RAIN INDUSTRIES LIMITED
(Formerly Rain Commodities Limited)

RIL/SEs/2014

September 30, 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 - Results of Postal Ballot – Reg.
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 have approved the following Ordinary/Special Resolution through Postal ballot on September 30, 2014.

S No	Particulars
1)	Re-Appointment of Mr. Dipankar Basu as an Independent Director for a period of two years i.e., from September 30, 2014 to September 29, 2016.
2)	Re-Appointment of Mr. S.L. Rao as an Independent Director for a period of two years i.e., from September 30, 2014 to September 29, 2016.
3)	Re-Appointment of Mr. H.L. Zutshi as an Independent Director for a period of two years i.e., from September 30, 2014 to September 29, 2016.
4)	Re-Appointment of Mr. G. Krishna Prasad as an Independent Director for a period of two years i.e., from September 30, 2014 to September 29, 2016.
5)	Authorisation to the Board of Directors to borrow monies beyond the paid-up capital and free reserves pursuant to Section 180(1)(c) of the Companies Act, 2013.
6)	Authorisation to the Board of Directors to create mortgage/charge/pledge/Hypothecation on the properties of the Company for securing loans etc., pursuant to Section 180(1)(a) of the Companies Act, 2013.
7)	Authorisation to the Board of Directors to enter into contracts/arrangements/transactions with Related Parties under Section 188 of the Companies Act, 2013.
8)	Amendment of Articles of Association of the Company in consistent with the Companies Act, 2013.
9)	Authorisation to the Board of Directors to make investments, give loans, provide guarantee or security under section 186 of the Companies Act, 2013.

RAIN INDUSTRIES LIMITED Hyderabad

S.N.R.Reddy

Contd....2..

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Hyderabad 500073
India

CIN: L26942TG1974PLC001693

Phone: +91 (40) 40401234
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Email: secretarial@rain-industries.com
Website: www.rain-industries.com

S No	Particulars
10)	Authorisation to the Board of Directors to pay Commission to the Non-Executive Directors of the Company under section 197 and 198 of the Companies Act, 2013.
11)	Amendment of Clause III(A) i.e., Main objects and deletion of Clause III(C) i.e., other objects in the Memorandum of Association of the Company under Section 13 of the Companies Act, 2013.
12)	Authorisation to the Board of Directors to grant donations to bonafide Charitable funds, Charitable Institutions, Non-Profit Organizations, Non – Profit Companies i.e., Companies formed under Section 8 of the Companies Act, 2013.

In this connection, please enclosed herewith the Report issued by Mr. DVM Gopal, Practising Company Secretary, Scrutinizer for postal ballot at Annexure – I.

Also find enclosed herewith the details of Results of the Postal Ballot in the format prescribed under Clause 35A of the Listing Agreement at Annexure – II.

This is for your information and record.

Thanking you,

Yours faithfully,
for **RAIN INDUSTRIES LIMITED**

S.V.R.Reddy

S. VENKAT RAMANA REDDY
COMPANY SECRETARY

Regd. Office: Rain Center
34, Sringar Colony
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SCRUTINIZER'S REPORT

September 30, 2014

The Chairman,
M/s. Rain Industries Limited
(formerly Rain Commodities Limited)
Rain Center, 34, Srinagar Colony,
Hyderabad – 500 073

Dear Sir,

SUB: Report on the Postal Ballot- M/s. Rain Industries Limited - Reg.

1. The Board of Directors of the Company had vide resolution passed at the Board Meeting held on 14th August, 2014 appointed me as "Scrutinizer" for conducting the Postal ballot voting process in pursuance of provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 to seek the approval of the Shareholders for passing of the Ordinary/Special resolutions.

