

(Formerly Rain Commodities Limited)

Corporate Presentation – September 2014



Rain Group Corporate and Business structure



Rain Group – Business Verticals

- Manufacturing and sale of CPC, CTP,
 Naphthalene, Co-generation of energy and trading of GPC.
- Activities across the World with thirteen operating plants in US, Canada, Europe, India, Egypt and China.
- CPC capacity of 2.1 Million Tons, Coal Tar distillation capacity of 1.0 million Tons and co-generation capacity of ~125 MW.
- Additional Coal Tar Distillation capacity of 0.3 Million Tons, through Russia JV, is expected to commence operations in 2015.
- 5 Waste-heat recovery plants (4 in US and 1 in India).

Rain Group

Carbon

Products

Chemical Products

Cement Products

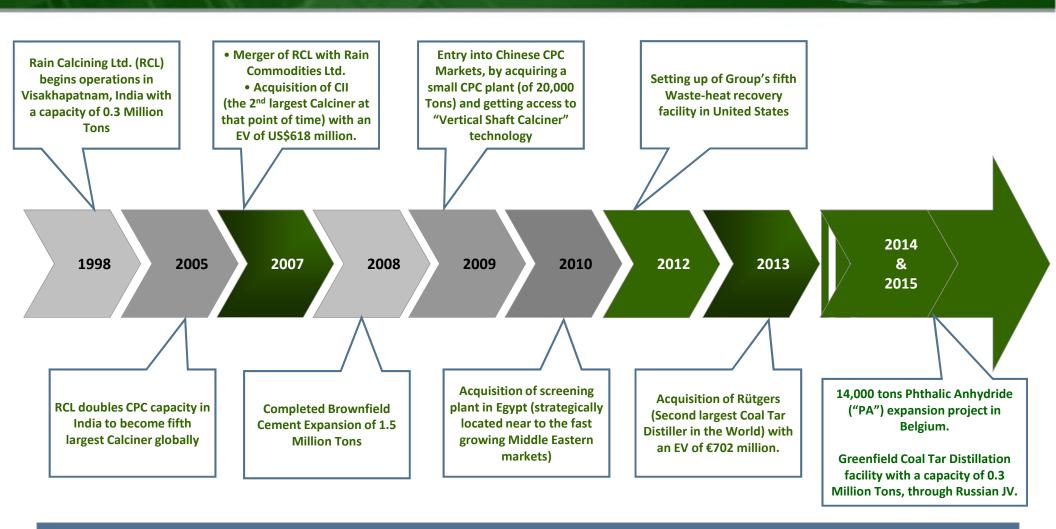
- Manufacturing and Sale of Cement.
- Two integrated Cement plants in Andhra Pradesh and a Packing Plant in Karnataka.
- Annual capacity of 3.50 Million Tons.
- Activities in the states of Andhra Pradesh, Karnataka, Tamil Nadu and Maharashtra.
- Markets Cement under the brand "Priya Cement"

- Distillation and sale of primary coal tar distillates into chemical products such as:
 - Aromatic chemicals,
 - Super-plasticizers
 - Resins and Modifiers; and
 - Other Chemicals
- Activities across the World with Four operating facilities in Europe and North America.

