


RAIN INDUSTRIES LIMITED

1/9

RIL/SEs/2021

October 30, 2021

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: Outcome of the Board Meeting – 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 Board of Directors of the Company at their meeting held on Saturday, the October 30, 2021, inter-alia approved the following:

- i) Unaudited Financial Results (Standalone, Consolidated and Segment) of the Company for the third quarter ended September 30, 2021 (the Financial Results are being sent separately);
- ii) Declared an Interim dividend of Rs.1 per equity share i.e., 50% on a face value of Rs.2/- per equity share fully paid up for the Financial Year ending on December 31, 2021;
- iii) Fixed November 12, 2021 as record date for the purpose of determining the shareholders eligible for receipt of Interim Dividend for the Financial Year ending December 31, 2021;
- iv) Appointed Mr. Robert Thomas Tonti as an Additional Director (Independent Director) for a period of 5 years i.e., from October 31, 2021 to October 30, 2026. The Profile of Mr. Robert Thomas Tonti is attached as Annexure-D; and
- v) Approved the Postal Ballot notice for seeking consent of the Shareholders for re-appointment of Mr N. Radhakrishna Reddy (DIN: 00021052) as Managing Director, for re-appointment of Mr. Brian Jude McNamara (DIN: 08339667), as an Independent Director, for continuation of appointment of Ms. Nirmala Reddy (DIN: 01673128) as an Independent Director for remaining term of office i.e., up to February 27, 2023 as she would be crossing 75 years of age on March 27, 2022 and for appointment of Mr. Robert Thomas Tonti (DIN: 09367847) as an Independent Director for a period of 5 years i.e., from October 31, 2021 to October 30, 2026. The Profile of Directors are attached as Annexure-A to D.

For Rain Industries Limited


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



RAIN INDUSTRIES LIMITED

2/9

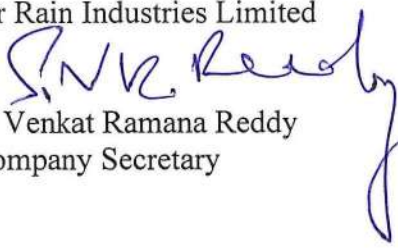
In this connection, we hereby affirm that none of the aforesaid Directors of the Company are debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

The Meeting concluded at 7.30 p.m.

This is for your information and record.

Thanking you,

Yours faithfully,
for Rain Industries Limited


S. Venkat Ramana Reddy
Company Secretary



Annexure – A

Re-appointment of Mr N. Radhakrishna Reddy as Managing 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, resignation, removal, death and otherwise;	The Board of Directors at its meeting held on October 30, 2021 approved the re-appointment of Mr. N. Radhakrishna Reddy (DIN: 00021052) as Managing Director for a period of 3 years i.e., from December 10, 2021 to December 9, 2024. This re-appointment is subject to approval of shareholders.
3	Date of appointment / Cessation (as applicable)	For a period of 3 years i.e., from December 10, 2021 to December 9, 2024.
4	Brief Profile (in case of appointment)	Mr. N. Radhakrishna Reddy (80 years) is the Managing Director of Rain Industries Limited. He has more than 53 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, Chairman 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.

For Rain Industries Limited


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

Annexure – B

Re-appointment of Mr. Brian Jude McNamara, as an Independent Director of Rain Industries Limited

S No	Particulars	Information
1	Name of the Director	Mr. Brian Jude McNamara (DIN: 08339667)
2	Reason for Change Viz., appointment, resignation, removal, death and otherwise;	The Board of Directors at its meeting held on October 30, 2021 approved the re-appointment of Mr. Brian Jude McNamara (DIN: 08339667), as an Independent Director of the Company for a period of 5 years i.e., from February 28, 2022 to February 27, 2027. This re-appointment is subject to approval of shareholders.
3	Date of appointment / Cessation (as applicable)	For a period of 5 years i.e., from February 28, 2022 to February 27, 2027.
4	Brief Profile (in case of appointment)	<p>Mr. Brian Jude McNamara (59 years) is a former banker with 33 years of experience in project finance, corporate finance and investment management. Mr. McNamara worked in investment operations at International Finance Corporation (IFC) in Washington D.C. from 1991 to 2015 with responsibility for investment strategy, business development and project financing for a range of sectors across emerging markets including chemicals, textiles, general manufacturing and mining. He has extensive investment experience in project evaluation, financial structuring and investment management across the chemicals, fertilizers, carbon black, plastics, fibers, specialty chemicals and primary metals industries.</p> <p>Prior to joining IFC, Mr. McNamara worked in the corporate finance division of Solvay Chemicals (Belgium) and in banking and investment management in Brussels, Belgium and Dublin, Ireland.</p> <p>Mr. McNamara holds a bachelor's degree in economics and philosophy from Bristol University in England, and a master's degree in finance and banking from University College Dublin in Ireland.</p>

For Rain Industries Limited


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



RAIN INDUSTRIES LIMITED

5/9

		<p>He is presently a Director on the Board of Rain Industries Limited and is also a Director on the Board of its Subsidiaries namely Rain Cements Limited, Rain CII Carbon (Vizag) Limited and Rain Carbon Inc.</p> <p>He is a Member of Nomination and Remuneration Committee, Audit Committee and Risk Management Committee of Rain Industries Limited, Member of Audit Committee and Nomination and Remuneration Committee of Rain CII Carbon (Vizag) Limited, Chairman of Audit Committee and Nomination and Remuneration Committee of Rain Cements Limited and Chairman of Audit Committee of Rain Carbon Inc.</p> <p>He is not holding any equity shares of the Company.</p>
5	Disclosure of the relationships between Directors (in case of appointment of a Director)	Mr. Brian McNamara is not related to any Director on the Board or Manager or the Key Managerial Personnel of the Company.

