

  
**RAIN INDUSTRIES LIMITED**

RIL/SEs/2024

December 10, 2024

The General Manager Department of Corporate Services <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai-400 001	The Manager Listing Department <b>The National Stock Exchange of India Limited</b> Bandra Kurla Complex, Bandra East Mumbai – 400 051
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Dear Sir/ Madam,

Sub: Rain Industries Limited - Compliance of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Results of Postal Ballot – 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 through Postal ballot on December 9, 2024:

S No	Particulars
1)	Appointment of Mr. Jagan Mohan Reddy Nellore (DIN: 00017633), as the Managing Director of the Company for a period of 5 years i.e., from December 10, 2024 to December 9, 2029.
2)	Continuation of Appointment of Mr. N. Radhakrishna Reddy (DIN: 00021052), as Non-Executive Director of the Company with effect from December 10, 2024.

The profiles of the aforesaid Directors are attached as Annexure – I & II

In this connection, please find enclosed herewith the Report issued by Mr. DVM Gopal, Practising Company Secretary, Scrutinizer for postal ballot as Annexure – III.

Also find enclosed herewith the details of Results of the Postal Ballot in the format prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure – IV.

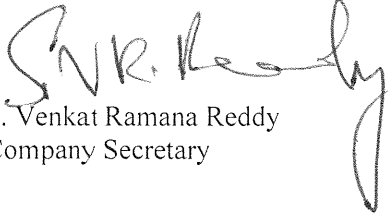
We hereby affirm that none of the aforesaid Directors of the Company are debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

We also affirm that the Directors being appointed are not disqualified from holding the office of director pursuant to provisions of Section 164 of the Companies Act, 2013.

This is for your information and record.

Thanking you,

Yours faithfully,  
for Rain Industries Limited

  
S. Venkat Ramana Reddy  
Company Secretary



## RAIN INDUSTRIES LIMITED

### Annexure – I

#### Appointment of Mr. Jagan Mohan Reddy Nellore as Managing Director of Rain Industries Limited

S No	Particulars	Information
1	Name of the Director	Mr. Jagan Mohan Reddy Nellore (DIN: 00017633)
2	Reason for Change Viz., appointment, <del>resignation,</del> removal, <del>death</del> and otherwise;	Consequent to completion of Term of Mr. N. Radhakrishna Reddy, Managing Director w.e.f. December 10, 2024, Mr. Jagan Mohan Reddy Nellore is appointed as Managing Director for a period of 5 years i.e., from December 10, 2024 to December 9, 2029.
3	Date of appointment / Cessation (as applicable)	Mr. Jagan Mohan Reddy Nellore is appointed as Managing Director for a period of 5 years i.e., from December 10, 2024 to December 9, 2029.
4	Brief Profile (in case of appointment)	<p>Mr. Jagan Mohan Reddy Nellore (57 years) brings with him 31 years of experience to the Company in finance, commercial and operations areas.</p> <p>Mr. Nellore holds a Bachelor of Science Degree in Industrial Engineering from Purdue University, USA.</p> <p>Mr. Nellore is the founder of Rain CII Carbon (Vizag) Limited, which had been originally incorporated as Rain Calcining Limited and commenced production of Calcined Petroleum Coke (“CPC”) and Electricity in 1998 in India. He spearheaded the vision, strategy and execution of the globalisation of the Indian entity’s business model through the acquisition of Rain CII Carbon LLC of the U.S. (formerly CII Carbon, LLC) and by combining the U.S. and Indian CPC business strategies in 2007 and subsequently in 2013 through the acquisition of RÜTGERS N.V., a Coal Tar Pitch (“CTP”) and Chemicals producer.</p>

