

B S R & Associates LLP

Chartered Accountants

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Limited review report (unmodified) on unaudited quarterly consolidated financial results and consolidated year-to-date results of Rain Industries Limited pursuant to Regulation 33 of the Listing Regulations

To
Board of Directors of Rain Industries Limited

We have reviewed the accompanying statement of unaudited consolidated financial results of Rain Industries Limited, its subsidiaries and its associates (collectively referred to as 'the Group') (Refer Annexure I for the list of subsidiaries and associates) for the quarter ended 30 September 2018 and the year-to-date results for the period from 1 January 2018 to 30 September 2018 attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these consolidated financial results based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* specified under section 143(10) of the Companies Act, 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the consolidated financial results are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with applicable accounting standards i.e. Ind AS prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

for **B S R & Associates LLP**

Chartered Accountants

Firm Registration Number: 116231W /W-100024



Sriram Mahalingam

Partner

Membership Number: 049642

Place: Hyderabad

Date: 14 November

Annexure I

List of Subsidiaries and associates

Name of the Company
1. Rain Cements Limited
2. Renuka Cement Limited
3. Rain CII Carbon (Vizag) Limited
4. Rain Commodities (USA) Inc.
5. Rain Carbon Inc.
6. Rain Carbon Holdings, LLC
7. Rain Global Services LLC
8. Rain CII Carbon LLC
9. CII Carbon Corp.
10. Handy Chemicals (U.S.A.) Ltd.
11. Rain Carbon GmbH
12. RÜTGERS Canada Inc.
13. RÜTGERS Polymers Ltd.
14. Rain Carbon BVBA
15. RÜTGERS Germany GmbH
16. RÜTGERS Holding Germany GmbH
17. RÜTGERS Wohnimmobilien GmbH & Co. KG
18. RÜTGERS Gewerbeimmobilien GmbH & Co. KG
19. Rain RÜTGERS LLC
20. VFT France S.A
21. Rumba Invest BVBA & Co. KG
22. RÜTGERS Poland Sp. z o.o
23. Severtar Holding Ltd.
24. RÜTGERS Resins BV
25. OOO RÜTGERS Severtar
26. RÜTGERS (Shanghai) Trading Co. Ltd.
27. InfraTec Duisburg GmbH (Equity accounted investee)
28. Rain Coke Limited (Equity accounted investee)





RAIN INDUSTRIES LIMITED
CIN: L26942TG1974PLC001693

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Statement of Consolidated Unaudited Financial Results for the Quarter and Nine months ended September 30, 2018							
Particulars		Quarter ended		Nine Months ended		Year ended	
	September 30, 2018	June 30, 2018	September 30, 2017	September 30, 2018	September 30, 2017	September 30, 2017	December 31, 2017
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Income							
(a) Revenue from operations (Refer note 5 below)	34,921.81	38,032.50	30,508.11	106,016.26	83,023.43	83,023.43	114,471.36
(b) Other income	136.98	93.25	255.70	291.00	936.51	936.51	1,134.28
Total income	35,058.79	38,125.75	30,763.81	106,307.26	83,959.94	83,959.94	115,605.64
2 Expenses							
(a) Cost of materials consumed	14,705.93	15,496.77	11,244.27	44,266.46	27,839.10	27,839.10	41,047.51
(b) Purchases of stock-in-trade	5,134.02	4,844.61	3,414.65	13,678.17	12,142.11	12,142.11	16,425.66
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(583.30)	292.38	94.01	(1,521.35)	(530.92)	(530.92)	(3,019.44)
(d) Employee benefits expense	3,015.26	3,090.29	2,600.97	9,008.31	7,583.06	7,583.06	10,624.07
(e) Finance costs	1,126.06	1,117.86	1,462.95	3,423.71	4,481.69	4,481.69	5,946.71
(f) Depreciation and amortisation expense	1,314.11	1,315.68	1,335.33	3,859.66	3,996.35	3,996.35	5,256.27
(g) Excise duty (Refer note 5 below)	-	-	-	-	1,464.04	1,464.04	1,464.04
(h) Other expenses	7,539.98	7,384.68	6,415.92	22,142.19	18,696.03	18,696.03	25,227.05
Total expenses	32,252.06	33,542.27	26,568.10	94,857.15	75,671.46	75,671.46	102,971.87
3 Profit before share of profit of associates, exceptional items and tax (1-2)	2,806.73	4,583.48	4,195.71	11,450.11	8,288.48	8,288.48	12,633.77
4 Exceptional items (Refer note 6 and 7 below)	-	-	-	-	670.30	670.30	1,803.30
5 Profit before share of profit of associates and tax (3-4)	2,806.73	4,583.48	4,195.71	11,450.11	7,618.18	7,618.18	10,830.47
6 Share of profit of associates, net of income tax	-	-	-	-	-	-	8.84
7 Profit before tax (5+6)	2,806.73	4,583.48	4,195.71	11,450.11	7,618.18	7,618.18	10,839.31
8 Tax expense / (benefit)	1,000.96	1,395.00	1,452.31	3,500.07	3,112.46	3,112.46	4,330.49
- Current tax							
- Deferred tax							
(a) Deferred tax excluding (b) below	(90.97)	150.75	209.30	358.52	(231.66)	(231.66)	(581.65)
(b) One time impact on account of US and Belgium tax reforms (Refer note 9 below)	-	-	-	-	-	-	(830.75)
Total tax expense / (benefit)	909.99	1,545.75	1,661.61	3,858.59	2,880.80	2,880.80	2,918.09
9 Net Profit for the period/year (7-8)	1,896.74	3,037.73	2,534.10	7,591.52	4,737.38	4,737.38	7,921.22