For Rain Industries Limited


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



RAIN INDUSTRIES LIMITED

6/9

Annexure – C

For continuation of appointment of Ms. Nirmala Reddy as an Independent Director for remaining term of office of Rain Industries Limited

S No	Particulars	Information
1	Name of the Director	Ms. Nirmala Reddy (DIN: 01673128)
2	Reason for Change Viz., appointment, resignation, removal, death and otherwise;	The Board of Directors at its meeting held on October 30, 2021 approved for continuation of appointment of Ms. Nirmala Reddy (DIN: 01673128) as an Independent Director of the Company, to hold office for her remaining term of office i.e., up to February 27, 2023 as she would be crossing 75 years of age on March 27, 2022. This re-appointment is subject to approval of shareholders.
3	Date of appointment / Cessation (as applicable)	Remaining term of office i.e., up to February 27, 2023 as she would be crossing 75 years of age on March 27, 2022.
4	Brief Profile (in case of appointment)	<p>Ms. Nirmala Reddy (74 years) worked as a Financial Sector consultant for the World Bank, Washington DC during 1995-2006. Her assignments were on credit intermediation, sustainability, privatisation, appraisal of development banks and financial institutions in projects located in Mongolia, Guyana, Egypt, and Jordan. She also worked on projects for the Asian Development Bank in Thailand and the African Development Bank in Cote de I'vore.</p> <p>Earlier, she was a career banker having joined the State Bank as a probationary officer in 1969. She has twenty-two years of experience in banking operations, foreign exchange, as head of merchant banking, in her career with Vijaya Bank and served as Director, correspondent banking with American Express Bank Limited, Bombay. She was trained in the Bank's branches in New York, London, and Frankfurt.</p> <p>Ms. Reddy holds a Masters degree in Political Science from Osmania University, Hyderabad. She has studied French and Japanese.</p>

For Rain Industries Limited


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



RAIN INDUSTRIES LIMITED

7/9

		<p>She is presently a Director on the Board of RAIN Industries Limited (Listed company) and Director on the Board of its two subsidiaries namely Rain Cements Limited and Rain CII Carbon (Vizag) Limited.</p> <p>She is a Member of Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Stakeholders Relationship Committee of Rain Industries Limited, Chairperson of Nomination and Remuneration Committee of Rain CII Carbon (Vizag) Limited and Member of Nomination and Remuneration Committee of Rain Cements Limited.</p> <p>She is not holding any equity shares of the Company.</p>
5	Disclosure of the relationships between Directors. (in case of appointment of a Director)	Ms. Nirmala Reddy is not related to any Director on the Board or Manager or the Key Managerial Personnel of the Company.

For Rain Industries Limited


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



RAIN INDUSTRIES LIMITED

8/9

Annexure – D

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 Board of Directors at its meeting held on October 30, 2021 approved the appointment of Mr. Robert Thomas Tonti (DIN: 09367847) as an Additional Director (Independent Director) on the Board of the Company for a period of 5 years i.e., from October 31, 2021 to October 30, 2026. This appointment is subject to approval of shareholders.
3	Date of appointment / Cessation (as applicable)	For a period of 5 years i.e., from October 31, 2021 to October 30, 2026.
4	Brief Profile (in case of appointment)	<p>Mr. Robert Thomas Tonti (63 Years) holds 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.</p> <p>Mr. Robert Thomas Tonti has over 40 years' experience primarily centered on the calcining of petroleum coke and energy production with experience in Oil refining and Aluminum Smelting.</p> <p>Early engineering experience with Shell Oil and Kaiser Aluminum & Chemical led to becoming a start-up manager of then Calciner Industries Inc., for the 1988 acquisition of Kaiser's calcining plants by private investors. Production experience included the optimization of supply chain, logistics and freight movements. Technical experience included raw material quality control, the design and upgrade of control systems for calciners and customer service to Aluminum smelters. Executive procurement experience included the purchase and transport of bulk materials (petroleum coke) worldwide. Executive operations experience included negotiation and administration of union labor contracts,</p>

For Rain Industries Limited


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



RAIN INDUSTRIES LIMITED

9/9

		<p>environmental affairs, and the management of 120 salaried and hourly personnel. Executive business development experience included creation of steam and power generation projects, their commercial contracts, governmental relations, and relations with investor-owned utilities. Executive M&A work included staffing and restart of an acquired coke calciner, acquisition due diligence of refiner divested coke calciners, the acquisition and divestiture of a calciner in China.</p> <p>He is an Independent Director on the Board of Rain Carbon Inc, a wholly owned subsidiary of the Company and member of Audit Committee of Rain Carbon Inc.</p> <p>He is not holding any equity shares of the Company</p>
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.

Thanking you,

Yours faithfully,
for Rain Industries Limited

S. Venkat Ramana Reddy

S. Venkat Ramana Reddy
Company Secretary