Growth opportunities exist in all three business verticals



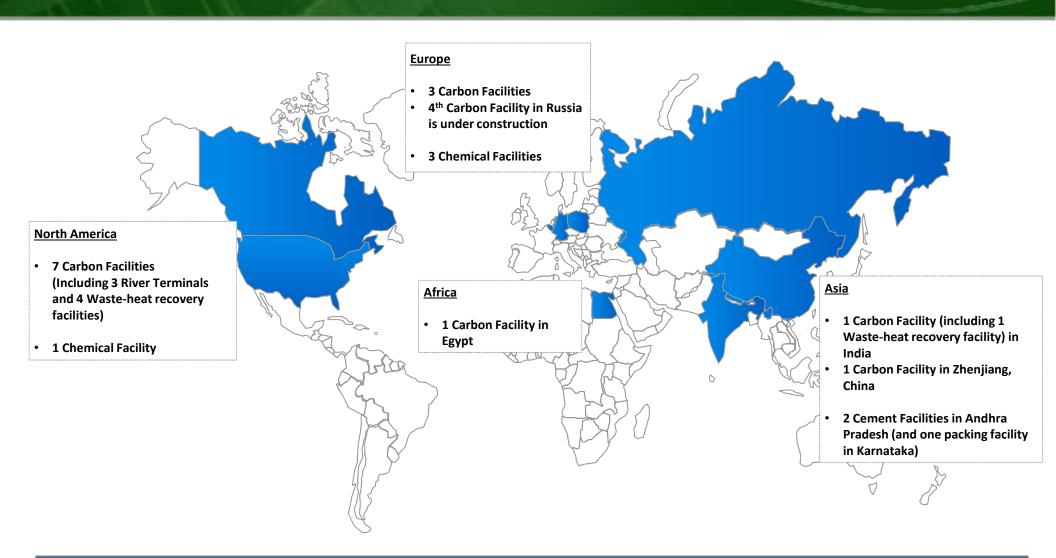
Rain Group – Key Mile stones



Rain Group is growing continuously in its Core business through capacity expansions and acquisitions and successfully integrating the same with its existing business



Diversified Geographical Profile



With best-in-class Facilities across Four Continents, Rain Group supplies to customers across the World

Note: Effective January 1, 2014, Rain Group closed 400K tons of Calcining facility in Moundsville - West Virginia, USA.



Industry Developments



Overview of Calcining Industry

Oil Refining Industry



Green Petroleum Coke - A by-product

- GPC production related to refining of sweet crude
- ► Reliable off-take is critical

Coke Calciners





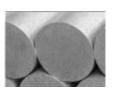
Calcined Petroleum Coke



Captured through calcining process

- Critical in the value chain of Green Coke
- Regional competition given high transportation costs
- High barriers to entry due to limited availability of GPC and scale of economies.

Aluminum Industry



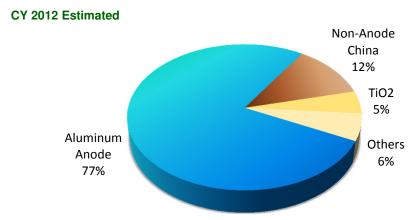
CPC <10% of Production Cost

- No economically viable substitute for CPC in Aluminum production process
- Reliable and continuous supply of CPC with consistent high quality is crucial
- Complementary to CTP in anode production

Overview

- ▶ CPC is produced from GPC, a by-product in crude oil refining
- ► Calciners compete on the basis of product quality and reliability, apart from the price
- Availability of Anode-grade GPC has been declining as oil refiners process heavier, more sour crude oils
- Additional worldwide CPC capacity effectively constrained by availability of suitable GPC
- Industry participants working to develop CPC from lower quality GPC sources
- Every Ton of Aluminum requires ~ 0.4 Tons of CPC

World CPC Demand by End Use





Overview of Coal Tar Industry

Steel Industry



Coal Tar - A by-product

- Coke production related to steel industry's production volumes
- Reliable off-take is critical

Coal Tar Distillers





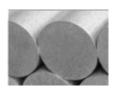
Pitch ~48%

Aromatic Oils ~40%

Naphthalene Oil ~12%

- Critical in the value chain of coal tar
- Regional competition given logistical limitations/high transportation costs
- High barriers to entry due to scale economies, asset intensity and know-how requirements

Aluminum Industry



Pitch <5% of Production Cost

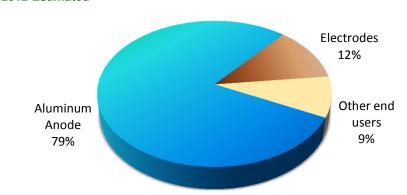
- No economically viable substitute for pitch in Aluminum production process
- Reliable and continuous supply of pitch with consistent high quality is crucial
- Complementary to CPC in anode production

Overview

- ► CTP is produced from coal tar, a by-product of metallurgical coke ovens in steel industry
- ▶ The need for CTP determines the rates of operation for coal tar distillation
- Distillers position their facilities in close proximity to tar suppliers due to specialized transportation requirements to move coal tar and costs associated therewith
- CTP is the essential binder used primarily to make carbon anodes for the Aluminum industry and carbon electrodes for the electric arc furnaces of the Steel industry, in addition to other lower volume applications
- Every Ton of Aluminum requires ~ 0.1 ton of CTP

