



RAIN INDUSTRIES LIMITED

RIL/SEs/2019

May 9, 2019

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

Sub: Rain Industries Limited – Proceedings of 44th Annual General Meeting – 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 44th Annual General Meeting of Rain Industries Limited as follows:

Summary of Proceedings of 44th Annual General meeting:

The 44th Annual General Meeting of the members of Rain Industries Limited (the Company) was held on Wednesday, May 8, 2019 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 : 222

MEMBERS PRESENT BY PROXY : 13

Mr. H L Zutshi, 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 44th Annual General Meeting as read and requested Mr. Jagan Mohan Reddy Nellore, Vice Chairman to address the shareholders.

For Rain Industries Limited


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



Mr. Jagan Mohan Reddy Nellore explained the shareholders of the Company about the performance of the Company during the financial year ended December 31, 2018.

The Chairman thereafter, requested Mr. Sriram Mahalingam, Partner, BSR & Associates LLP, Chartered Accounts, 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 44th Annual General Meeting were passed with requisite majority:

For Rain Industries Limited


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



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, 2018 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, 2018 and Report of Auditors thereon.
3.	To approve and ratify interim dividend.
4.	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.
5.	To appoint a Director in place of Mr. Jagan Mohan Reddy Nellore (DIN: 00017633) who retires by rotation and being eligible offers himself for re-appointment.
Special Business	
6.	To re-appoint Ms. Nirmala Reddy (DIN: 01673128), as an Independent Director of the Company from September 30, 2019 to February 27, 2023 and she shall not be liable to retire by rotation
7.	To appoint Mr. Brian Jude McNamara (DIN: 08339667), as an Independent Director of the Company, for a period of 3 years i.e., from February 28, 2019 to February 27, 2022 and he shall not be liable to retire by rotation.
8.	To appoint Mr. N. Radhakrishna Reddy (DIN: 00021052) as the Managing Director of the Company for a period of 3 years i.e., from March 31, 2019 to March 30, 2022.
9.	Authorisation to the Board of Directors to pay Commission to the Non-Executive Directors of the Company under Section 197 and 198 of the Companies Act, 2013.

This is for your information and records.

Thanking you,

Yours faithfully,
for **Rain Industries Limited**


S. Venkat Ramana Reddy
Company Secretary



RAIN INDUSTRIES LIMITED

RIL/SEs/2019

May 9, 2019

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

Sub: 44th 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 44th Annual General Meeting (AGM) held on May 8, 2019:

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, 2018 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, 2018 and Report of Auditors thereon.
3.	To approve and ratify interim dividend.
4.	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.
5.	To appoint a Director in place of Mr. Jagan Mohan Reddy Nellore (DIN: 00017633) who retires by rotation and being eligible offers himself for re-appointment.

For Rain Industries Limited

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

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

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



RAIN INDUSTRIES LIMITED

Special Business	
6.	To re-appoint Ms. Nirmala Reddy (DIN: 01673128), as an Independent Director of the Company from September 30, 2019 to February 27, 2023 and she shall not be liable to retire by rotation.
7.	To appoint Mr. Brian Jude McNamara (DIN: 08339667), as an Independent Director of the Company, for a period of 3 years i.e., from February 28, 2019 to February 27, 2022 and he shall not be liable to retire by rotation.
8.	To appoint Mr. N. Radhakrishna Reddy (DIN: 00021052) as the Managing Director of the Company for a period of 3 years i.e., from March 31, 2019 to March 30, 2022.
9.	Authorisation to the Board of Directors to pay Commission to the Non-Executive Directors of the Company under Section 197 and 198 of the Companies Act, 2013.

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

This is for your information and record.

Thanking you,

Yours faithfully,
for **Rain Industries Limited**


S. Venkat Ramana Reddy
Company Secretary



CONSOLIDATED SCRUTINIZER'S REPORT

The Chairman,
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 44th AGM
REF: Notice of 44th Annual General Meeting

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 February 27, 2019.