2. I have completed the scrutiny of online voting of Postal Ballot (e-voting) and Postal Ballot forms received and submit my report as under:

   a) the Company has completed on 26th August, 2014, the dispatch of Notice along with Postal ballot Forms and a self addressed postage prepaid business reply envelope to its members through courier, whose email ID was not registered with the Company or its Registrar and Transfer Agent and sent Postal Ballot notice through email along with the details of Login ID and password to its members whose email ID was registered with the Company or the Registrar and Transfer Agent.

   b) The Physical and e-voting had commenced from August 26, 2014 at 10.00 a.m. and ended September 26, 2014 at 17.00 hours.

   c) The Shareholders of the Company had an option to vote on resolutions either through the postal ballot forms physically or through the e-voting facility. Shareholders opting for e-voting facility cast their votes on the designated website https://evoting.karvy.com .

   d) The particulars of all postal ballot forms received from the members as well as details of e-voting as recorded through online platform provided by M/s. Karvy Computershare Private Limited have been consolidated and entered in a Computerized Register separately maintained for the purpose.

   e) The physical postal ballot forms were kept under our safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.

dvmgopal & associates company secretaries CP 6798 Hyderabad -034

6/3/154-159, Flat No. 303, 3rd Floor, Royal Majestic, Prem Nagar Colony, Near Banjara Hills Care Hospital, Hyderabad-500 004. Ph : +91-40-2331 2933, Mobile: 98491 53690 E-mail: dvmgopal@gmail.com

f) The postal ballot forms were duly scrutinized and the Shareholding was matched/confirmed with the Register of Shareholder(s) of the Company.

g) All the postal ballot forms received either in physical or by casting of votes electronically through Karvy Computershare Private Limited portal up to the close of working hours i.e., 17.00 hours on 26th September, 2014, the last date and time fixed by the company for receipt of the forms were considered for my scrutiny.

h) The poll papers which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.

i) Postal Ballot forms received after 17.00 hours on 26th September, 2014 were not considered for my scrutiny.

j) I did not find any defaced or mutilated ballot paper.

3. In accordance with the Basis of Acceptance and Basis of Rejection and on proper scrutiny of all the Ballot papers, I report the result of the Postal Ballot as under:

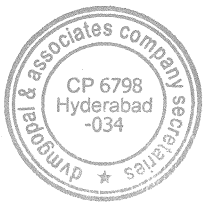
ITEM NO. 1:

Ordinary Resolution- To Re-appoint Mr. Dipankar Basu as an Independent Director for a period of 2 years i.e., from September 30, 2014 to September 29, 2016 pursuant to provisions of Section 152 of the Companies Act, 2013:

1	Total No. of Members responded	**335**
2	Total No. of Votes / Shares received	**19,31,64,778**
3	**Resolution Voting:**	

No. of votes/shares received for the resolution **(%)**	No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes **(%)**
19,30,29,678 (99.930%)	**1,30,640 (0.068%)**	**4,460 (0.002%)**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
317	**11**	**7**

On the basis of the above results, I report that the Ordinary Resolution as set out in the Item No. 1 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members as an Ordinary Resolution with the requisite majority pursuant to Section 152 of the Companies Act, 2013.



ITEM NO. 2:

Ordinary Resolution- To re-appoint Mr. S.L. Rao as an Independent Director for a period of 2 years i.e., from September 30, 2014 to September 29, 2016 pursuant to provisions of Section 152 of the Companies Act, 2013.

1	Total No. of Members responded	**335**
2	Total No. of Votes / Shares received	**19,31,64,778**
3	**Resolution Voting:**	

No. of votes/shares received for the resolution **(%)**	No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes **(%)**
19,30,32,463 (99.932%)	**1,27,615 (0.066%)**	**4,700 (0.002%)**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
315	**11**	**9**

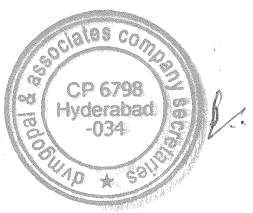
On the basis of the above results, I report that the Ordinary Resolution as set out in the Item No. 2 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members as an Ordinary Resolution with the requisite majority pursuant to Section 152 of the Companies Act, 2013.

