

Date : 23rd January, 2015

From:

N. Jagan Mohan Reddy
Plot No.38, Srinagar Colony
Hyderabad-500073
Telangana State, India

To

The General Manager Department of Corporate Services BSE 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>
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Dear Sir/Madam,

Sub: Disclosure in terms of Regulation 29(2) of Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Ref : Scrip Code: 500339 (BSE) and Scrip code : RAIN (NSE)

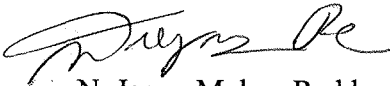
With reference to the above stated subject, I bring to your kind notice that I have transferred 85,86,640 Equity Shares (2.55%) of Rs. 2/- each (Face Value) of Rain Industries Limited through Gift to N. Anupama Reddy (Wife) (existing promoter and immediate relative) on 23rd January, 2015.

In this connection, please find enclosed herewith the Disclosures under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is for your kind information and record.

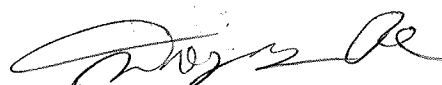
Thanking you,

Yours faithfully,


N. Jagan Mohan Reddy

**DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF
SHARES AND TAKEOVERS) REGULATIONS, 2011**

Name of the Target Company (TC)	RAIN INDUSTRIES LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	N. JAGAN MOHAN REDDY (DONOR)		
Whether the acquirer belongs to Promoter/Promoter group	YES		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE LIMITED NATIONAL STOCK EXCHANGE OF INDIA LIMITED		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	85,86,740	2.55%	2.55%
b) Shares in the nature of encumbrance (pledge/ lien/ non- disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	85,86,740	2.55%	2.55%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	85,86,640	2.55%	2.55%
b) VRs acquired/sold otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	NIL	NIL
d) Shares encumbered/ invoked/ released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+/-d)	85,86,640	2.55%	2.55%



After the acquisition/sale, holding of:			
a) Shares carrying voting rights	100	0.00003%	0.00003%
b) Shares encumbered with the acquirer	NIL	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	100	0.00003%	0.00003%
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Inter-se transfer amongst immediate relatives and existing promoters through Gift. under Regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	23 rd January, 2015		
Equity share capital / total voting capital of the TC before the said acquisition/sale	33,63,45,679 Equity Shares of Rs. 2/- each		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	33,63,45,679 Equity Shares of Rs. 2/- each		
Total diluted share/voting capital of the TC after the said acquisition	33,63,45,679 Equity Shares of Rs. 2/- each		

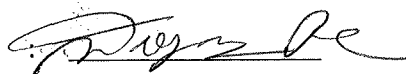
(*) Total share capital/ voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/ warrants into equity shares of the TC.

Place: Hyderabad

Date: 23rd January, 2015

Signature



Name of the Transferor (Donor): N. JAGAN MOHAN REDDY