6 On December 15, 2017, the Company's Wholly Owned Subsidiary in USA issued a conditional repayment notice to its 2021 bondholders with US Dollar denominated Notes of US\$ 246 million and 2021 Euro denominated Notes of US\$ 237 million (Face Value of €198 million) together called as 2021 Notes. As on December 31, 2017, the Company, in accordance with the Inc-AS 109, has recorded the changes in the carrying value of the 2021 Notes at its expected future cash outflows with a corresponding expense of INR 1,133.00 million (\$17.5 million) arising on account of the early repayment premium and deferred financing cost in the consolidated income statement. The same is disclosed as the exceptional item in the consolidated financial results for the quarter and year ended December 31, 2017. Subsequently, on January 16, 2018 the Company repaid all the aforementioned 2021 Notes financed by a new Term Loan B of € 390 million borrowed in the Wholly Owned Subsidiary in Germany.

7 In March 2017, the Company's wholly owned step-down subsidiary in the USA issued Senior Secured Notes ("the 2025 Notes") for US\$ 550 million. Interest is payable on the 2025 Notes at 7.25% per annum on a semi annual basis and the principle is repayable on April 1, 2025. The 2025 Notes are guaranteed by certain subsidiary companies of the Company in the USA. The proceeds of the 2025 Notes have been used to repay 8.00% 2018 Notes of US\$ 378 million; 8.25% 2021 Notes of US\$ 115 million and repay senior bank debt. All unamortised deferred financing cost pertaining to the 2018 Notes and the 2021 Notes, including redemption premium of US\$ 5.4 million aggregating to US\$ 10 million (INR 670.30 million) have been expensed during the quarter ended March 31, 2017 and disclosed as exceptional item in the consolidated results for the year ended December 31, 2017.

8 The Honorable Supreme Court of India in its order dated July 26, 2018 restricted the import of pet coke in India to Cement, Lime Kiln, Calcium Carbide and Gasification Industries where it is used as feedstock in their manufacturing process. Consequently, the Company along with other Calciners made an application to the Honorable Supreme Court to consider the calcining industry as well in the list of permissible category as the company uses pet coke as feedstock in the calcining process. On the recommendations of MoEF and EPCA, the Honorable Supreme Court in its verdict on October 9, 2018 permitted import of raw pet coke upto 1.4 million metric tons per annum for the calcination industry as a whole for use as feedstock in its manufacturing process which covers the Company's current requirements. Further, the Court also permitted import of calcined pet coke up to 0.5 million metric tons per annum for the Aluminium industry. The Company has made an application to the Regulatory authorities to allow import of CPC to carry-out the blending operations for sale to aluminium smelters in domestic and export markets and the approvals are awaited for the same.

9 (i) In the United States of America, The Tax Cuts and Jobs Act of 2017 was approved and enacted in law on December 22, 2017. The law includes significant changes to the U.S. corporate income tax system, including a reduction in the Federal corporate tax rate from 35% to 21%. Also the change in Law includes one-time transition tax on undistributed earnings of subsidiary companies outside USA and 100% participation exemption for any foreign dividends distributed after January 1, 2018. The management, has re-measured its US tax assets and liabilities and recorded the impact of the estimate of new tax laws in the consolidated income statement during the year ended December 31, 2017.

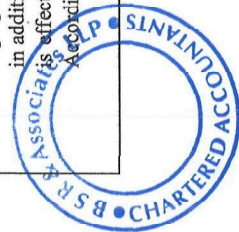
While it continues to assess the impact of the changes in reforms during the year particularly the domestic manufacturing deductions, net operating losses and foreign tax credits available for utilization, the Company has filed its US tax return on due date October 15, 2018 with the transition tax liability as \$2.98 million. The same did not result in any additional expense for the quarter ended September 30, 2018. Any consequential impact of the company's continued assessment of the estimates will be recorded in the period in which the estimates are revised. Management expects to complete its assessment by December 31, 2018.