- a) To Scrutinize the Remote E-voting process for the items (Item 1-9) to be transacted at the 44th Annual General Meeting (AGM) held on May 8, 2019; and also
- b) To scrutinize the physical ballot voting process at the 44th Annual General Meeting at 3.00 P.M on May 8, 2019 for the shareholders who have not opted to vote through the remote e-voting process.

Karvy Fintech 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 44th 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 8, 2019 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 4, 2019 and ended at 5.00 P.M. on May 7, 2019. Upon conclusion of the e-voting period, the E-voting votes were unblocked on May 7, 2019 at 05:25 P.M hours, in the presence of two witnesses' Mrs. Usha Rani and Mr. C. Manoj Kumar, 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 1, 2019, 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, Karvy Fintech 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 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 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 **E-Voting & Physical voting**:

ITEM NO. 1: Ordinary Resolution-Consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended December 31, 2018 and reports of Board and Auditors thereon.

1	Total No. of Members responded	232
2	Total No. of Votes / Shares received	20,54,12,808
3	Total No. of Valid Votes/Shares	20,52,14,462 (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
20,52,14,437 (100.00%)	25 (0.00%)	1,98,346
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
227	1	4

ITEM NO. 2: Ordinary Resolution-Consider and adopt the Consolidated Audited Financial Statements of the Company for the Financial Year ended December 31, 2018 and Report of Auditors thereon.

1	Total No. of Members responded	232
2	Total No. of Votes / Shares received	20,54,12,808
3	Total No. of Valid Votes/Shares	20,52,14,462 (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
20,52,14,350 (99.9999%)	112 (0.0001%)	1,98,346
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
226	2	4



ITEM NO. 3: Ordinary Resolution-Approve and ratify interim dividend:

1	Total No. of Members responded	232
2	Total No. of Votes / Shares received	20,54,12,808
3	Total No. of Valid Votes/Shares	20,54,01,266 (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
20,54,00,741 (99.9997%)	525 (0.0003%)	11,542
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
227	2	3

ITEM NO. 4: Ordinary Resolution- Re-appointment of Mr. N. Sujith Kumar Reddy (DIN: 00022383), Director who retires by rotation:

1	Total No. of Members responded	232
2	Total No. of Votes / Shares received	20,54,12,808
3	Total No. of Valid Votes/Shares	20,54,01,216 (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
20,53,99,567 (99.9992%)	1,649 (0.0008%)	11,592
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
221	7	4

ITEM NO. 5: Ordinary Resolution- Re-appointment of Mr. Jagan Mohan Reddy Nellore (DIN: 00017633), Director who retires by rotation:

1	Total No. of Members responded	232
2	Total No. of Votes / Shares received	20,54,12,808
3	Total No. of Valid Votes/Shares	20,54,01,216 (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
20,54,00,449 (99.9996%)	767 (0.0004%)	11,592
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
222	6	4

ITEM NO. 6: Special Resolution- Re-appointment of Ms. Nirmala Reddy as an Independent Director:

1	Total No. of Members responded	232
2	Total No. of Votes / Shares received	20,54,12,808
3	Total No. of Valid Votes/Shares	20,54,01,216 (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
20,54,00,163 (99.9995%)	1,053 (0.0005%)	11,592
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
218	10	4

ITEM NO. 7: Ordinary Resolution- Appointment of Mr. Brian Jude Mcnamara as an Independent Director:

1	Total No. of Members responded	232
2	Total No. of Votes / Shares received	20,54,12,808
3	Total No. of Valid Votes/Shares	20,54,01,216 (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
20,54,00,094 (99.9995%)	1,122 (0.005%)	11,592



No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
221	7	4

ITEM NO. 8: Special Resolution- Appointment of Mr. N Radhakrishna Reddy as Managing Director of the Company:

