



RAIN INDUSTRIES LIMITED
(Formerly Rain Commodities Limited)

Regd. Off: "Rain Center", 34, Srinagar Colony, Hyderabad - 500 073, Andhra Pradesh, India.

PART I								(Rupees in lakhs)
Statement of Consolidated Unaudited Results for the Quarter and Nine Months ended September 30, 2013								
Particulars	Quarter ended			Nine Months ended		Year ended		
	September 30, 2013	June 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012	December 31, 2012		
				Unaudited			Audited	
1	Income from operations							
(a)	Net Sales / Income from Operations (Net of excise duty)	297,602	290,656	123,523	862,265	408,201	534,438	
(b)	Other Operating Income (See Note 12 below)	3,358	2,705	203	11,450	636	1,707	
	Total Income from Operations (net)	300,960	293,361	123,726	873,715	408,837	536,145	
2	Expenses							
(a)	Cost of Materials Consumed	125,443	131,277	55,085	386,982	178,507	230,834	
(b)	Purchases of Stock-in-trade	45,158	38,222	12,591	112,439	33,782	43,256	
(c)	Changes in Inventories of Finished goods, Work-in-progress and Stock-in-trade	3,213	(1,919)	558	2,316	5,087	9,332	
(d)	Employee Benefits Expense	23,873	22,088	6,282	67,708	17,561	23,977	
(e)	Depreciation and Amortisation Expense	9,618	9,024	2,969	26,398	8,997	11,997	
(f)	Power and Fuel	12,908	15,407	7,261	42,860	20,936	33,311	
(g)	Selling and Distribution Expenses	19,579	18,289	9,026	57,083	28,826	36,418	
(h)	Other Expenses (See Note 9 below)	33,394	28,545	11,989	90,757	36,721	48,114	
	Total Expenses	273,186	260,933	105,761	786,543	330,417	437,239	
3	Profit from Operations before Other Income, Foreign Exchange (Gain) / Loss, Finance Costs, Tax, Share of Profit of Associates and Minority Interest (1-2)	27,774	32,428	17,965	87,172	78,420	98,906	
4	Other Income	387	1,196	2,088	5,281	5,214	5,770	
5	Foreign Exchange (Gain) / Loss (See Notes 7 & 9 below)	1,938	1,026	(541)	3,697	(510)	(263)	
6	Profit before Finance Costs, Tax, Share of Profit of Associates and Minority Interest (3+4-5)	26,223	32,598	20,594	88,756	84,144	104,939	
7	Finance Costs (See Note 9 below)	15,585	13,984	5,507	43,820	17,216	36,656	
8	Profit Before Tax, Share of Profit of Associates and Minority Interest (6-7)	10,638	18,614	15,087	44,936	66,928	68,283	
9	Tax Expense (See Note 11 below)	1,828	4,891	5,991	11,198	21,407	21,802	
10	Net Profit for the Period before Share of Profit of Associates and Minority interest (8-9)	8,810	13,723	9,096	33,738	45,521	46,481	
11	Share of profit of Associates	23	-	-	23	-	-	
12	Minority Interest	(178)	194	71	(31)	(372)	(706)	
13	Net Profit for the period (10+11+12)	8,655	13,917	9,167	33,730	45,149	45,775	
14	Paid-up Equity Share Capital - Face Value Rs. 2/- each (See Note 6 below)	6,727	6,727	6,883	6,727	6,883	6,834	
15	Reserves excluding Revaluation Reserves as per the Balance Sheet of Previous Accounting Year	-	-	-	-	-	248,333	
16	Earnings Per Share - Basic & Diluted (of Rs. 2/- each) (Not Annualised) (See Note 6 below)	2.58	4.13	2.66	10.00	13.07	13.25 *	
	(* Annualised)							
(See accompanying notes to the financial results)								