World CTP Demand by End Use

CY 2012 Estimated



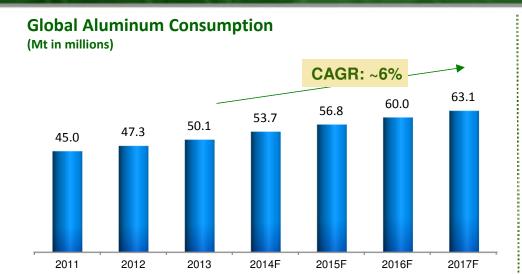


Overview of Chemical Products

		Chemicals			
	Superplasticizer	Resins & Modifiers	Aromatic Chemicals	Chemical Trading	
Key Raw Materials	► Naphthalene oil	CarboindeneC9 feedstock	Carbolic oilAnthracene oil	► Crude benzene/benzene	
Products	 Superplasticizer chemicals 	ResinsModifiers (DIPN)	PhenolSpecialty products	► Crude benzene/benzene	
Key Applications					
Key End Markets	ChemicalsAdmixture and construction	Adhesives/coatingsRubberPaper	ChemicalsAutomotive/tyresWire varnish	Carbon chemicalsCrude aromatics	
Plants	► Candiac (CAN)	Duisburg (GER)Uithoorn (NL)	► Castrop-Rauxel (GER)	▶ Duisburg (GER)	

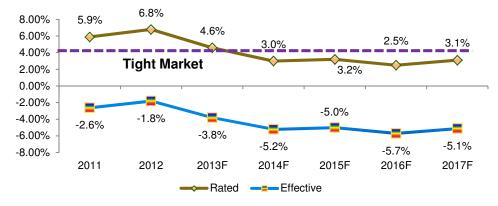


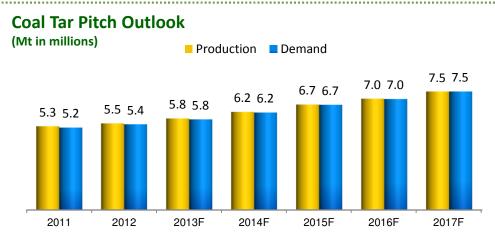
Aluminum Industry Outlook







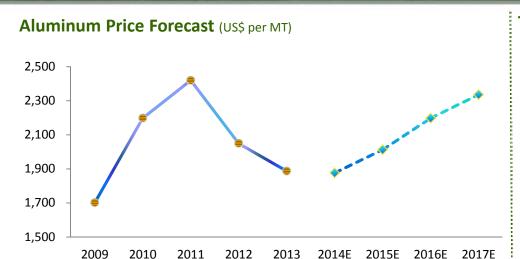


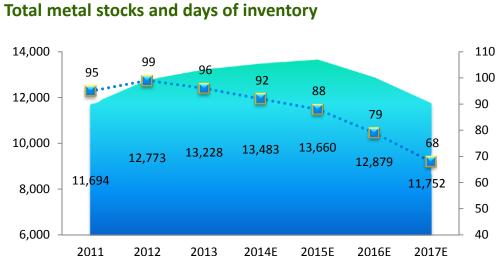


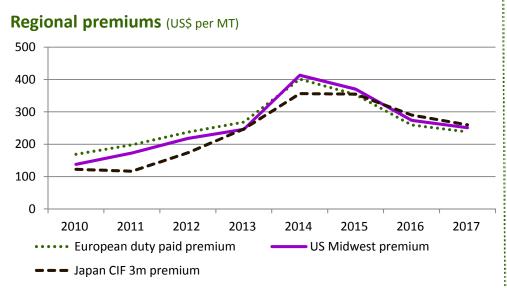
Global Aluminum production is expected to grow at a CAGR of 5% driving incremental demand for both CPC and CTP

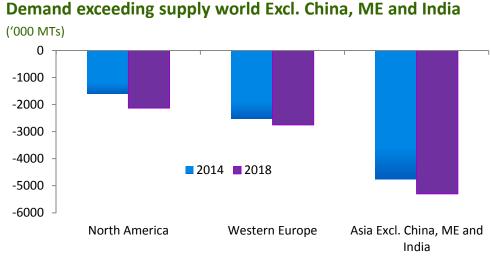


Aluminum Industry Outlook (Cont.)