For Rain Industries Limited

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

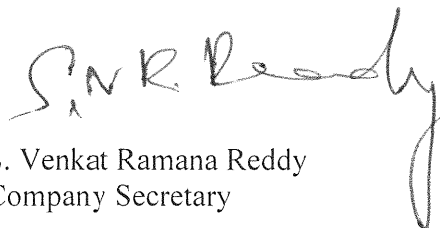


## RAIN INDUSTRIES LIMITED

		<p>Mr. Nellore has successfully integrated the acquired entities to create the world's leading industrial carbon producer.</p> <p>Mr. Nellore is Chief Executive Officer (CEO) of Rain Carbon Inc. and Member of the Boards of Rain CII Carbon (Vizag) Limited, Rain Cements Limited, Renuka Cement Limited, Sujala Investments Private Limited, Rain Enterprises Private Limited, Pragnya Priya Foundation, Rain Commodities (USA) Inc., Rain CII Carbon LLC USA, and Rain Carbon Inc.</p> <p>Mr. Nellore is a Member of Stakeholders Relationship Committee, Share Transfer Committee, Chairman of Corporate Social Responsibility Committee and Risk Management Committee of Rain Industries Limited, the Chairman of Corporate Social Responsibility Committee of Rain CII Carbon (Vizag) Limited and a Member of Corporate Social Responsibility Committee of Rain Cements Limited.</p> <p>Mr. Nellore holds 100 equity shares in the Company.</p>
5	Disclosure of the relationships between Directors. (in case of appointment of a Director)	Mr. Jagan Mohan Reddy Nellore is the son of Mr. N. Radhakrishna Reddy, Non-Executive Director and the brother of Mr. N. Sujith Kumar Reddy, Non-Executive Director.

Thanking you,

Yours faithfully,  
for Rain Industries Limited



S. Venkat Ramana Reddy  
Company Secretary



## RAIN INDUSTRIES LIMITED

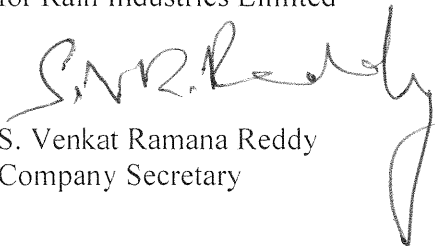
### Annexure – II

#### Continuation of Mr N. Radhakrishna Reddy as Non-Executive Director of Rain Industries Limited

S No	Particulars	Information
1	Name of the Director	Mr. N. Radhakrishna Reddy (DIN: 00021052)
2	Reason for Change Viz., appointment, <del>resignation,</del> removal, <del>death</del> and otherwise;	Completion of Term of Mr. N. Radhakrishna Reddy as Managing Director on December 9, 2024 and continuation as Non-Executive Director of the Company w.e.f. December 10, 2024.
3	Date of appointment / Cessation (as applicable)	December 10, 2024
4	Brief Profile (in case of appointment)	Mr. N. Radhakrishna Reddy (83 years) has more than 56 years of experience in Construction and Cement Industry. He has been a Director of the Company since 1984. Currently, he is also on the Board of Rain Cements Limited, Renuka Cement Limited, PCL Financial Services Private Limited, Arunachala Holdings Private Limited, Apeetha Enterprises Private Limited and Pragnya Priya Foundation.  He holds 10,383,730 equity shares in the Company.
5	Disclosure of the relationships between Directors. (in case of appointment of a Director)	Mr. N. Radhakrishna Reddy is father of Mr. Jagan Mohan Reddy Nellore, Managing Director and Mr. N. Sujith Kumar Reddy, Non-Executive Director. Other than the said Directors, he is not related to any other Director on the Board or Manager or the Key Managerial Personnel of the Company.

Thanking you,

Yours faithfully,  
for Rain Industries Limited

  
S. Venkat Ramana Reddy  
Company Secretary



**SCRUTINIZER'S REPORT**

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

Dear Sir,

**SUB:** Report on the Postal Ballot by Remote E-Voting process- Rain Industries Limited - Reg  
**REF:** Notice of Postal Ballot dated **November 6, 2024**

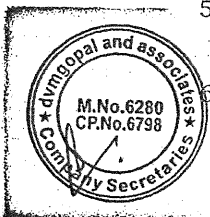
We dvmgopal & associates, Company Secretaries, represented by Mr. D.V.M. Gopal, were appointed as Scrutinizers by resolution passed by the Board at its Meeting held on November 6, 2024, to scrutinize the Resolution proposed to be passed by the Members of the Company through Postal Ballot by Remote E-voting process ("E-Voting") pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for conducting postal ballot process through e-voting vide General Circular No.09/2024 dated September 19, 2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133, dated October 3, 2024.