PART II							
		Quarter ended			Nine months ended		Year ended December 31, 2012
		September 30, 2013	June 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012	
A	PARTICULARS OF SHAREHOLDING						
1	Public shareholding (See Note 6 below)						
	- Number of Shares	185,889,584	185,889,584	193,716,800	185,889,584	193,716,800	191,382,615
	- Percentage of Shareholding	55.27%	55.27%	56.28%	55.27%	56.28%	55.99%
2	Promoters and Promoter Group Shareholding (See Note 6 below)						
	- Number of Shares	150,456,095	150,456,095	150,456,095	150,456,095	150,456,095	150,456,095
(a)	Pledged / Encumbered						
	- Number of Shares	25,316,465	25,316,465	25,316,465	25,316,465	25,316,465	25,316,465
	- Percentage of Shares (as a % of the total Shareholding of Promoter and Promoter Group)	16.83%	16.83%	16.83%	16.83%	16.83%	16.83%
	- Percentage of Shares (as a % of the total Share Capital of the Company)	7.53%	7.53%	7.36%	7.53%	7.36%	7.41%
(b)	Non - encumbered						
	- Number of Shares	125,139,630	125,139,630	125,139,630	125,139,630	125,139,630	125,139,630
	- Percentage of Shares (as a % of the total Shareholding of Promoter and Promoter Group)	83.17%	83.17%	83.17%	83.17%	83.17%	83.17%
	- Percentage of Shares (as a % of the total Share Capital of the Company)	37.20%	37.20%	36.36%	37.20%	36.36%	36.60%
B	INVESTOR COMPLAINTS		Quarter ended September 30, 2013				
	Pending at the beginning of the quarter		-Nil-				
	Received during the quarter		69				
	Disposed of during the quarter		69				
	Remaining unresolved at the end of the quarter		-Nil-				
Notes:							
1	The Consolidated Unaudited Results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on November 14, 2013.						
2	The Consolidated Unaudited Results for the quarter and nine months ended September 30, 2013 were reviewed by the Statutory Auditors of the Company.						
3	The Consolidated Unaudited Results have been prepared in accordance with Accounting Standard 21 - Consolidated Financial Statements, notified under the Companies (Accounting Standards) Rules 2006, including the Unaudited Results of all its Subsidiaries.						
4	The Board of Directors have 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 2013.						
5	Shareholders of the Company have approved the name change of the Company from Rain Commodities Limited to Rain Industries Limited in accordance with Section 21 and other applicable provisions of the Companies Act, 1956 through Postal ballot on July 2, 2013. The Registrar of Companies, Hyderabad, Andhra Pradesh has issued a fresh certificate of Incorporation consequent to change of name from Rain Commodities Limited to Rain Industries Limited on July 8, 2013.						
6	Pursuant to the Shareholders Approval, vide postal ballot on October 1, 2012, for Buy Back of Equity Shares under section 77A of the Companies Act, 1956, the Company has commenced buyback of shares, through open market transactions on October 22, 2012 and bought back 7,827,216 Equity Shares of Rs. 2/- each up to March 25, 2013 (being the date of closure of Buy Back offer), for an aggregate amount of Rs. 2.976 lakhs. The Company has extinguished 100% of shares bought back as of March 27, 2013, which is reflected in the reduction in Share Capital and the Share Premium account.						

- 7 The Group has designated foreign currency loans availed as a hedging instrument to hedge its net investment in non-integral foreign operations, with effect from January 1, 2009. Accordingly, the foreign exchange (Gain) / Loss on such foreign currency loans, determined as an effective net investment hedge is recognised in Reserves and Surplus and would be transferred to the Statement of Profit and Loss upon sale or disposal of the investment in such non-integral foreign operations.