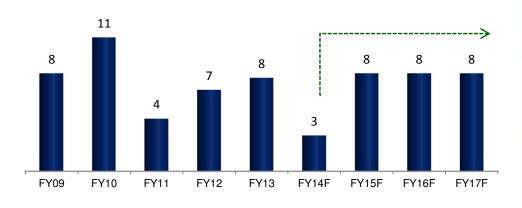


Source: Industry

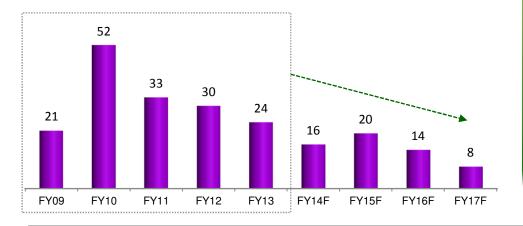


Cement Industry Outlook

Cement Demand Growth - All India %



Capacity additions - All India MTs



Cement Capacity Utilizations – All India %

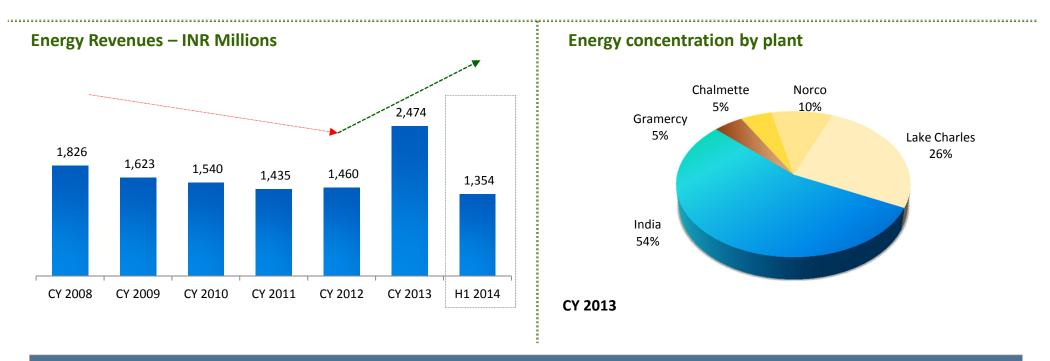


With the expected moderation in the capacity additions and likely improvement in the demand Cement industry is looking buoyant at this time



Energy Business Outlook

- ▶ Rain Group believes co-generation of energy (equivalent to ~ 125 MW of electricity) from its Calciners as one of the key competitive advantage.
- The Group has invested in energy generation facilities at its
 - Visakhapatnam, India facility
 - Chalmette, Gramercy, Norco and Lake Charles facilities in the USA
- ▶ All teething problems at Lake Charles Energy project are resolved now and we expect to see the full benefit of this project from Q3 2014, which would provide additional support to the Group's operating profits.



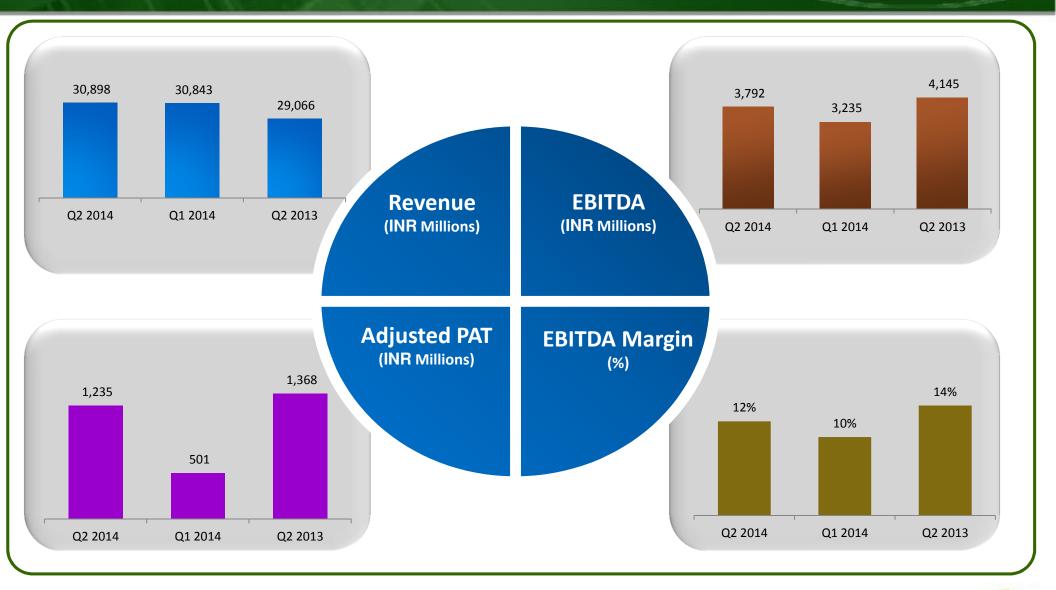
Rain Group is the only Calciner in the World with substantial revenues from Waste-heat recovery