KFin Technologies Limited (KFintech), (Service Provider), has provided a system for recording the electronic votes of the Shareholders on all the items of the Special businesses sought to be transacted as per the Notice of the Postal Ballot. The Service Provider had set up e-voting facility on their website <https://evoting.kfintech.com/>.

The notice dated November 6, 2024, as confirmed by the Company in respect of the below mentioned resolution was sent through electronic mode to those members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA and SEBI Circulars.

We hereby submit our report as under:

1. The remote e-voting period remained open from 09.00 A.M. (IST) on November 10, 2024 to 17.00 Hours (IST) on December 09, 2024. Upon conclusion of the e-voting period, the E-voting votes were unblocked on December 09, 2024
2. at 17:00 hours, in the presence of two witnesses' Ms. Ansu Thomas and Ms. Kranthisree, who are not in employment of the Company.
3. The Company had only provided Remote E-Voting facility to the shareholders, to cast their vote.
4. The Shareholders as on November 6, 2024, the cut-off date is entitled to vote electronically on the proposed resolutions contained in the notice of the Postal Ballot.
5. On completion of voting at the Meeting, the Service Provider, KFin Technologies Limited (KFintech) 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.
6. We have collated the votes downloaded from e-voting system to declare the final results for each of the resolution forming part of the Postal Ballot Notice and ascertained number of Shares voted "in favor" or "against" or "invalidated votes".



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# 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

7. Soft copy of the List of members, containing the details of members who voted 'FOR', 'AGAINST' and those whose votes were 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 Scrutinizer's Report as per the provisions of Section 108 and 109 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 remote E-Voting:

**ITEM NO. 1: Ordinary Resolution- To appoint Mr. Jagan Mohan Reddy Nellore (DIN:00017633) as Managing Director**

1	Total No. of Members responded	621
2	Total No. of Votes / Shares received	19,06,13,865
3	Total No. of Valid Votes/Shares	19,06,06,348 (100%)
4	<b>Resolution Voting:</b>	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain / Less votes
18,14,87,283 (95.22%)	91,19,065 (4.78%)	7,517
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain / Less votes
565	55	6

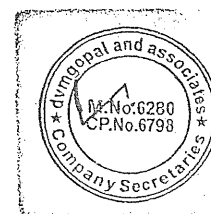
**\*\* Five shareholders have voted both in favor and against**

**ITEM NO. 2: Special Resolution- To continue the appointment of Mr. N. Radhakrishna Reddy (DIN: 00021052), as Non-Executive Director of the Company.**

1	Total No. of Members responded	621
2	Total No. of Votes / Shares received	19,06,13,865
3	Total No. of Valid Votes/Shares	19,05,35,329 (100%)
4	<b>Resolution Voting:</b>	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain / Less votes
18,79,25,833 (98.63%)	26,09,496 (1.37%)	78,536
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain / Less votes
563	57	7

**\*\* Six shareholders have voted both in favor and against**

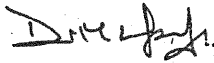
We further confirm that the Registers and records generated from the remote e-voting platform of Service Provider including the Registers maintained by us in respect of the votes casted through Electronic means are being maintained in electronic form.



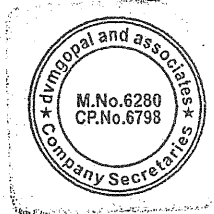
The Registers and all other records/papers relating to e-voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be returned.

Thanking you,

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



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



**Place: Hyderabad**

**Date: 10.12.2024**

**UDIN: F006280F003329644**

# R I L 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

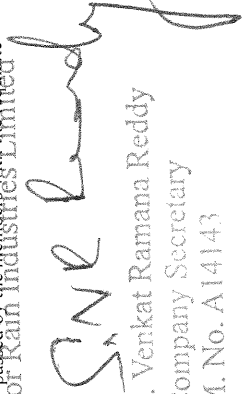
## Postal Ballot - The Details of Results of Voting (E-voting)