Foreign Exchange (Gain) / Loss transferred to Reserves and Surplus:

(Rupees in lakhs)

	Quarter ended			Nine Months ended		Year ended December 31, 2012
	September 30, 2013	June 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012	
Foreign Exchange (Gain) / Loss	616	4,091	(3,121)	4,371	(533)	1,224

- 8 On January 4, 2013, Rain CII Carbon LLC, USA ('RCC'), a wholly owned step-down subsidiary of the Company has acquired RUETGERS N.V. ('RUETGERS'), a Belgium-headquartered Coal Tar Distiller, from investment fund managed by Triton (the 'previous owner') after receiving the necessary regulatory approvals. RCC acquired 100% of the shares of RUETGERS pursuant to an agreement with the previous owner for a gross enterprise value of €702 million plus certain contingent payments not exceeding €27 million during the next three years. RCC funded the transaction through a combination of internal cash accruals and proceeds from the issuance of senior secured notes. RCC issued two tranches of senior secured notes with an 8-year tenure consisting of US\$400 million of US Dollar denominated Notes and €210 million of Euro denominated Notes.

In view of the acquisition of RUETGERS effective January 4, 2013, the figures of the current period are not comparable with figures of the previous period.

- 9 Expenses related to acquisition of RUETGERS included in the financials results are:

(Rupees in lakhs)

	Quarter ended			Nine Months ended		Year ended December 31, 2012
	September 30, 2013	June 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012	
Professional charges and other expenses incurred in connection with the acquisition of RUETGERS – included in Other Expenses	-	-	809	-	809	3,134
Expenses incurred in connection with the issue of Senior Notes by RCC – included in Finance Costs	-	-	85	-	85	14,758
Exchange loss incurred on forward contracts executed in relation to the investment by RCC – included in Foreign Exchange (Gain) / Loss	-	-	-	1,423	-	-
Total	-	-	894	1,423	894	17,892

- 10 The Board of Directors of the Company has considered and approved the closure of RCC's Calcining facility in Moundsville - West Virginia, USA. This closure is brought on by the impact of new regulations by the Environmental Protection Agency, USA, requiring considerable additional investments which the Board believes is economically unviable. Further, the closure of the above facility is not expected to have any significant impact on the combined output of the Company.

- 11 Tax expense is net of MAT credit entitlement for Rs. 2,053 lakhs recognised during the quarter ended September 30, 2013 and Rs 3,425 lakhs for nine months ended September 30, 2013.

- 12 During the quarter ended June 30, 2012, one of the Calcined Petroleum Coke ("CPC") Storage Domes at the Gramercy Facility of RCC was damaged by a lightning strike and subsequent fire. The Other Operating Income for the quarter ended September 30, 2013 includes Rs. Nil (Quarter ended June 30, 2013 : Rs. 319 lakhs) of insurance proceeds pertaining to inventory. The Nine months ended September 30, 2013 includes Rs. 3,752 lakhs (Nine months ended September 30, 2012 : Rs. Nil)

- 13 Certain Standalone information of the Company:

(Rupees in lakhs)

	Quarter ended			Nine Months ended		Year ended December 31, 2012
	September 30, 2013	June 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012	
Turnover	10	2,960	3,445	7,072	6,909	6,909
Profit / (Loss) Before Tax (including Other Income)	(443)	(1,105)	1,033	(1,250)	4,750	6,424
Profit / (Loss) After Tax	(349)	(1,105)	972	(1,251)	4,334	5,637

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Segment wise Revenue, Results and Capital Employed:

The Company has considered business segment as the primary segment for reporting. The products considered for business segment are:

- (a) Carbon Products
(b) Chemicals
(c) Cement

(Rupees in lakhs)