(ii) Further there was a corporate tax reform in Belgium which resulted in changes in corporate tax rate from 33.99% to 29.58%. This resulted in one-time benefit on deferred tax for the quarter and year ended December 31, 2017.

10 Certain Standalone information of the Company in terms of the Regulation 47(1)(b) of the SEBI (listing obligation and disclosure requirements) Regulations, 2015

Particulars	Quarter ended			Nine Months ended			(Rupees in Millions)	
	September 30, 2018	June 30, 2018	September 30, 2017	September 30, 2018	September 30, 2017	December 31, 2017	Year ended	
Revenue from operations	118.42	172.97	40.38	621.82	376.04	596.21		
Profit/(Loss) Before Tax	(34.75)	359.15	379.45	319.14	389.28	385.30		
Profit/(Loss) After Tax	(27.59)	281.48	316.39	248.63	325.04	321.06		

11 Consequent to the functional integration of RAIN businesses over past years, the Company decided to redesign the way the Company's product portfolio and resources are managed and aligned its internal reporting to the Chief Operating Decision Maker. Marketing of the products has been switched from a site and product based model to a market specific approach, which allows the team to optimize the marketing efforts and segregate its products produced from value-added processes. This structural change reflects the business rationale of the Company by aligning products along their major value chains (raw material to end-product) in addition to increasing focus on value-added processes that are meaningful contributors to the Company's earnings. The resulting segments have been called Carbon, Cement and Advanced Materials. This change is effective from January 1, 2018, and as expected from an Advanced Materials producer, the transition should stimulate new strategic initiatives to further improve the overall performance of the Company. Accordingly, Management has presented its segment under new structure for the quarter and nine months ended September 30, 2018 including the comparative periods.



Consolidated Segment wise Revenue and Results:

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

- (a) Carbon Products
- (b) Advanced Materials
- (c) Cement

Particulars	Quarter ended			Nine Months ended		Year ended
	September 30, 2018	June 30, 2018	September 30, 2017	September 30, 2018	September 30, 2017	
1) Segment Revenue						
(a) Carbon Products	23,277.19	26,674.90	20,029.46	72,959.40	51,411.75	72,988.27
(b) Advanced Materials	10,531.21	9,985.97	9,083.01	29,264.37	26,149.53	34,530.14
(c) Cement	2,206.04	2,364.19	2,191.69	6,887.57	7,568.89	9,705.73
Total	36,014.44	39,025.06	31,304.16	109,111.34	85,130.17	117,224.14
Less: Inter Segment Revenue	1,092.63	992.56	796.05	3,095.08	2,106.74	2,752.78
Net Sales / Revenue from Operations	34,921.81	38,032.50	30,508.11	106,016.26	83,023.43	114,471.36
2) Segment Results						
Profit before Depreciation and amortisation expense, Finance Costs, Forex Loss/(Gain), Other Income, Exceptional items, Share of profit from associates and tax from each segment						
(a) Carbon Products	4,084.32	5,519.23	5,042.50	15,127.82	10,725.46	16,451.48
(b) Advanced Materials	1,087.85	1,215.82	1,426.67	3,211.61	4,500.67	5,384.70
(c) Cement	126.93	117.15	269.12	432.88	603.88	866.29
Total	5,299.10	6,852.20	6,738.29	18,772.31	15,830.01	22,702.47
Less: i) Depreciation and amortisation expense	1,314.11	1,315.68	1,335.33	3,859.66	3,996.35	5,256.27
ii) Finance Costs	1,117.06	1,117.86	1,462.95	3,423.71	4,481.69	5,946.71
iii) Forex loss / (gain)	189.18	(71.57)	(189.09)	329.83	(722.36)	(797.88)
iv) Other Income (excluding forex gain)	(136.98)	(93.25)	(66.61)	(291.00)	(214.15)	(336.40)
v) Exceptional items	-	-	-	-	670.30	1,803.30
vi) Share of profit from associates	-	-	-	-	-	(8.84)
Total Profit Before Tax	2,806.73	4,583.48	4,195.71	11,450.11	7,618.18	10,839.31

Segmental assets and liabilities:

As certain assets of the Company are often deployed interchangeably between segments, it is impractical to allocate these assets and liabilities to each segment. Hence, the details for segment assets and liabilities have not been disclosed in the above table.

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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.

The Investors can view Standalone Unaudited Financial Results of the Company on the Company's website www.rain-industries.com or on the BSE Limited website www.bseindia.com or on the National Stock Exchange of India Limited website www.nseindia.com.



For and on behalf of the Board of Directors
RAIN INDUSTRIES LIMITED

[Signature]

Jagan Mohan Reddy Nellore
Managing Director
DIN:00017633

Place: Hyderabad
Date: November 14, 2018

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