RAIN INDUSTRIES LIMITED

(Formerly Rain Commodities Limited)

RIL/SEs/2014 May 9, 2014

The General Manager Department of Corporate Services **BSE Limited** Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400 001	The Manager Listing Department **The National Stock Exchange of India Limited** Bandra Kurla Complex Bandra East Mumbai – 400 051	The Secretary **Delhi Stock Exchange Limited** DSE House 3/1 ASAF ALI Road New Delhi - 110002

Dear Sir/Madam,

Sub: Compliance of Clause 35A of the Listing Agreement.

Ref : Scrip Code: 500339 (BSE), Scrip code : RAIN (NSE) & Scrip code : 5019 (DSE)

With reference to the above stated subject, we bring to your kind notice that the shareholders of the Company at the 39th Annual General Meeting (AGM) held on 8th May, 2014, have unanimously passed all the below mentioned resolutions :

Date of the AGM : 8th May, 2014

Total number of shareholders on relevant date: 39,546

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group : 12

Public : 115

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Nil

Public: Nil

1. **Detail of the Agenda:** To receive, consider and adopt the Balance Sheet as at December 31, 2013, Statement of Profit and Loss for the Financial Year ended on December 31, 2013, Cash Flow statement for the Financial Year ended December 31, 2013 and reports of Directors and Auditors thereon.

   Resolution required: Ordinary

   Mode of voting: Show of hands

   Result: Passed Unanimously

RAIN INDUSTRIES LIMITED Hyderabad

Regd. Office: Rain Center
34, Sringar Colony
Hyderabad 500073
India

CIN: L26942AP1974PLC001693

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Fax: +91 (40) 40401214
Email: secretarial@rain-industries.com
Website: www.rain-industries.com

2. **Detail of the Agenda:** To approve and ratify interim dividend on equity shares for the financial Year ended on December 31, 2013.

   Resolution required: Ordinary

   Mode of voting: Show of hands

   Result: Passed Unanimously

3. **Detail of the Agenda:** To appoint Mr. Dipankar Basu, who retires by rotation and being eligible offers himself for re-appointment.

   Resolution required: Ordinary

   Mode of voting: Show of hands

   Result: Passed Unanimously

4. **Detail of the Agenda:** To appoint Mr. H L Zutshi, who retires by rotation and being eligible offers himself for re-appointment.

   Resolution required: Ordinary

   Mode of voting: Show of hands

   Result: Passed Unanimously

5. **Detail of the Agenda:** To appoint M/s. B S R & Associates, Chartered Accountants (ICAI Regn. No.116231W), as the Statutory Auditors of the Company to hold office from the conclusion of this 39th Annual General Meeting until the conclusion of the 40th Annual General Meeting of the Company and to authorise the Board of Directors to fix the remuneration of Auditors.

   Resolution required: Ordinary

   Mode of voting: Show of hands

   Result: Passed Unanimously

This is for your information and record.

Thanking you,

Yours faithfully,
for **RAIN INDUSTRIES LIMITED**

S. VENKAT RAMANA REDDY
COMPANY SECRETARY

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