	Quarter ended			Nine months ended		Year ended December 31, 2012
	September 30, 2013	June 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012	
1) Segment Revenue						
(a) Carbon Products	223,863	217,060	106,169	645,831	344,953	451,519
(b) Chemicals	80,745	73,498	-	219,015	-	-
(c) Cement	19,021	22,522	22,127	64,145	70,233	90,953
Total	323,629	313,080	128,296	928,991	415,186	542,472
Less: Inter Segment Revenue	26,027	22,424	4,773	66,726	6,985	8,034
Net Sales / Income from Operations	297,602	290,656	123,523	862,265	408,201	534,438
2) Segment Results						
Profit before Other Income, Foreign Exchange (Gain) / Loss and Finance Costs from each segment						
(a) Carbon Products	23,221	27,865	16,007	76,186	69,065	89,754
(b) Chemicals	4,451	3,513	-	9,507	-	-
(c) Cement	102	1,050	1,958	1,479	9,355	9,152
Total	27,774	32,428	17,965	87,172	78,420	98,906
Less: i) Finance Costs	15,585	13,984	5,507	43,820	17,216	36,656
ii) Other Income	(387)	(1,196)	(2,088)	(5,281)	(5,214)	(5,770)
iii) Foreign Exchange (Gain) / Loss	1,938	1,026	(541)	3,697	(510)	(263)
Total Profit Before Tax	10,638	18,614	15,087	44,936	66,928	68,283
3) Capital Employed						
(Segment assets – Segment Liabilities)						
(a) Carbon Products #	875,727	825,459	539,510	875,727	539,510	927,051
(b) Chemicals	205,088	187,104	-	205,088	-	-
(c) Cement	51,403	50,234	52,219	51,403	52,219	50,852
(d) Unallocated	(31,089)	(34,539)	(32,296)	(31,089)	(32,296)	(37,668)
Total	1,101,129	1,028,258	559,433	1,101,129	559,433	940,235

Capital employed as of December 31, 2012 of Carbon Products includes Rs. 371,016 lakhs of Senior Secured Notes issued in relation to the acquisition of RUETGERS.

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The figures of the previous year / periods have been regrouped / reclassified, wherever considered necessary to correspond with the current period's classification / disclosure.

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The Investors can view standalone unaudited results of the Company on the company's website www.rain-industries.com or on the BSE Limited website www.bseindia.com or National Stock Exchange of India Limited website www.nseindia.com.

**By order of the Board
for Rain Industries Limited**

**N. Jagan Mohan Reddy
Managing Director**

Place: Hyderabad
Date: November 14, 2013



RAIN INDUSTRIES LIMITED
(Formerly Rain Commodities Limited)

Regd. Off: "Rain Center", 34, Srinagar Colony, Hyderabad - 500 073, Andhra Pradesh, India.

PART I							(Rupees in lakhs)
Statement of Standalone Unaudited Results for the Quarter and Nine Months ended September 30, 2013							
Particulars	Quarter ended			Nine Months ended		Year ended December 31, 2012	
	September 30, 2013	June 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012		
Unaudited						Audited	
1	Income from operations						
(a)	Net Sales / Income from Operations (Net of excise duty)	10	2,960	3,445	7,072	6,909	6,909
2	Expenses						
(a)	Purchases of Stock-in-trade	10	31	3,369	7,044	6,806	6,806
(b)	Changes in Inventories of Stock-in-trade	-	2,918	-	-	-	-
(c)	Employee Benefits Expense	26	68	132	148	269	413
(d)	Depreciation Expense	13	13	13	38	38	50
(e)	Other Expenses	33	138	39	227	142	309
	Total Expenses	82	3,168	3,553	7,457	7,255	7,578
3	Loss from Operations before Other Income, Foreign Exchange (Gain) / Loss, Finance Costs and Tax (1-2)	(72)	(208)	(108)	(385)	(346)	(669)
4	Other Income (See Note 6 below)	457	437	675	1,548	5,902	8,777
5	Foreign Exchange (Gain) / Loss	602	1,080	(839)	1,548	(302)	223
6	Profit / (Loss) before Finance Costs and Tax (3+4-5)	(217)	(851)	1,406	(385)	5,858	7,885
7	Finance Costs	226	254	373	865	1,108	1,461
8	Profit / (Loss) before Tax (6-7)	(443)	(1,105)	1,033	(1,250)	4,750	6,424
9	Tax Expense	(94)	-	61	1	416	787
10	Net Profit / (Loss) for the period (8-9)	(349)	(1,105)	972	(1,251)	4,334	5,637
11	Paid-up Equity Share Capital - Face Value Rs. 2/- each (See Note 5 below)	6,727	6,727	6,883	6,727	6,883	6,834
12	Reserves excluding Revaluation Reserves as per the Balance Sheet of Previous Accounting Year	-	-	-	-	-	29,849
13	Earnings / (Loss) Per Share - Basic & Diluted (of Rs. 2/- each) (Not Annualised) (See Note 5 below)	(0.10)	(0.33)	0.28	(0.37)	1.27	1.65 *
	(* Annualised)						
(See accompanying notes to the financial results)							
PART II							
A	PARTICULARS OF SHAREHOLDING	Quarter ended			Nine Months ended		Year ended December 31, 2012
		September 30, 2013	June 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012	
1	Public shareholding (See Note 5 below)						
	- Number of Shares	185,889,584	185,889,584	193,716,800	185,889,584	193,716,800	191,382,615
	- Percentage of Shareholding	55.27%	55.27%	56.28%	55.27%	56.28%	55.99%
2	Promoters and Promoter Group Shareholding (See Note 5 below)	150,456,095	150,456,095	150,456,095	150,456,095	150,456,095	150,456,095
(a)	Pledged / Encumbered						
	- Number of Shares	25,316,465	25,316,465	25,316,465	25,316,465	25,316,465	25,316,465
	- Percentage of Shares (as a % of the total Shareholding of Promoter and Promoter Group)	16.83%	16.83%	16.83%	16.83%	16.83%	16.83%
	- Percentage of Shares (as a % of the total Share Capital of the Company)	7.53%	7.53%	7.36%	7.53%	7.36%	7.41%
(b)	Non - encumbered						
	- Number of Shares	125,139,630	125,139,630	125,139,630	125,139,630	125,139,630	125,139,630
	- Percentage of Shares (as a % of the total Shareholding of Promoter and Promoter Group)	83.17%	83.17%	83.17%	83.17%	83.17%	83.17%
	- Percentage of Shares (as a % of the total Share Capital of the Company)	37.20%	37.20%	36.36%	37.20%	36.36%	36.60%