ITEM NO. 3:

Ordinary Resolution- To re-appoint Mr. H.L. Zutshi as an Independent Director for a period of 2 years i.e., from September 30, 2014 to September 29, 2016 pursuant to provisions of Section 152 of the Companies Act, 2013.

1	Total No. of Members responded	**335**
2	Total No. of Votes / Shares received	**19,31,64,778**
3	**Resolution Voting:**	

No. of votes/shares received for the resolution **(%)**	No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes **(%)**
19,30,35,213 (99.933%)	**1,24,665 (0.065%)**	**4,900 (0.003%)**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
318	**7**	**10**



On the basis of the above results, I report that the Ordinary Resolution as set out in the Item No. 3 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members as an Ordinary Resolution with the requisite majority pursuant to Section 152 of the Companies Act, 2013.

ITEM NO. 4:

Ordinary Resolution- To re-appoint Mr. G. Krishna Prasad as an Independent Director for a period of 2 years i.e., from September 30, 2014 to September 29, 2016 pursuant to provisions of Section 152 of the Companies Act, 2013.

1	Total No. of Members responded	**335**	
2	Total No. of Votes / Shares received	**19,31,64,778**	
3	**Resolution Voting:**		
No. of votes/shares received for the resolution **(%)**		No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes **(%)**
19,30,31,473 (99.931%)		**1,24,905 (0.065%)**	**8,400 (0.004%)**
No. of Shareholders voted for the resolution		No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
316		**7**	**12**

On the basis of the above results, I report that the Ordinary Resolution as set out in the Item No. 4 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members as an Ordinary Resolution with the requisite majority pursuant to Section 152 of the Companies Act, 2013.

ITEM NO. 5:

Special Resolution- To authorise the Board of Directors to borrow monies beyond the paid-up capital and free reserves pursuant to Section 180(1)(c) of the Companies Act, 2013

1	Total No. of Members responded	**335**	
2	Total No. of Votes / Shares received	**19,31,64,778**	
3	**Resolution Voting:**		
No. of votes/shares received for the resolution **(%)**		No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes **(%)**
19,31,49,353 (99.992%)		**10,540 (0.005%)**	**4,885 (0.003%)**
No. of Shareholders voted for the resolution		No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
306		**19**	**10**

dvmgopal & associates company secretaries CP 6798 Hyderabad -034

On the basis of the above results, I report that the Special Resolution as set out in the Item No. 5 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members as a Special Resolution with the requisite majority pursuant to Section 180(1)(c) of the Companies Act, 2013.

ITEM NO. 6:

Special Resolution - To create Mortgage/ Charge/ Pledge/ Hypothecation on the properties of the Company for securing loans etc., pursuant to Section 180(1)(a) of the Companies Act, 2013.

1	Total No. of Members responded	**335**
2	Total No. of Votes / Shares received	**19,31,64,778**
3	**Resolution Voting:**	

No. of votes/shares received for the resolution **(%)**	No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes **(%)**
19,31,49,968 (99.992%)	**8,910 (0.005%)**	**5,900 (0.003%)**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
305	**19**	**11**

On the basis of the above results, I report that the Special Resolution as set out in the Item No. 6 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members as a Special Resolution with the requisite majority pursuant to Section 180(1)(a) of the Companies Act, 2013.

ITEM NO. 7:

Special Resolution- To authorise the Board of Directors to enter into contracts/arrangements/transactions with Related Parties under Section 188 of the Companies Act, 2013.

1	Total No. of Members responded	**335**
2	Total No. of Votes / Shares received	**19,31,64,778**
3	**Resolution Voting:**	

No. of votes/shares received for the resolution **(%)**	No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes **(%)**
5,42,22,563 (28.071%)	**9,465 (0.005%)**	**13,89,32,750 (71.92%)**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
288	**15**	**32**

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On the basis of the above results, I report that the Special Resolution as set out in the Item No. 7 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members as a Special Resolution with the requisite majority pursuant to Section 188 of the Companies Act, 2013.

