



RAIN COMMODITIES LIMITED

October 21, 2012

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| The General Manager Department of Corporate Services Bombay Stock Exchange 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> | The Secretary Delhi Stock Exchange Limited DSE House 3/1 ASAF ALI Road New Delhi - 110002 |
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Dear Sir / Madam,

Sub: Acquisition of RÜTGERS N.V., Belgium by Rain CII Carbon LLC, US

Ref: Scrip Code: 500339 (BSE) and Scrip Code: RAINCOM (NSE).

Rain CII Carbon LLC ("**Rain CII**" - www.raincii.com), a wholly owned step-down subsidiary of Rain Commodities Limited has agreed to acquire RÜTGERS N.V. ("**RÜTGERS**"), a Belgium headquartered Coal Tar Pitch ("CTP") manufacturer, from funds advised by Triton ("**Triton**").

Today [October 21, 2012], Rain CII has executed Share Purchase Agreement with Triton to acquire 100% of stake in RÜTGERS for gross enterprise value of €702 Million. The transaction is expected to close in the 1st Quarter 2013; subject to the regulatory approvals and customary closing conditions.

Funding of the Transaction:

Rain CII is planning to fund the transaction through a combination of internal cash accruals and issue proceeds of €533 Million of Long Term Bonds.

Advisors and Bankers for the Transaction:

Citigroup Global Markets Inc. is acting as financial advisor and Skadden, Arps, Slate, Meagher & Flom LLP is acting as legal advisor to Rain CII. Goldman Sachs AG is acting as financial advisor and Freshfields Bruckhaus Deringer LLP is acting as legal advisor to Triton.

About Rain Group:

Rain Commodities Limited along with its subsidiaries, ("Rain Group") is engaged in the businesses of production and sale of Calcined Petroleum Coke ("**CPC**"), Cement, Co-generation of Energy (Steam and/or Electricity) and trading of Fuel Grade Green Petroleum Coke.

Rain Group is one of the world's largest producers of CPC through the operation of nine Coke Calcining plants in US, India and China. Rain Group sells CPC primarily to global customers in the aluminium, steel and titanium-dioxide industries. Rain Group has four waste-heat recovery plants in US and India and Rain is in the process of setting-up of Group's fifth waste-heat recovery Plant in Lake Charles, Louisiana, US.

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