Date of Declaration of Postal Ballot Results	December 10, 2024
Total number of shareholders on record date (Cut-off date i.e., November 6, 2024)	2,32,356
No. of shareholders present in the meeting either in person or through proxy	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

### ITEM NO.1: Appointment of Mr. Jagan Mohan Reddy Nellore (DIN: 00017633), as the Managing Director of the Company for a period of 5 years i.e., from December 10, 2024 to December 9, 2029

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	Ordinary Resolution			% of Votes against on votes polled (7)=[(5)/(2)]* 100
					No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	
Promoter and Promoter Group	E-Voting		13,83,78,854	100.0000	13,83,78,854	0	100.0000	0.0000
	Poll	13,83,78,854	N/A	N/A	N/A	N/A	N/A	N/A
	Postal Ballot (if applicable)		N/A	N/A	N/A	N/A	N/A	N/A
	<b>Total</b>			<b>13,83,78,854</b>	<b>100.0000</b>	<b>13,83,78,854</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting		3,57,42,421	80.6949	2,66,55,746	9086673	74.5773	25.4227
	Poll	4,42,93,279	N/A	N/A	N/A	N/A	N/A	N/A
	Postal Ballot (if applicable)		N/A	N/A	N/A	N/A	N/A	N/A
	<b>Total</b>			<b>3,57,42,421</b>	<b>80.6949</b>	<b>2,66,55,746</b>	<b>9086673</b>	<b>74.5773</b>
Public- Non Institutions	E-Voting		1,64,85,073	10.7273	1,64,52,683	32390	99.8035	0.1965
	Poll	15,36,73,546	N/A	N/A	N/A	N/A	N/A	N/A
	Postal Ballot (if applicable)		N/A	N/A	N/A	N/A	N/A	N/A
	<b>Total</b>		<b>33,63,45,679</b>	<b>19,06,06,348</b>	<b>56.6698</b>	<b>18,14,87,283</b>	<b>9119065</b>	<b>95.2158</b>

**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 November 6, 2024 has been duly passed by the members with the requisite majority.

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



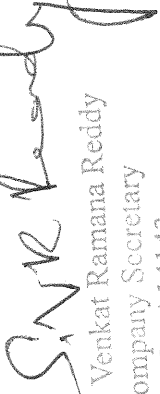
**ITEM NO.2-Continuation of Appointment of Mr. N. Radhakrishna Reddy (DIN: 00021052), as Non-Executive Director of the Company with effect from December 10, 2024**

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		13,83,78,854	100.0000	13,83,78,854	0	100.0000	0.0000			
	Poll	13,83,78,854	N/A	N/A	N/A	N/A	N/A	N/A			
	Postal Ballot (if applicable)		N/A	N/A	N/A	N/A	N/A	N/A			
	<b>Total</b>		<b>13,83,78,854</b>	<b>100.0000</b>	<b>13,83,78,854</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public- Institutions	E-Voting		3,57,42,421	80.6949	3,31,69,324	2573097	92.8010	7.1990			
	Poll	4,42,93,279	N/A	N/A	N/A	N/A	N/A	N/A			
	Postal Ballot (if applicable)		N/A	N/A	N/A	N/A	N/A	N/A			
	<b>Total</b>		<b>3,57,42,421</b>	<b>80.6949</b>	<b>3,31,69,324</b>	<b>2573097</b>	<b>92.8010</b>	<b>7.1990</b>			
Public- Non Institutions	E-Voting		1,64,14,054	10.6811	1,63,77,655	36399	99.7782	0.2218			
	Poll	15,36,73,546	N/A	N/A	N/A	N/A	N/A	N/A			
	Postal Ballot (if applicable)		N/A	N/A	N/A	N/A	N/A	N/A			
	<b>Total</b>	<b>33,63,45,679</b>	<b>19,05,35,329</b>	<b>56.6487</b>	<b>18,79,25,833</b>	<b>2609496</b>	<b>98.6304</b>	<b>1.3696</b>			

**Result:** On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No.2 of the notice dated November 6, 2024 has been duly passed by the members with the requisite majority.

Place: Hyderabad

Date: December 10, 2024

For Rain Industries Limited  
  
 S. Venkat Ramana Reddy  
 Company Secretary  
 M.No. A14143