ITEM NO. 8:

Special Resolution- To Amend Articles of Association of the Company in consistent with the Companies Act, 2013, pursuant to provisions of Section 14 of the Companies Act, 2013.

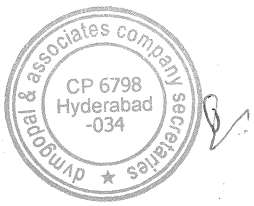
1	Total No. of Members responded	**335**	
2	Total No. of Votes / Shares received	**19,31,64,778**	
3	**Resolution Voting:**		
No. of votes/shares received for the resolution **(%)**		No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes **(%)**
19,29,76,402 (99.902%)		**1,82,071 (0.094%)**	**6,305 (0.003%)**
No. of Shareholders voted for the resolution		No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
308		**14**	**13**

On the basis of the above results, I report that the Special Resolution as set out in the Item No. 8 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members as a Special Resolution with the requisite majority pursuant to Section 14 of the Companies Act, 2013.

ITEM NO. 9:

Special Resolution - To authorise the Board of Directors to make investments, give loans, provide guarantee or security under Section 186 of the Companies Act, 2013.

1	Total No. of Members responded	**335**	
2	Total No. of Votes / Shares received	**19,31,64,778**	
3	**Resolution Voting:**		
No. of votes/shares received for the resolution **(%)**		No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes **(%)**
18,91,39,756 (97.916%)		**40,18,577 (2.080%)**	**6,445 (0.003%)**
No. of Shareholders voted for the resolution		No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
273		**48**	**14**



On the basis of the above results, I report that the Special Resolution as set out in the Item No. 9 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members as a Special Resolution with the requisite majority pursuant to Section 186 of the Companies Act, 2013.

ITEM NO. 10:

Special Resolution - To pay Commission to the Non-Executive Directors of the Company pursuant to Section 197 and 198 of the Companies Act, 2013.

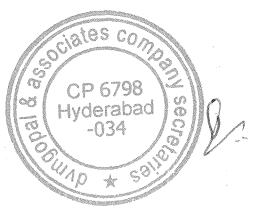
1	Total No. of Members responded	**335**	
2	Total No. of Votes / Shares received	**19,31,64,778**	
3	**Resolution Voting:**		
No. of votes/shares received for the resolution **(%)**		No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes **(%)**
19,31,29,627 (99.982%)		**28,346 (0.015%)**	**6,805 (0.004%)**
No. of Shareholders voted for the resolution		No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
280		**41**	**14**

On the basis of the above results, I report that the Special Resolution as set out in the Item No. 10 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members as a Special Resolution with the requisite majority pursuant to Section 197 of the Companies Act, 2013.

ITEM NO. 11:

Special Resolution - To amend Clause III(A) i.e., Main objects and deletion of Clause III(C) i.e., other objects in the Memorandum of Association of the Company under Section 13 of the Companies Act, 2013.

1	Total No. of Members responded	**335**	
2	Total No. of Votes / Shares received	**19,31,64,778**	
3	**Resolution Voting:**		
No. of votes/shares received for the resolution **(%)**		No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes **(%)**
19,31,49,193 (99.992%)		**9,085 (0.005%)**	**6,500 (0.003%)**
No. of Shareholders voted for the resolution		No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
306		**15**	**14**



On the basis of the above results, I report that the Special Resolution as set out in the Item No. 11 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members as a Special Resolution with the requisite majority pursuant to Section 13 of the Companies Act, 2013.

ITEM NO. 12:

Ordinary Resolution- To grant donations to bonafide Charitable funds, Charitable Institutions, Non-Profit Organizations and Non – Profit Companies pursuant to provisions of Section 181 of the Companies Act, 2013.

