the requisite majority.

RAIN INDUSTRIES LIMITED HYD

ITEM NO.4 : To approve and ratify interim dividend

Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					NO			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	138230536	138230536	100.0000	138230536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**138230536**	**100.0000**	**138230536**	**0**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	65323008	52016928	79.6303	52016928	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**52016928**	**79.6303**	**52016928**	**0**	**100.0000**	**0.0000**
Public- Non Institutions	E-Voting	132792135	19149305	14.4205	19148603	702	99.9963	0.0037
	Poll		1271188	0.9573	1271188	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**20420493**	**15.3778**	**20419791**	**702**	**99.9966**	**0.0034**
Total		**336345679**	**210667957**	**62.6344**	**210667255**	**702**	**99.9997**	**0.0003**

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.4 of the notice dated February 28, 2018 has been duly passed by the members with the requisite majority.

ITEM NO.5 : To appoint a Director in place of Mr. N. Radhakrishna Reddy (DIN: 00021052) who retires by rotation and being eligible offers himself for re-appointment

Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					NO			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	138230536	138230536	100.0000	138230536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**138230536**	**100.0000**	**138230536**	**0**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	65323008	52016928	79.6303	51853028	163900	99.6849	0.3151
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**52016928**	**79.6303**	**51853028**	**163900**	**99.6849**	**0.3151**
Public- Non Institutions	E-Voting	132792135	19149304	14.4205	19149299	5	100.0000	0.0000
	Poll		1271188	0.9573	1271188	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**20420492**	**15.3778**	**20420487**	**5**	**100.0000**	**0.0000**
Total		**336345679**	**210667956**	**62.6344**	**210504051**	**163905**	**99.9222**	**0.0778**

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.5 of the notice dated February 28, 2018 has been duly passed by the members with the requisite majority.

RAIN INDUSTRIES LIMITED HYD

ITEM NO.6 : To appoint a Director in place of Mr. N. Sujith Kumar Reddy (DIN: 00022383) who retires by rotation and being eligible offers himself for re-appointment

Resolution required: (Ordinary/ Special)					**Ordinary Resolution**			
Whether promoter/ promoter group are interested in the agenda/resolution?					**NO**			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	138230536	138230536	100.0000	138230536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**138230536**	**100.0000**	**138230536**	**0**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	65323008	52016928	79.6303	51853028	163900	99.6849	0.3151
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**52016928**	**79.6303**	**51853028**	**163900**	**99.6849**	**0.3151**
Public- Non Institutions	E-Voting	132792135	19149304	14.4205	19149299	5	100.0000	0.0000
	Poll		1271488	0.9575	1271488	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**20420792**	**15.3780**	**20420787**	**5**	**100.0000**	**0.0000**
Total		**336345679**	**210668256**	**62.6344**	**210504351**	**163905**	**99.9222**	**0.0778**

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.6 of the notice dated February 28, 2018 has been duly passed by the members with the requisite majority.

RAIN INDUSTRIES LIMITED HYD

ITEM NO.7 : Re-appointment of B S R & Associates LLP, Chartered Accountants as Statutory Auditors of the Company to hold the office from the conclusion of this 43rd Annual General Meeting till the conclusion of the 48th Annual General Meeting of the Company to be held in the year 2023 subject to ratification of shareholders at every Annual General Meeting .

Resolution required: (Ordinary/ Special)					**Ordinary Resolution**			
Whether promoter/ promoter group are interested in the agenda/resolution?					**NO**			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	138230536	138230536	100.0000	138230536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**138230536**	**100.0000**	**138230536**	**0**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	65323008	52016928	79.6303	51883536	133392	99.7436	0.2564
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**52016928**	**79.6303**	**51883536**	**133392**	**99.7436**	**0.2564**
Public- Non Institutions	E-Voting	132792135	19149018	14.4203	19148863	155	99.9992	0.0000
	Poll		1271188	0.9573	1271188	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**20420206**	**15.3776**	**20420051**	**155**	**99.9992**	**0.0008**
Total		**336345679**	**210667670**	**62.6343**	**210534123**	**133547**	**99.9366**	**0.0634**

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.7 of the notice dated February 28, 2018 has been duly passed by the members with the requisite majority.

