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, 2012

			Quarter ended			Nine Months ended		Previous Year ended December 31, 2011
		Particulars	**September 30, 2012**	**June 30, 2012**	**September 30, 2011**	**September 30, 2012**	**September 30, 2011**	
			Unaudited					**Audited**
1		**Income from operations**						
	(a)	Net Sales/Income from Operations (Net of Excise Duty)	123,523	139,056	129,461	408,201	401,920	562,010
	(b)	Other Operating Income	180	175	207	596	576	1,812
		Total Income from Operations (net)	**123,703**	**139,231**	**129,668**	**408,797**	**402,496**	**563,822**
2		**Expenses**						
	(a)	Cost of Materials Consumed	55,085	62,196	70,936	178,507	190,562	271,298
	(b)	Purchases of stock-in-trade	12,591	15,291	5,890	33,782	40,605	48,425
	(c)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	558	(4,459)	(3,586)	5,087	(17,546)	(17,068)
	(d)	Employee Benefits Expense	6,282	5,605	4,686	17,561	13,803	19,390
	(e)	Depreciation and Amortisation Expense	2,969	3,090	2,835	8,997	8,346	11,294
	(f)	Power and Fuel	7,261	5,760	6,122	20,936	18,118	24,642
	(g)	Selling and Distribution Expenses	9,026	9,982	6,403	28,826	19,916	28,225
	(h)	Other Expenses	11,987	13,678	12,298	36,719	38,800	50,311
		Total Expenses	**105,759**	**111,143**	**105,584**	**330,415**	**312,604**	**436,517**
3		**Profit from Operations before Other Income, Foreign Exchange Gain / (Loss), Finance Costs and Tax (1-2)**	**17,944**	**28,088**	**24,084**	**78,382**	**89,892**	**127,305**
4		Other Income	2,109	857	513	5,252	1,356	2,333
5		Foreign Exchange Gain / (Loss) (See Note 5 below)	541	(1,722)	(3,095)	510	(2,786)	(5,723)
6		**Profit before Finance Costs and Tax (3+4+5)**	**20,594**	**27,223**	**21,502**	**84,144**	**88,462**	**123,915**
7		Finance Costs	5,507	5,831	5,639	17,216	16,497	23,190
8		**Profit Before Tax (6-7)**	**15,087**	**21,392**	**15,863**	**66,928**	**71,965**	**100,725**
9		Tax Expense	5,991	3,127	4,870	21,407	23,734	34,255
10		**Net Profit for the Period before Minority Interest (8-9)**	**9,096**	**18,265**	**10,993**	**45,521**	**48,231**	**66,470**
11		Minority Interest	71	(754)	765	(372)	163	(58)
12		**Net Profit after Taxes and Minority Interest (10+11)**	**9,167**	**17,511**	**11,758**	**45,149**	**48,394**	**66,412**
13		Paid-up Equity Share Capital - Face Value Rs. 2/- each (See Note 4 below)	6,883	6,883	7,083	6,883	7,083	6,990
14		Reserves excluding Revaluation Reserves as per the Balance Sheet of Previous Accounting Year	-	-	-	-	-	205,100
15		Earnings Per Share (EPS) - Basic & Diluted (Rs.) (Not Annualised) (See Note 4 below)	2.66	5.09	3.32	13.07	13.66	18.76 *
		(* Annualised)						
(See accompanying notes to the financial results)								

PART II

			Quarter ended			Nine Months ended		Previous Year ended December 31, 2011
			September 30, 2012	June 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011	
A	**PARTICULARS OF SHAREHOLDING**							
	1	Public shareholding (See Note 4 below)						
		- Number of Shares	193,716,800	193,716,800	203,716,800	193,716,800	203,716,800	199,993,125
		- Percentage of Shareholding	56.28%	56.28%	57.52%	56.28%	57.52%	57.07%
	2	Promoters and Promoter Group Shareholding (See Note 4 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	66,159,625	25,316,465	66,159,625	66,159,625
		- Percentage of Shares (as a % of the total Shareholding of Promoter and Promoter Group)	16.83%	16.83%	43.97%	16.83%	43.97%	43.97%
		- Percentage of Shares (as a % of the total Share Capital of the Company)	7.36%	7.36%	18.68%	7.36%	18.68%	18.88%
	(b)	Non - encumbered						
		- Number of Shares	125,139,630	125,139,630	84,296,470	125,139,630	84,296,470	84,296,470
		- Percentage of Shares (as a % of the total Shareholding of Promoter and Promoter Group)	83.17%	83.17%	56.03%	83.17%	56.03%	56.03%
		- Percentage of Shares (as a % of the total Share Capital of the Company)	36.36%	36.36%	23.80%	36.36%	23.80%	24.05%

B	**INVESTOR COMPLAINTS**	**Quarter ended September 30, 2012**
	Pending at the beginning of the quarter	-Nil-
	Received during the quarter	115
	Disposed of during the quarter	115
	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 meetings held on November 2, 2012

2 The Consolidated Unaudited Results for the quarter and nine months ended September 30, 2012 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 Pursuant to the Board of Directors approval on October 25, 2011, the Company has bought back and extinguished 100% of maximum number of 10,000,000 Equity Shares of Rs. 2/- each before June 30, 2012.
Further to the completion of the scheme of Buy Back approved by the Board of directors on October 25, 2011, the Shareholders of the Company have approved another scheme for Buy Back of Equity Shares of Rs. 2/- each of the Company, vide postal ballot on October 1, 2012 through open market transactions at a price not exceeding Rs. 46/- per share up to an aggregate amount of Rs. 4,600 lakhs. As per the scheme, the Company would buy back a minimum of 3,175,000 Equity Shares and a maximum of 12,700,000 Equity Shares. The Company has commenced the Buy Back of Equity Shares on October 22, 2012 and bought back 481,725 Equity Shares as of November 1, 2012.