Rain Group – Financial Snapshot

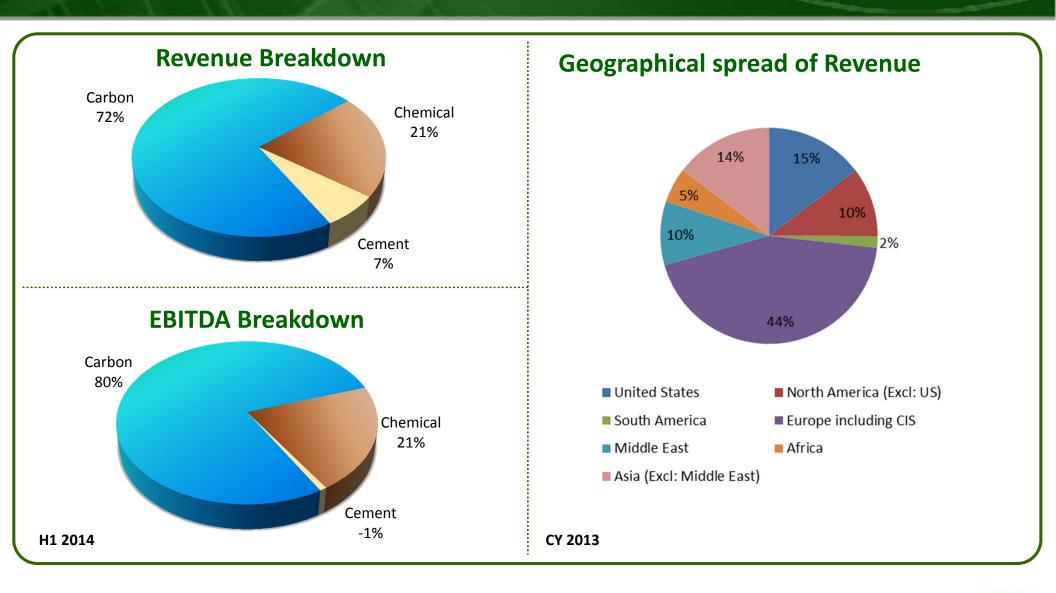


Consolidated Financial Performance



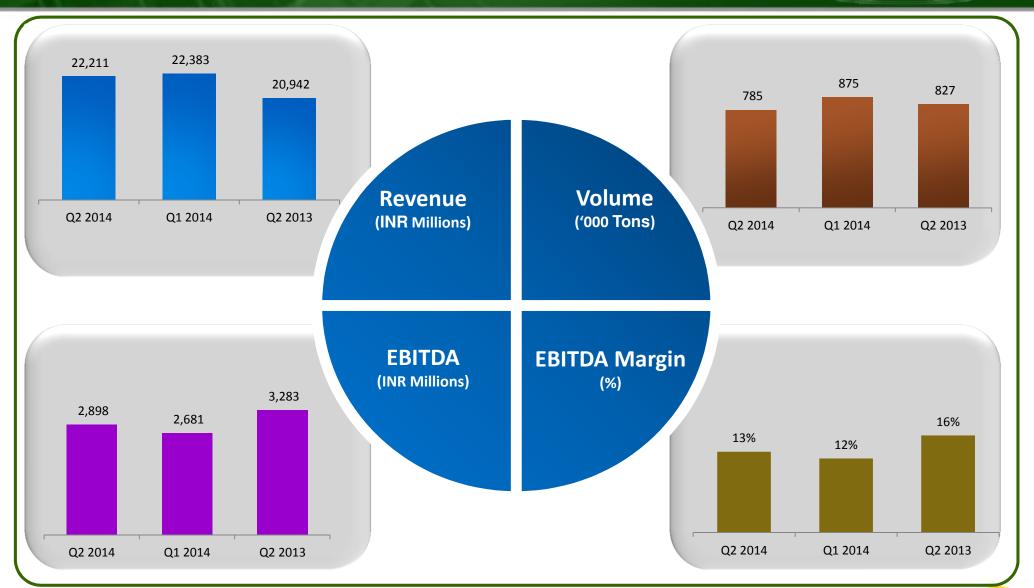


Business Concentration



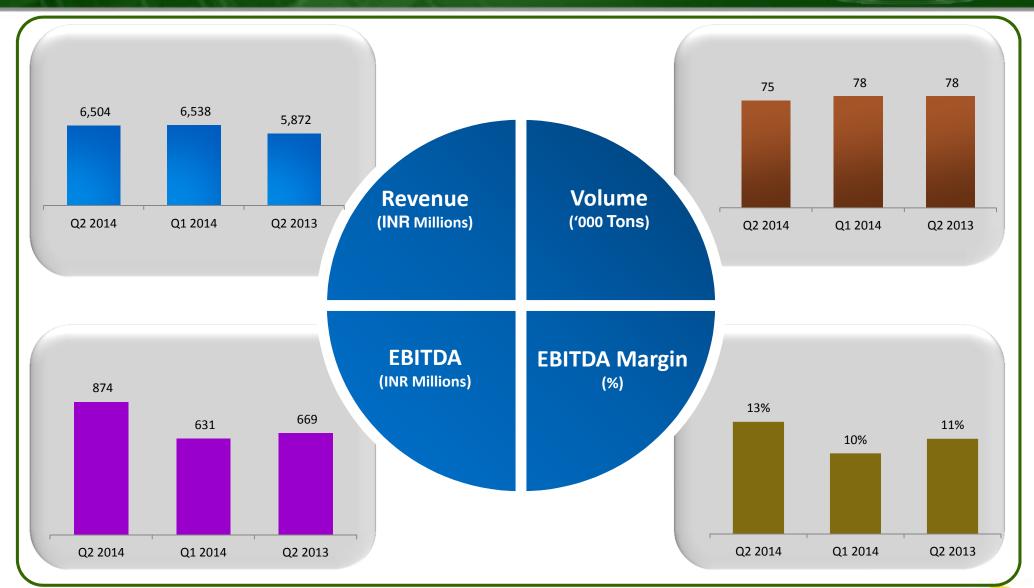


Rain Group – Carbon Business Snap Shot



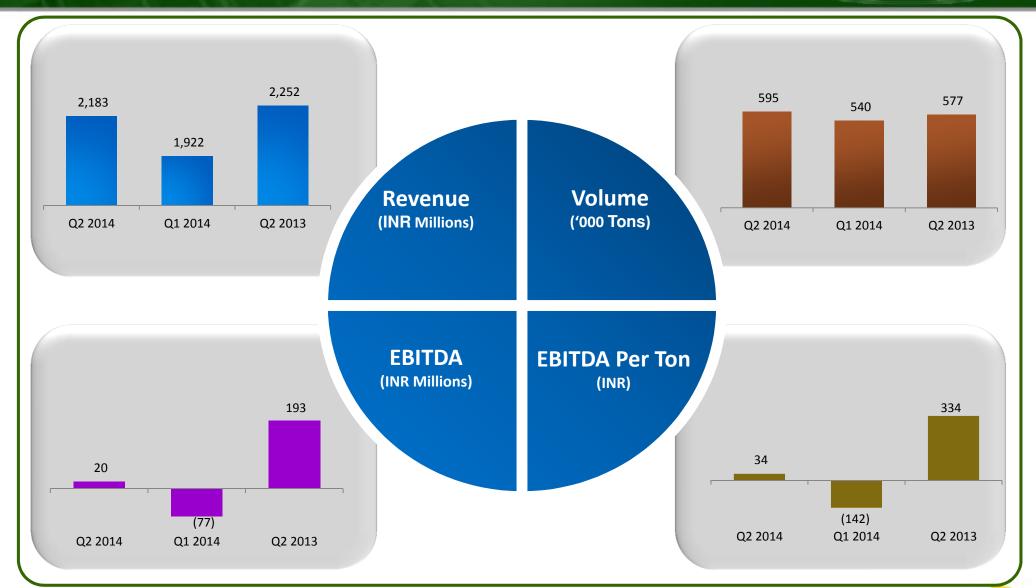


Rain Group – Chemical Business Snap Shot



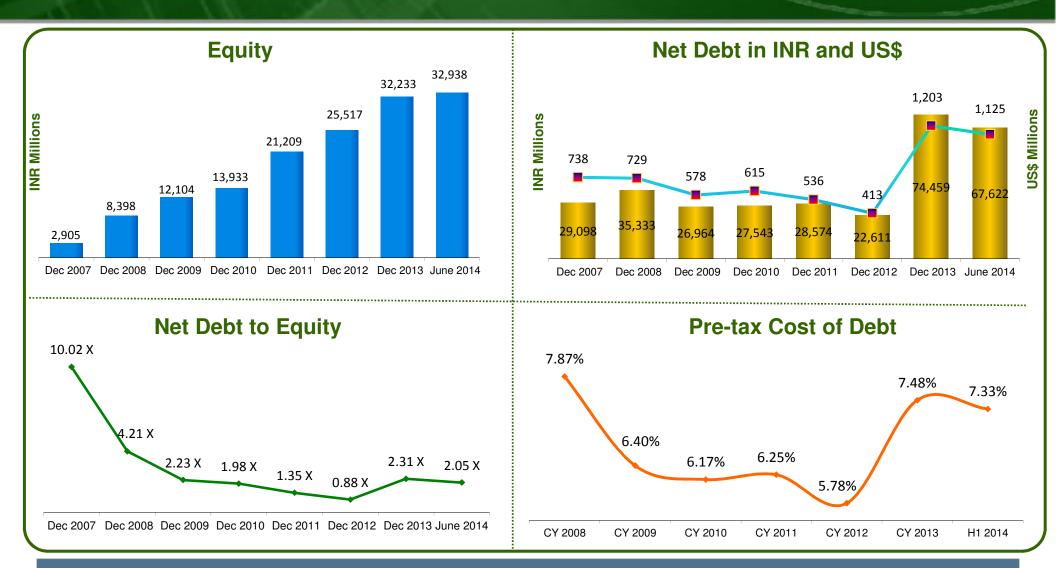


Rain Group – Cement Business Snap Shot





Consolidated Financial Leverage



Debt raised for the Rütgers acquisition is the primary reason for increase in the Net Debt and average cost of debt