B	INVESTOR COMPLAINTS	Quarter ended September 30, 2013
	Pending at the beginning of the quarter	-Nil-
	Received during the quarter	69
	Disposed of during the quarter	69
	Remaining unresolved at the end of the quarter	-Nil-

Notes:

- 1 The Standalone Unaudited Results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on November 14, 2013.
- 2 The Standalone Unaudited Results for the quarter and nine months ended September 30, 2013 were reviewed by the Statutory Auditors of the Company.
- 3 Shareholders of the Company have approved the name change of the Company from Rain Commodities Limited to Rain Industries Limited in accordance with Section 21 and other applicable provisions of the Companies Act, 1956 through Postal ballot on July 2, 2013. The Registrar of Companies, Hyderabad, Andhra Pradesh has issued a fresh certificate of Incorporation consequent to change of name from Rain Commodities Limited to Rain Industries Limited on July 8, 2013.
- 4 The Board of Directors have 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 2013.
- 5 Pursuant to the Shareholders Approval, vide postal ballot on October 1, 2012, for Buy Back of Equity Shares under section 77A of the Companies Act, 1956, the Company has commenced buyback of shares, through open market transactions on October 22, 2012 and bought back 7,827,216 Equity Shares of Rs. 2/- each up to March 25, 2013 (being the date of closure of Buy Back offer), for an aggregate amount of Rs. 2,976 lakhs. The Company has extinguished 100% of shares bought back as of March 27, 2013, which is reflected in the reduction in Share Capital and the Share Premium account.

6 Other income includes:

	Quarter ended			Nine Months ended		Year ended December 31, 2012
	September 30, 2013	June 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012	
Dividends from Subsidiary Companies	-	-	-	-	3,785	5,979
Interest on Deposits with Banks and Others	446	429	675	1,524	2,114	2,795

- 7 The segment results are included in consolidated unaudited results in compliance with Accounting Standard - 17 "Segment Reporting".
- 8 The figures of the previous year / periods have been regrouped / reclassified, wherever considered necessary to correspond with the current period's classification / disclosure.

**By order of the Board
for Rain Industries Limited**

Place: Hyderabad
Date: November 14, 2013

**N. Jagan Mohan Reddy
Managing Director**