1	Total No. of Members responded	232
2	Total No. of Votes / Shares received	20,54,12,808
3	Total No. of Valid Votes / Shares	20,54,01,216 (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
20,53,99,417 (99.9991%)	1,799 (0.0009%)	11,592
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
220	8	4

ITEM NO. 9: Special Resolution- Authorisation to the Board of Directors to pay Commission to the Non-executive Directors of the Company under Sections 197 and 198 of the Companies Act, 2013:

1	Total No. of Members responded	232
2	Total No. of Votes / Shares received	20,54,12,808
3	Total No. of Valid Votes / Shares	20,54,01,054 (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
19,34,60,383 (94.1867%)	1,19,40,671 (5.8133%)	11,754
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
165	62	5



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.

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,

DVM Gopal



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

Place: Hyderabad
Date: 09th May 2019



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

44th Annual General Meeting - The Details of Results of Voting (E-voting and Poll)

Date of the AGM	May 8, 2019
Total number of shareholders on record date	1,40,339
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	12
Public:	223
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, 2018 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	52095038	47456795	91.0966	47456795	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		47456795	91.0966	47456795	0	100.0000	0.0000
Public- Non Institutions	E-Voting	146020105	1,89,50,246	12.9778	18950246	0	100.0000	0.0000
	Poll		5,76,885	0.3951	576860	25	99.9957	0.0043
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		19527131	13.3729	19527106	25	99.9999	0.0001
Total		336345679	205214462	61.0130	205214437	25	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 27, 2019 has been duly passed by the members with the requisite majority.

ITEM NO.2 : To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the Financial Year ended December 31, 2018 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	52095038	47456795	91.0966	47456795	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		47456795	91.0966	47456795	0	100.0000	0.0000
Public- Non Institutions	E-Voting	146020105	1,89,50,246	12.9778	18950159	87	99.9995	0.0005
	Poll		5,76,885	0.3951	576860	25	99.9957	0.0043
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		19527131	13.3729	19527019	112	99.9994	0.0006
Total		336345679	205214462	61.0130	205214350	112	99.9999	0.0001

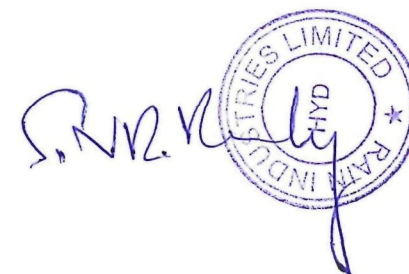
Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No.2 of the notice dated February 27, 2019 has been duly passed by the members with the requisite majority.

S. N. R. N. 

ITEM NO.3 : 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	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	52095038	47643599	91.4552	47643599	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		47643599	91.4552	47643599	0	100.0000	0.0000
Public- Non Institutions	E-Voting	146020105	1,89,50,246	12.9778	18949746	500	99.9974	0.0026
	Poll		5,76,885	0.3951	576860	25	99.9957	0.0043
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		19527131	13.3729	19526606	525	99.9973	0.0027
Total		336345679	205401266	61.0685	205400741	525	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 27, 2019 has been duly passed by the members with the requisite majority.



Handwritten signature and circular stamp of Rain Industries Limited, Hyderabad.

ITEM NO.4 : 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	52095038	47643599	91.4552	47643599	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		47643599	91.4552	47643599	0	100.0000	0.0000
Public- Non Institutions	E-Voting	146020105	1,89,50,196	12.9778	18948572	1624	99.9914	0.0086
	Poll		5,76,885	0.3951	576860	25	99.9957	0.0043
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		19527081	13.3729	19525432	1649	99.9916	0.0084
Total		336345679	205401216	61.0685	205399567	1649	99.9992	0.0008

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 27, 2019 has been duly passed by the members with the requisite majority.