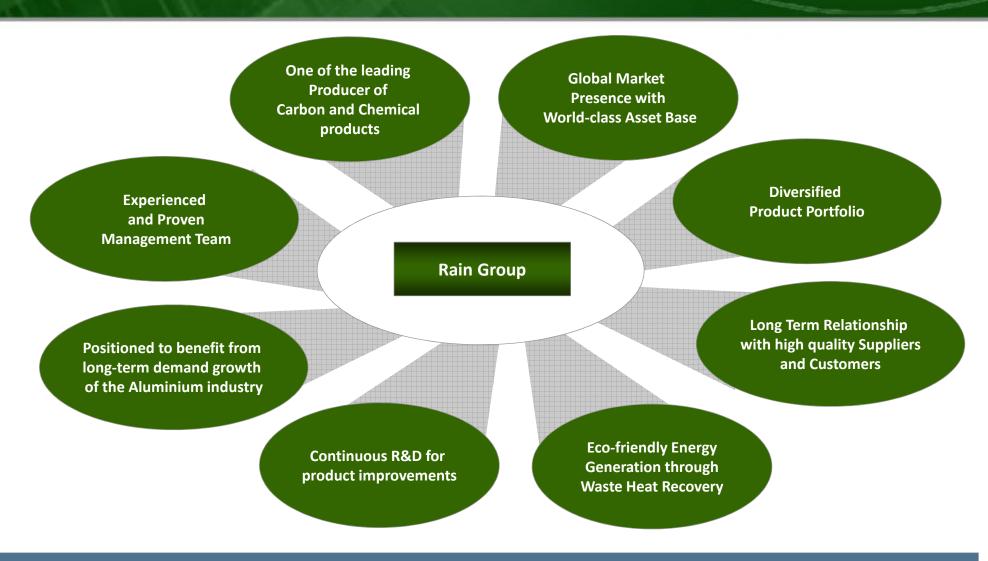
Term Debt Profile

	As at June 30, 2014				
(US\$ Millions)	Amount	Type of interest	Remarks		
Senior Secured Notes/Bonds	380	Fixed rate	Bullet repayment in 2018		US\$ Millions
Senior Secured Notes/Bonds	687	Fixed rate	Bullet repayment in 2021.	Debt as at June 30, 2014	1,244
Senior Bank Debt	94	Floating rate	Installments up to 2018	Scheduled Repayments	
Defermed Consideration to Triton	25 Into	lusta un at fun a	Payment based on triggering	6M 2014	26
Deferred Consideration to Triton		Interest free	events	CY 2015	39
Sales Tax Deferment	15	Interest Free	Installments up to 2027	CY 2016	30
Junior Subordinated Notes	13 Fixed rat	Fixed rate	Bullet repayment in 2018, along	CY 2017	35
Junior Subordinated Notes		rixeu rate	with compounded interest	CY 2018	409
Other Debt	30	Fixed rate	Including Finance Leases	Later Years	705
Gross Term Debt	1,244				
Add: Working Capital Debt	96				
Total Debt	1,340				
Less: Cash and Cash Equivalents	215	na transferent somet einst länd stadd som som sind doors som stad die 2000 som som die 2000 som som die 2000 s			
Net Debt	1,125				