SNReddy

RAIN INDUSTRIES LIMITED HYD

ITEM NO.8 : Appointment of Mr. Jagan Mohan Reddy Nellore (Managing Director of the Company) as Chief Executive Officer (CEO) of Rain Carbon Inc., a step down wholly owned subsidiary Company for a period of 5 years, w.e.f. May 11, 2018 to May 10, 2023 on such terms & conditions as may be decided by the Board of Directors of Rain Carbon Inc

Resolution required: (Ordinary/ Special)					**Ordinary Resolution**			
Whether promoter/ promoter group are interested in the agenda/resolution?					**YES**			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	138230536	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public- Institutions	E-Voting	65323008	52016928	79.6303	52016928	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**52016928**	**79.6303**	**52016928**	**0**	**100.0000**	**0.0000**
Public- Non Institutions	E-Voting	132792135	19149019	14.4203	19147896	1123	99.9941	0.0059
	Poll		1271488	0.9575	1271488	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**20420507**	**15.3778**	**20419384**	**1123**	**99.9945**	**0.0055**
Total		**336345679**	**72437435**	**21.5366**	**72436312**	**1123**	**99.9984**	**0.0016**

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.8 of the notice dated February 28, 2018 has been duly passed by the members with the requisite majority.

SNR Reddy

RAIN INDUSTRIES LIMITED HYD

ITEM NO.9 : Re-appointment of Ms. Radhika Vijay Haribhakti (DIN: 02409519), as an Independent Director of the Company for a period of 5 years i.e., from June 11, 2018 to June 10, 2023

Resolution required: (Ordinary/ Special)					**Special Resolution**			
Whether promoter/ promoter group are interested in the agenda/resolution?					**NO**			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	138230536	138230536	100.0000	138230536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**138230536**	**100.0000**	**138230536**	**0**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	65323008	52016928	79.6303	49434770	2582158	95.0359	4.9641
	Poll		0		0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**52016928**	**79.6303**	**49434770**	**2582158**	**95.0359**	**4.9641**
Public- Non Institutions	E-Voting	132792135	19148869	14.4202	19147662	1207	99.9937	0.0063
	Poll		1271188	0.9573	1271188	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**20420057**	**15.3775**	**20418850**	**1207**	**99.9941**	**0.0059**
Total		**336345679**	**210667521**	**62.6342**	**208084156**	**2583365**	**98.7737**	**1.2263**

Result: On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No.9 of the notice dated February 28, 2018 has been duly passed by the members with the requisite majority.

ITEM NO.10 : Appointment of Mr. Varun Batra (DIN: 00020526) for a period of 5 years i.e., from February 28, 2018 to February 27, 2023

Resolution required: (Ordinary/ Special)					**Ordinary Resolution**			
Whether promoter/ promoter group are interested in the agenda/resolution?					**No**			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	138230536	138230536	100.0000	138230536	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**138230536**	**100.0000**	**138230536**	**0**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	65323008	52016928	79.6303	52016928	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**52016928**	**79.6303**	**52016928**	**0**	**100.0000**	**0.0000**
Public- Non Institutions	E-Voting	132792135	19148869	14.4202	19148863	6	100.0000	0.0000
	Poll		1271188	0.9573	1271188	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		**20420057**	**15.3775**	**20420051**	**6**	**100.0000**	**0.0000**
Total		**336345679**	**210667521**	**62.6342**	**210667515**	**6**	**100.0000**	**0.0000**

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.10 of the notice dated February 28, 2018 has been duly passed by the members with the requisite majority.

Place: Hyderabad
Date: May 12, 2018

For Rain Industries Limited

S. Venkat Ramana Reddy
Company Secretary
M.No. A14143

RAIN INDUSTRIES LIMITED * HYD