S. N. V. K. R. S. LIMITED


ITEM NO.5 : To appoint a Director in place of Mr. Jagan Mohan Reddy Nellore (DIN: 00017633) 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	52095038	47643599	91.4552	47643599	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		47643599	91.4552	47643599	0	100.0000	0.0000
Public- Non Institutions	E-Voting	146020105	1,89,50,196	12.9778	18949454	742	99.9961	0.0039
	Poll		5,76,885	0.3951	576860	25	99.9957	0.0043
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		19527081	13.3729	19526314	767	99.9961	0.0039
Total		336345679	205401216	61.0685	205400449	767	99.9996	0.0004

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 27, 2019 has been duly passed by the members with the requisite majority.



ITEM NO.6 : To re-appoint Ms. Nirmala Reddy (DIN: 01673128), as an Independent Director of the Company from September 30, 2019 to February 27, 2023 and she shall not be liable to retire by rotation.

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	52095038	47643599	91.4552	47643599	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		47643599	91.4552	47643599	0	100.0000	0.0000
Public- Non Institutions	E-Voting	146020105	1,89,50,196	12.9778	18949168	1028	99.9946	0.0054
	Poll		5,76,885	0.3951	576860	25	99.9957	0.0043
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		19527081	13.3729	19526028	1053	99.9946	0.0054
Total		336345679	205401216	61.0685	205400163	1053	99.9995	0.0005

Result: On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No.6 of the notice dated February 27, 2019 has been duly passed by the members with the requisite majority.



ITEM NO.7 : To appoint Mr. Brian Jude McNamara (DIN: 08339667), as an Independent Director of the Company, for a period of 3 years i.e., from February 28, 2019 to February 27, 2022 and he shall not be liable to retire by rotation.

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	52095038	47643599	91.4552	47643599	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		47643599	91.4552	47643599	0	100.0000	0.0000
Public- Non Institutions	E-Voting	146020105	1,89,50,196	12.9778	18949099	1097	99.9942	0.0058
	Poll		5,76,885	0.3951	576860	25	99.9957	0.0043
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		19527081	13.3729	19525959	1122	99.9943	0.0057
Total		336345679	205401216	61.0685	205400094	1122	99.9995	0.0005

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 27, 2019 has been duly passed by the members with the requisite majority.

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ITEM NO.8 : To appoint Mr. N. Radhakrishna Reddy (DIN: 00021052) as the Managing Director of the Company for a period of 3 years i.e., from March 31, 2019 to March 30, 2022.								
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	52095038	47643599	91.4552	47643599	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		47643599	91.4552	47643599	0	100.0000	0.0000
Public- Non Institutions	E-Voting	146020105	1,89,50,196	12.9778	18948422	1774	99.9906	0.0094
	Poll		5,76,885	0.3951	576860	25	99.9957	0.0043
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		19527081	13.3729	19525282	1799	99.9908	0.0092
Total		336345679	205401216	61.0685	205399417	1799	99.9991	0.0009

Result: On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No.8 of the notice dated February 27, 2019 has been duly passed by the members with the requisite majority.

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S. R. R. N. R. A. I. N. D. U. S. T. R. I. A. L. S. I. M. I. T. E. D. *

ITEM NO.9 : Authorisation to the Board of Directors to pay Commission to the Non-Executive Directors of the Company under Section 197 and 198 of the Companies Act, 2013.

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	52095038	47643599	91.4552	35705429	11938170	74.9428	25.0572
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		47643599	91.4552	35705429	11938170	74.9428	25.0572
Public- Non Institutions	E-Voting	146020105	1,89,50,034	12.9777	18947558	2476	99.9869	0.0131
	Poll		5,76,885	0.3951	576860	25	99.9957	0.0043
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		19526919	13.3728	19524418	2501	99.9872	0.0128
Total		336345679	205401054	61.0684	193460383	11940671	94.1867	5.8133

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 27, 2019 has been duly passed by the members with the requisite majority.

Place: Hyderabad
Date: May 9, 2019

For Rain Industries Limited


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