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RCL
RAIN COMMODITIES LIMITED

RCOL/NSE/2011 February 25, 2011

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Floor 5
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai – 400 051.

Dear Sir/Madam,

Sub: Audited Financial Results for the Financial Year ended on 31st December, 2010 - Reg
Ref: Scrip code-RAINCOM

Please find enclosed herewith the Audited Financial Results (Standalone, Consolidated and Segment) for the Financial Year ended on 31st December, 2010, these results were approved by the Board of Directors at their meeting held on Friday, the 25th February, 2011.

This is for your information and records.

Thanking you,

Yours faithfully,
for RAIN COMMODITIES LIMITED

S VENKAT RAMANA REDDY
COMPANY SECRETARY

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Audited Financial Results (Standalone) for the year ended December 31, 2010

(Rupees in lakhs)

	Particulars	Year ended December 31, 2010	Year ended December 31, 2009
1	(a) Gross Sales	38,497	104,397
	(b) Less: Excise duties and taxes on sales	5,249	20,237
	(c) Net Sales	**33,248**	**84,160**
	(d) Other Operating Income	53	238
	Total	**33,301**	**84,398**
2	Expenditure		
a.	(Increase) / Decrease in Stock in Trade and Work in Progress	136	(1,763)
b.	Consumption of Raw Materials	2,082	6,371
c.	Purchase of Traded Goods	14,071	5,167
d.	Employee Cost	904	2,438
e.	Depreciation	832	3,103
f.	Power and Fuel	6,279	23,013
g.	Rates and Taxes	63	623
h.	Selling and Distribution Expenses	5,155	17,397
i.	Other Expenditure	3,034	10,718
	Total	**32,556**	**67,067**
3	Profit from Operations before Other Income, Interest & Exceptional Items (1-2)	745	17,331
4	Other Income	2,983	434
5	Profit before Interest & Exceptional Items (3+4)	3,728	17,765
6	Interest and Finance charges	1,816	2,920
7	Profit after Interest but before Exceptional Items (5-6)	1,912	14,845
8	Exceptional Items (See Note 7 below)	19,950	(5,080)
9	Profit/(Loss) before tax (7 - 8)	(18,038)	19,925
10	Tax Expense	565	4,458
11	Net Profit/(Loss) for the year (9-10)	(18,603)	15,467
12	Paid-up Equity Share Capital (Face Value Rs.10/- per equity share)	7,083	7,083
13	Reserves excluding Revaluation Reserves	32,870	54,942
14	Earnings Per Share (EPS) - Basic & Diluted Rs.	(26.26)	21.83
15	Public shareholding		
	- Number of shares	40,743,360	40,450,763
	- Percentage of shareholding	57.52%	57.11%
16	Promoters and Promoter Group Shareholding	30,091,219	30,383,816
a)	Pledged / Encumbered		
	- Number of shares	15,652,152	15,652,152
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	52.02%	51.51%
	- Percentage of shares (as a % of the total share capital of the company)	22.10%	22.10%
b)	Non - encumbered		
	- Number of shares	14,439,067	14,731,664
	- Percentage of shares (as a % of the total shareholding of the promoter and promoter group)	47.98%	48.49%
	- Percentage of shares (as a % of the total share capital of the company)	20.38%	20.80%

DELOITTE HASKINS & SELLS FOR IDENTIFICATION

RAIN COMMODITIES LIMITED

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Notes:

1 The above Standalone Audited Financial Results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on February 25, 2011.

2 The Board of Directors at their meeting held on February 25, 2011, have recommended Dividend of Rs. 4.60 per Equity Share i.e., 46% on a face value of Rs.10/- per Equity Share fully paid up for the year ended on December 31, 2010.

3 The Company has recognised all foreign currency translation gains in the profit and loss account for the year ended December 31, 2010 in accordance with the provisions of Accounting Standard 11, - "The Effects of Changes in Foreign Exchange Rates" (AS 11). Interest and Finance Charges includes such foreign currency gain as under:

(Rupees in lakhs)

	Year ended December 31, 2010	Year ended December 31, 2009
Gain on foreign exchange fluctuation	94	38

4 The Standalone Audited Financial Results have been compiled after considering the Scheme of Arrangement amongst the Company, its Subsidiaries, namely Rain Cements Limited [formerly Rain CII Carbon (India) Limited] and Rain CII Carbon (Vizag) Limited [formerly Rain Calciner Limited] ('the Scheme'), approved by the Hon'ble High Court of Judicature, Andhra Pradesh at Hyderabad on December 29, 2010. Pursuant to the Scheme, the Cement Business of the Company has been transferred to and vested in Rain Cements Limited effective April 1, 2010 and the CPC and Power businesses of Rain Cements Limited have been transferred to and vested in Rain CII Carbon (Vizag) Limited effective April 1, 2010.