5 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 recognized 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		Previous Year ended December 31, 2011
	September 30, 2012	June 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011	
Foreign Exchange Gain / (Loss)	3,121	(4,541)	(3,879)	533	(3,861)	(7,850)

6 On October 21, 2012, Rain CII Carbon LLC, USA (“RCC”), a wholly owned subsidiary of the Company, has executed a Share Purchase Agreement (“SPA”) to acquire 100% stake in RÜTGERS N.V., Belgium for €702 Millions. The transaction is likely to be completed in the first quarter of 2013, subject to the regulatory approvals and customary closing conditions. “Other expenses” for the quarter ended September 30, 2012 include Rs. 794 Lakhs (nine months ended September 30, 2012 Rs. 808 Lakhs) towards legal and diligence expenses incurred in this regard.

7 During the quarter ended June 30, 2012, one of the Calcined Petroleum Coke ("CPC") Storage Domes at the Gramercy Facility of Rain CII Carbon LLC, USA (“RCC”) was damaged by a lightning strike and subsequent fire. RCC has adequate insurance coverage to cover damaged CPC inventory and property. Based on management estimate, a provision of Rs. 380 Lakhs towards insurance deductibles was made during the quarter and six months ended June 30, 2012 and no further material losses are expected. RCC is still in the process of ascertaining the quantum of loss associated with the property damage and lodging of necessary claims with the insurance agencies. However, RCC has since received claim proceeds of Rs. 4,743 Lakhs towards cost of inventory.

8 During the current quarter, due to Hurricane Isaac, operations were shutdown at four of the RCC's Mississippi and Louisiana CPC production facilities. Due to supply disruptions caused by the Hurricane, RCC declared Force Majeure to certain customers. All the plants have subsequently resumed production. RCC is in the process of ascertaining the quantum of business interruption loss and lodging the claim with the insurance agencies.

9 Certain Standalone information of the Company:

(Rupees in lakhs)

	Quarter ended			Nine Months ended		Previous Year ended December 31, 2011
	September 30, 2012	June 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011	
	Unaudited					Audited
Turnover	3,445	-	5,444	6,909	20,656	23,954
Profit Before Tax	1,033	3,077	(459)	4,750	2,188	3,343
Profit After Tax	972	2,995	(461)	4,334	2,195	2,947

10 **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) Cement

(Rupees in lakhs)

	Quarter ended			Nine Months ended		Previous Year ended December 31, 2011
	September 30, 2012	June 30, 2012	September 30, 2011	September 30, 2012	September 30, 2011	
1) Segment Revenue						
(a) Carbon Products	106,169	116,300	108,976	344,953	340,906	482,919
(b) Cement	22,127	23,899	21,103	70,233	66,045	86,851
Total	**128,296**	**140,199**	**130,079**	**415,186**	**406,951**	**569,770**
Less: Inter Segment Revenue	4,773	1,143	618	6,985	5,031	7,760
Net sales/Income From Operations	**123,523**	**139,056**	**129,461**	**408,201**	**401,920**	**562,010**
2) Segment Results						
Profit before Tax and Finance Costs from each segment						
(a) Carbon Products	15,984	24,937	20,241	69,025	75,835	110,540
(b) Cement	1,960	3,151	3,843	9,357	14,057	16,765
Total	**17,944**	**28,088**	**24,084**	**78,382**	**89,892**	**127,305**
Less: i) Finance Costs	5,507	5,831	5,639	17,216	16,497	23,190
ii) Un-allocable income	(2,109)	(857)	(513)	(5,252)	(1,356)	(2,333)
iii) Foreign Exchange (Gain) / Loss	(541)	1,722	3,095	(510)	2,786	5,723
Total Profit Before Tax	**15,087**	**21,392**	**15,863**	**66,928**	**71,965**	**100,725**
3) Capital Employed						
(Segment assets – Segment Liabilities)						
(a) Carbon Products	539,510	567,230	478,037	539,510	478,037	515,896
(b) Cement	52,219	52,616	52,944	52,219	52,944	49,246
(c) Unallocated	(32,296)	(28,698)	(24,181)	(32,296)	(24,181)	(22,887)
Total	**559,433**	**591,148**	**506,800**	**559,433**	**506,800**	**542,255**

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

12 The Investors can view standalone results of the Company on the Company's website www.raincommodities.com or on the BSE website www.bseindia.com or NSE website www.nseindia.com.

By order of the Board
for Rain Commodities Limited

Place: Hyderabad
Date: November 2, 2012

N. Radha Krishna Reddy
Chairman