With the strong liquidity position of over \$400 million (including \$199 million of undrawn revolver facilities) the Group is well placed to meet the Debt servicing and Capex requirements in near term



Key Strengths



Stable Financial Performance Poised for Growth



Key Areas of Focus

De-leveraging Balance Sheet

Timely completion of Expansion Projects

[PA expansion in Belgium and Coal Tar

Distillation project in Russia]

Expanding R&D initiatives to create more environment friendly Carbon

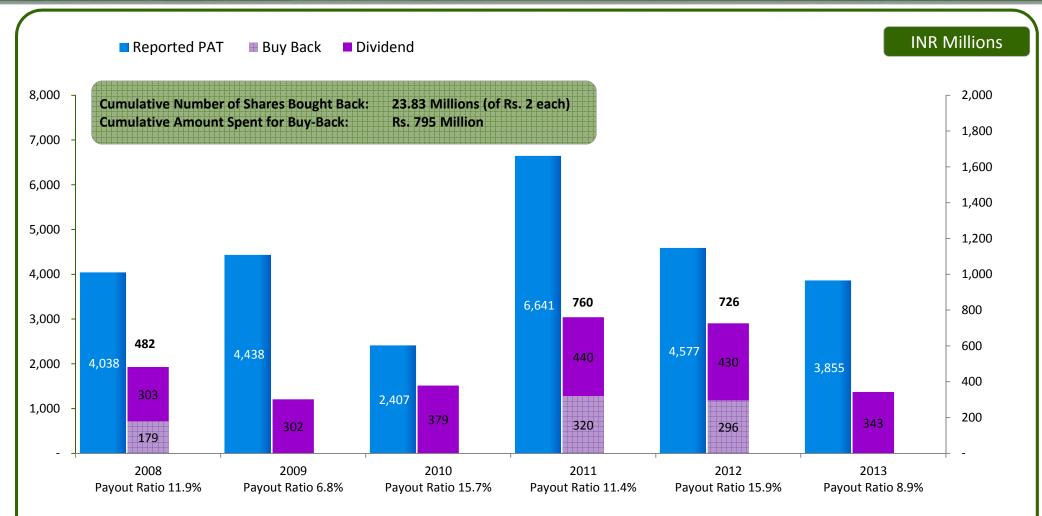
Successful implementation of these initiatives would substantially improve the shareholder value



Annexure



Payout Ratio



Note: Although the Company obtained shareholders approval through postal ballet for buy-back program of Rs. 515 Millions during CY 2009; the Company could not pursue the buy-back program due to positive movement in the share price.



Consolidated Key Performance Indicators

INR Millions

	Q2 2014	Q1 2014	CY 2013	CY 2012	CY 2011	CY 2010	CY 2009	CY 2008
Revenue from operations (1)	31,548	31,388	117,443	53,615	56,395	37,857	36,494	44,615
Operating Profit (2)	3,792	3,235	14,978	11,090	13,873	7,559	9,063	11,723
Reported PAT	1,235	501	3,845	4,577	6,641	2,407	4,438	4,038
Adjusted PAT (3)	1,235	501	4,512	5,796	6,641	3,305	4,020	4,038

(1) Revenue from operations includes other operating income

(2) Operating Profit is Profit before Other Income, Exchange Loss, Depreciation, impairment loss, Interest, Taxation and exceptional items

(3) Summary of adjustments to Reported PAT to derive Adjusted PAT:

- Profit After Tax for CY 2013 is adjusted for insurance claim proceeds of Rs. 375 Million, costs incurred for acquisition of Rütgers of Rs. 142 Million, Moundsville Impairment loss of Rs. 1,304 Million, net tax impact on all these items of Rs. 404 Million.
- Profit After Tax for CY 2012 is adjusted for one time expenditure of Rs. 1,789 Million (net of tax Rs. 1,219 Million) incurred in-connection with the acquisition of Rütgers.
- Profit After Tax for CY 2010 is adjusted for net exceptional expenditure of Rs. 1,249 Million (net of tax Rs. 898 Million).
- Profit After Tax for CY 2009 is adjusted for exceptional profit of Rs. 513 Million (net of tax Rs. 418 Million) on sale of Investment in Petroleum Coke Industries Company, Kuwait.



Thank you

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