5 Pursuant to the Scheme, the results for the current year are not comparable to those of the previous year due to the transfer of Cement business of the Company to Rain Cements Limited [formerly Rain CII Carbon (India) Limited] with effect from April 1, 2010.

6 **Disclosures relating to Discontinuing Operations:**
(In accordance with Accounting Standard - 24)

A) Statement of Revenue, Expenditure, Profit Before Tax and Profit After Tax

(Rupees in Lakhs)

	Year ended December 31, 2010	Year ended December 31, 2009
Revenue including other income		
- Continuing	17,056	5,180
- Discontinuing	19,228	79,652
Expenditure		
- Continuing	14,965	5,132
- Discontinuing	39,357	59,775
Profit/(Loss) Before Taxation		
- Continuing	2,091	48
- Discontinuing	(20,129)	19,877
Taxation		
- Continuing	82	16
- Discontinuing	483	4,442
Profit/(Loss) After Taxation		
- Continuing	2,009	32
- Discontinuing	(20,612)	15,435

B) Statement of Assets and Liabilities

(Rupees in Lakhs)

Particulars	As at December 31, 2010	As at December 31, 2009
Total Assets		
- Continuing	80,819	39,963
- Discontinuing	-	72,639
Total Liabilities		
- Continuing	80,819	68,894
- Discontinuing	-	43,708

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RAIN COMMODITIES LIMITED

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7 Exceptional items include:

(Rupees in lakhs)

	Year ended December 31, 2010	Year ended December 31, 2009
Loss on transfer of the Cement business pursuant to Scheme of Arrangement	19,952	-
Profit on sale of investment of wholly owned subsidiary Rain CII Carbon (Vizag) Limited [Formerly Rain Calciner Limited]	(2)	-
Profit on sale of investments in Petroleum Coke Industries Company, Kuwait	-	5,080
Total	**19,950**	**5,080**

8 The Company received 339 investor complaints during the year ended December 31, 2010 and all of them were resolved. There were no complaints pending, both at the beginning and at the end of the year which had to be resolved.

9 The segment results are included and presented on consolidated basis in compliance with Accounting Standard - 17 "Segment Reporting".

10 The Statement of Assets and Liabilities as required under clause 41(V)(h) of the Listing Agreement is as under:

(Rupees in lakhs)

	As at December 31, 2010	As at December 31, 2009
Shareholders' Funds:		
(a) Capital	7,083	7,083
(b) Reserves and Surplus	32,870	54,942
Loan Funds	34,242	28,995
Deferred Tax Liability (Net)	134	4,095
Total	**74,329**	**95,115**
Fixed Assets (Net) includes CWIP	1,232	51,158
Investments	30,353	24,404
Current Assets, Loans and Advances		
(a) Inventories	-	8,270
(b) Sundry Debtors	9,271	1,134
(c) Cash and Bank balances	764	1,357
(d) Other current assets	225	6
(e) Loans and Advances	38,974	26,273
Less: Current Liabilities and Provisions		
(a) Current Liabilities	2,690	12,126
(b) Provisions	3,800	5,361
Net Current Assets	42,744	19,553
Total	**74,329**	**95,115**

11 The figures of the previous year have been regrouped and reclassified, wherever considered necessary.

By order of the Board
for Rain Commodities Limited

RAIN COMMODITIES LIMITED

N. Jagan Mohan Reddy
Managing Director

Place: Hyderabad
Date: February 25, 2011

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RAIN COMMODITIES LIMITED
Regd. Off: "Rain Center", 34, Srinagar Colony, Hyderabad - 500 073, Andhra Pradesh, India.

Audited Financial Results (Consolidated) for the year ended December 31, 2010

(Rupees in lakhs)

