RIL

RAIN INDUSTRIES LIMITED

1/6

RIL/SEs/2026 September 11, 2026

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: 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 Special Resolution through Postal ballot on September 10, 2026:

S No	Particulars
1)	Re-appointment of Mr. Robert Thomas Tonti (DIN: 09367847) as an Independent Director of the Company for a period of 5 years i.e., from October 31, 2026 to October 30, 2031.

The profile of the aforesaid Director is attached as Annexure – I.

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

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 at Annexure – III.

We hereby affirm that Mr. Robert Thomas Tonti is not debarred from holding the office of Independent Director by virtue of any Order of SEBI or any other Authority.

This is for your information and record.

Thanking you,

Yours faithfully,
for Rain Industries Limited

S.V.R. Reddy

S. Venkat Ramana Reddy
Company Secretary

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

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Website: www.rain-industries.com
CIN: L26942TG1974PLC001693

Annexure – I

Re-appointment of Mr. Robert Thomas Tonti, as an Independent Director of Rain Industries Limited

S No	Particulars	Information
1	Name of the Director	Mr. Robert Thomas Tonti (DIN: 09367847)
2	Reason for Change Viz., appointment, ~~resignation, removal, death and otherwise;~~	The Shareholders of the Company have approved the re-appointment of Mr. Robert Thomas Tonti (DIN: 09367847), as an Independent Director of the Company for a period of 5 years i.e., from October 31, 2026 to October 30, 2031.
3	Date of appointment / ~~Cessation (as applicable)~~	For a period of 5 years i.e., from October 31, 2026 to October 30, 2031.
4	Brief Profile (in case of appointment)	Mr. Robert Thomas Tonti (68 Years) has over 44 years of experience primarily centered on the calcining of petroleum coke and energy production with experience in oil refining and aluminium smelting. He holds a Bachelor of Science degree in Chemical Engineering from Rensselaer Polytechnic Institute, Troy, New York, United States of America and MBA from International Institute for Management Development, Lausanne, Switzerland. Mr. Tonti was an original start-up manager of then Calciner Industries Inc. formed in 1988 and later acquired by the Company. His executive experience encompasses a comprehensive range of technical and operational aspects related to calciner operations, as well as proficiency in commercial activities and adherence to US-based regulatory standards. Additionally, his expertise extends to corporate governance, ensuring effective management and organizational oversight. Notably, his executive leadership in mergers and acquisitions (M&A) includes successful acquisition, staffing, and revitalization of facilities, demonstrating his capability to drive growth and optimize operational efficiency. He is an Independent Director on the Board of Rain Industries Limited, Rain CII Carbon (Vizag) Limited and Rain Carbon Inc, wholly owned subsidiaries of the Company.

For Rain Industries Limited

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

		He is a Member of Audit Committee and Nomination and Remuneration Committee of Rain Industries Limited and Member of Audit Committee of Rain Carbon Inc. He does not hold by himself or for any other person on a beneficial basis, any equity shares in the Company and he is not related to any Director or Key Managerial Personnel of the Company. Except Mr. Robert Thomas Tonti, none of the Directors on the Board or Manager or the Key Managerial Personnel of the Company or their relatives are in anyway concerned or interested financially or otherwise in the above Resolution set out at Item No. 1 of the Notice. Mr. Robert Thomas Tonti is not debarred from holding the office of Independent Director by virtue of any Order of SEBI or any other Authority
5	Disclosure of the relationships between Directors (in case of appointment of a Director)	Mr. Robert Thomas Tonti is not related to any Director on the Board or Manager or the Key Managerial Personnel of the Company.

For Rain Industries Limited

S.V.R. Reddy

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

SCRUTINIZER'S REPORT

ANNEXURE - II

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 **August 6, 2026**

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 August 6, 2026, 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.03/2025 dated September 22, 2025 to transact the special business by way of postal ballot through remote e-voting process only ("E-Voting").

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 August 6, 2026, 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 10.00 A.M. (IST) on Wednesday, August 12, 2026 to 17:00 Hours (IST) on Thursday, September 10, 2026. Upon conclusion of the e-voting period, the E-voting votes were unblocked on September 10, 2026 at 17:00 hours, in the presence of two witnesses' Mr. Jayesh Khatri and Ms. P. Kranthisree, who are not in employment of the Company.
2. The Company had only provided Remote E-Voting facility to the shareholders, to cast their vote.
3. The Shareholders as on August 07, 2026, the cut-off date is entitled to vote electronically on the proposed resolutions contained in the notice of the Postal Ballot.
4. 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.
5. 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"**.

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

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+91 98491 53690 / +91 040-4010 0236
www.dvmgopalandassociates.in
1st Floor, Plot No. 61, Doyens Township, Opp. University of Hyderabad,

6. 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:Special Resolution - Re-appointment of Mr. Robert Thomas Tonti (DIN: 09367847), as an Independent Director

1	Total No. of Members responded	603
2	Total No. of Votes / Shares received	17,60,57,141
3	Total No. of Valid Votes/Shares	17,60,43,314 (100%)
4	**Resolution Voting:**	
No. of votes/shares received for the resolution (%)	No. of votes/shares received against the resolution (%)	Neutral/Invalid/Abstain/Less votes
17,03,66,125 (96.77%)	**56,77,189 (3.23%)**	**13,827**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain/Less votes
524	**75**	**5**

**one shareholder has voted for both favour 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 **dvmgopal & associates,**
Company Secretaries,
Peer Review Certificate No. 1505/2021

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

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

Place: Hyderabad
Date: 11.09.2026
UDIN: F006280H001449029

RAIN INDUSTRIES LIMITED

ANNEXURE-III

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	September 11, 2026
Total number of shareholders on record date (Cut-off date i.e., August 7, 2026)	1,84,759
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	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

ITEM NO.1 : Re-appointment of Mr. Robert Thomas Tonti (DIN: 09367847) as an Independent Director of the Company for a period of 5 years i.e., from October 31, 2026 to October 30, 2031

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	13,90,72,353	13,90,72,353	100.0000	13,90,72,353	0.0000	100.0000	0.0000
	Poll		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
	Total		**13,90,72,353**	**100.0000**	**13,90,72,353**	**0.0000**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	3,51,70,820	1,99,89,652	56.8359	1,43,43,255	56,46,397	71.7534	28.2466
	Poll		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
	Total		**1,99,89,652**	**56.8359**	**1,43,43,255**	**56,46,397**	**71.7534**	**28.2466**
Public- Non Institutions	E-Voting	16,21,02,506	1,69,81,309	10.4757	1,69,50,517	30792	99.8187	0.1813
	Poll		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
	Total		**1,69,81,309**	**10.4757**	**1,69,50,517**	**30792**	**99.8187**	**0.1813**
Total		**33,63,45,679**	**17,60,43,314**	**52.3400**	**17,03,66,125**	**5677189**	**96.7751**	**3.2249**

Result: On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No.1 of the notice dated August 6, 2026 has been duly passed by the members with the requisite majority.

For Rain Industries Limited

S.V.R. Reddy

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

Place: Hyderabad
Date: September 11, 2026