	Particulars	Year ended December 31, 2010	Year ended December 31, 2009
1	(a) Gross Sales	402,194	388,512
	(b) Less: Excise duties and taxes on sales	27,641	25,130
	(c) Net Sales	**374,553**	**363,382**
	(d) Other Operating Income	1,017	838
	Total	**375,570**	**364,220**
2	Expenditure		
a.	(Increase) / Decrease in Stock in Trade and Work in Progress	(7,216)	4,612
b.	Consumption of Raw Materials	178,387	167,809
c.	Purchase of Traded Goods	23,474	4,805
d.	Employee Cost	15,896	16,854
e.	Depreciation	11,568	12,265
f.	Power and Fuel	20,188	20,587
g.	Rates and Taxes	1,312	1,368
h.	Selling and Distribution Expenses	21,558	18,804
i.	Other Expenditure	46,961	38,747
	Total	**312,128**	**285,851**
3	Profit from Operations before Other Income, Interest & Exceptional Items (1-2)	63,442	78,369
4	Other Income	1,791	570
5	Profit before Interest & Exceptional Items (3+4)	65,233	78,939
6	Interest and Finance Charges	18,963	22,597
7	Profit after Interest but before Exceptional Items (5-6)	46,270	56,342
8	Exceptional Items (See Note 8 below)	12,494	(5,134)
9	Profit before tax and before Minority Interest (7 - 8)	33,776	61,476
10	Tax Expense	9,509	17,144
11	Net Profit after tax and before Minority Interest (9-10)	24,267	44,332
12	Minority Interest	(195)	52
13	Net Profit for the year (11+12)	24,072	44,384
14	Paid-up Equity Share Capital (Face Value Rs.10/- per equity share)	7,083	7,083
15	Reserves excluding Revaluation Reserves	132,251	113,957
16	Earnings Per Share (EPS) - Basic & Diluted Rs.	33.98	62.66
17	Public shareholding		
	- Number of shares	40,743,360	40,450,763
	- Percentage of shareholding	57.52%	57.11%
18	Promoters and Promoter Group Shareholding	30,091,219	30,383,816
a)	Pledged / Encumbered		
	- Number of shares	15,652,152	15,652,152
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	52.02%	51.51%
	- Percentage of shares (as a % of the total share capital of the company)	22.10%	22.10%
b)	Non - encumbered		
	- Number of shares	14,439,067	14,731,664
	- Percentage of shares (as a % of the total shareholding of the promoter and promoter	47.98%	48.49%
	- Percentage of shares (as a % of the total share capital of the company)	20.38%	20.80%

DELOITTE HASKINS & SELLS FOR IDENTIFICATION

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Notes:

1 The above Consolidated Audited Financial Results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on February 25, 2011.

2 The above Consolidated Audited Financial Results have been prepared in accordance with Accounting Standard 21 - Consolidated Financial Statements, notified under the Companies (Accounting Standards) Rules 2006.

3 The Consolidated Audited Financial Results for the year ended December 31, 2010 include the results of the Company along with its subsidiaries namely (a) Rain Cements Limited [formerly Rain CII Carbon (India) Limited]; (b) Moonglow Company Business Inc., The British Virgin Islands; (c) Rain Commodities (USA) Inc.; (d) Rain CII Carbon LLC., USA; (e) Rain CII Carbon (Vizag) Limited [formerly Rain Calciner Limited]; (f) Rain Global Services LLC, USA; (g) Rain CII Carbon Mauritius Limited; (h) CII Carbon Corp, USA; (i) Zhenjiang Xin Tian Tansu Company Limited, China; (j) Rain Carbon (USA) LLC, (k) Carbon Holdings (USA) LLC; (l) CPC Holdings (USA) LLC and (m) RGS Egypt Limited.

4 The Consolidated Audited Financial Results have been compiled after considering the Scheme of Arrangement amongst the Company and its Subsidiaries, namely Rain Cements Limited [formerly Rain CII Carbon (India) Limited] and Rain CII Carbon (Vizag) Limited [formerly Rain Calciner Limited] ('the Scheme'), approved by the Hon'ble High Court of Judicature, Andhra Pradesh at Hyderabad on December 29, 2010. Pursuant to the Scheme, the Cement Business of the Company has been transferred to and vested in Rain Cements Limited effective April 1, 2010 and the CPC and Power businesses of Rain Cements Limited have been transferred to and

5 The Board of Directors at their meeting held on February 25, 2011, have recommended Dividend of Rs. 4.60 per Equity Share i.e., 46% on a face value of Rs.10/- per Equity Share fully paid up for the year ended on December 31, 2010.

6 As permitted by Accounting Standard 30, "Financial Instruments: Recognition and Measurement" ("AS 30"), the group has designated the 'Foreign Currency Loan' as a hedging instrument to hedge its net investment in a non-integral foreign operations, with effect from January 1, 2009. Accordingly, the translation gain on such foreign currency loan, determined as an effective net investment hedge, aggregating to Rs. 1,401 lakhs for the year ended December 31, 2010 [December 31, 2009: Rs. 1,527 lakhs] is recognized in the shareholders' funds and would be transferred to profit and loss account upon sale or disposal of the investment in

7 The Group has also recognised all foreign currency translation gains, other than those stated above, in the profit and loss account for the year ended December 31, 2010 in accordance with the provisions of Accounting Standard 11, - "The Effects of Changes in Foreign Exchange Rates" (AS 11). Interest and Finance Charges includes such foreign currency gain as under:

(Rupees in lakhs)

	Year ended December 31, 2010	Year ended December 31, 2009
Gain on foreign exchange fluctuation	2,268	847

8 Exceptional items include:

(Rupees in lakhs)

	Year ended December 31, 2010	Year ended December 31, 2009
Professional charges incurred in connection with corporate restructuring	54	-
Duties and taxes incurred in connection with corporate restructuring	170	-
Consent fee paid / payable to lenders	372	
Premium on redemption of Senior Unsecured Notes and expenses incurred in connection with the issue of Senior Notes by a Subsidiary of the Company, Rain CII Carbon LLC, USA	15,828	-
Amounts received / receivable on settlement of disputes with regard to sale of investments in earlier years	(3,930)	-
Profit on sale of investments in Petroleum Coke Industries Company, Kuwait	-	(5,134)
Total	**12,494**	**(5,134)**

DELOITTE HASKINS & SELLS FOR IDENTIFICATION

RAIN COMMODITIES LIMITED

9 The Company received 339 investor complaints during the year ended December 31, 2010 and all of them were resolved. There were no complaints pending, both at the beginning and at the end of the year which had to be

10 Certain Standalone information of the Company:

(Rupees in lakhs)

	Year ended December 31, 2010	Year ended December 31, 2009
Turnover (Net Sales)	33,248	84,160
Profit Before Tax	(18,038)	19,925
Profit After Tax	(18,603)	15,467

11 The Statement of Assets and Liabilities as required under clause 41(V)(h) of the Listing Agreement is as under:

(Rupees in lakhs)

	As at December 31, 2010	As at December 31, 2009
Shareholders' Funds:		
(a) Capital	7,083	7,083
(b) Reserves and Surplus	132,251	113,957
Minority Interest	587	208
Loan Funds	317,814	303,121
Deferred Tax Liability (Net)	21,735	22,602
Total	**479,470**	**446,971**
Fixed Assets (Net) includes CWIP and Goodwill	329,442	343,919
Investments	161	3,072
Current Assets, Loans and Advances		
(a) Inventories	74,524	47,707
(b) Sundry Debtors	56,159	44,794
(c) Cash and Bank balances	36,386	30,569
(d) Other current assets	103	38
(e) Loans and Advances	26,733	14,667
Less: Current Liabilities and Provisions		
(a) Current Liabilities	35,256	26,610
(b) Provisions	8,782	11,185
Net Current Assets	149,867	99,980
Total	**479,470**	**446,971**

12 The Investors can view stand alone financial results of the company on the company's website www.priyacement.com or on the BSE website www.bseindia.com or NSE website www.nseindia.com.

13 The figures of the previous year have been regrouped and reclassified, wherever considered necessary.

By order of the Board
for Rain Commodities Limited

RAIN COMMODITIES LIMITED

N. Jagan Mohan Reddy
Managing Director

Place: Hyderabad
Date: February 25, 2011

DELOITTE HASKINS & SELLS FOR IDENTIFICATION

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Segment wise Revenue, Results and Capital Employed
(on a consolidated basis) for the year ended December 31, 2010

(Rupees in lakhs)

	Particulars	Year ended December 31, 2010	Year ended December 31, 2009
		Audited	**Audited**
1	**Segment Revenue**		
	(a) Cement	71,655	78,847
	(b) Carbon Products	307,000	290,120
	Total	**378,655**	**368,967**
	Less: Inter Segment Revenue	4,102	5,585
	Net sales/Income From Operations	**374,553**	**363,382**
2	**Segment Results**		
	Profit before tax and interest from each segment		
	(a) Cement	5,173	17,931
	(b) Carbon Products	58,269	60,438
	Total	**63,442**	**78,369**
	Less: i) Interest and Finance Charges	18,963	22,597
	ii) Un-allocable income	(1,791)	(570)
	iii) Exceptional item	12,494	(5,134)
	Total Profit Before Tax	**33,776**	**61,476**
3	**Capital Employed**		
	(Segment assets – Segment Liabilities)		
	(a) Cement	48,546	65,583
	(b) Carbon Products	418,519	373,114
	(c) Unallocated	(26,707)	(30,537)
	Total	**440,358**	**408,160**

Notes:

1 The above Audited Segment Financial Results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on February 25, 2011.

2 The Company has considered business segment as the primary segment for reporting. The products considered for business segment are :
a. Cement
b. Carbon Products

3 The figures of the previous year have been regrouped, wherever considered necessary.

By order of the Board
for Rain Commodities Limited

RAIN COMMODITIES LIMITED

N. Jagan Mohan Reddy
Managing Director

Place: Hyderabad
Date: February 25, 2011

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