1	Total No. of Members responded	**335**
2	Total No. of Votes / Shares received	**19,31,64,778**
3	**Resolution Voting:**	

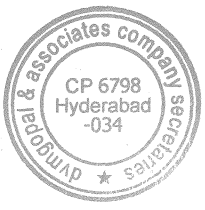
No. of votes/shares received for the resolution **(%)**	No. of votes/shares received against the resolution **(%)**	Neutral/Invalid/Abstain votes **(%)**
18,93,15,692 (98.007%)	**38,42,916 (1.989%)**	**6,170 (0.003%)**
No. of Shareholders voted for the resolution	No. of Shareholders Voted against the resolution	No. of Shareholders Votes Neutral/Invalid/Abstain
277	**46**	**12**

On the basis of the above results, I report that the Ordinary Resolution as set out in the Item No. 12 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members as an Ordinary Resolution with the requisite majority pursuant to Section 181 of the Companies Act, 2013.

A detailed Ballot Register is attached to this report for your ready reference. You may accordingly declare the result of the Voting by postal ballot.

For dvmgopal & associates
Company Secretaries

DVM Gopal
Proprietor
C.P. No. 6798



RAIN INDUSTRIES LIMITED

(Formerly Rain Commodities Limited)

Annexure II

RESULT OF POSTAL BALLOT

Date of General Meeting (date of declaration of results of Postal Ballot)	:	September 30, 2014
Total number of Shareholders as on cut-off date	:	41,400
No. of shareholders present in person or through proxy	:	Not Applicable (Postal Ballot)
No. of shareholders attending though video conferencing	:	Not Applicable (Postal Ballot)

Agenda-wise details of the resolutions:

S No	Description	Resolution required (Ordinary / Special)	Mode of Voting (Show of Hands /Poll / Postal Ballot / E-voting*)
1)	Re-Appointment of Mr. Dipankar Basu as an Independent Director;	Ordinary	Postal Ballot and E-voting
2)	Re-Appointment of Mr. S.L. Rao as an Independent Director;	Ordinary	Postal Ballot and E-voting
3)	Re-Appointment of Mr. H.L. Zutshi as an Independent Director;	Ordinary	Postal Ballot and E-voting
4)	Re-Appointment of Mr. G. Krishna Prasad as an Independent Director;	Ordinary	Postal Ballot and E-voting
5)	Authorisation to the Board of Directors to borrow monies beyond the paid-up capital and free reserves pursuant to Section 180(1)(c) of the Companies Act, 2013;	Special	Postal Ballot and E-voting
6)	Authorisation to the Board of Directors to create mortgage/charge/pledge/Hypothecation on the properties of the Company for securing loans etc., pursuant to Section 180(1)(a) of the Companies Act, 2013;	Special	Postal Ballot and E-voting
7)	Authorisation to the Board of Directors to enter into contracts/arrangements/transactions with Related Parties under Section 188 of the Companies Act, 2013;	Special	Postal Ballot and E-voting
8)	Amendment of Articles of Association of the Company in consistent with the Companies Act, 2013;	Special	Postal Ballot and E-voting
9)	Authorisation to the Board of Directors to make investments, give loans, provide guarantee or security under section 186 of the Companies Act, 2013;	Special	Postal Ballot and E-voting
10)	Authorisation to the Board of Directors to pay Commission to the Non-Executive Directors of the Company under section 197 and 198 of the Companies Act, 2013;	Special	Postal Ballot and E-voting
11)	Amendment of Clause III(A) i.e., Main objects and deletion of Clause III(C) i.e., other objects in the Memorandum of Association of the Company under Section 13 of the Companies Act, 2013; and	Special	Postal Ballot and E-voting
12)	Authorisation to the Board of Directors to grant donations to bonafide Charitable funds, Charitable Institutions, Non-Profit Organizations, Non – Profit Companies i.e., Companies formed under Section 8 of the Companies Act, 2013.	Ordinary	Postal Ballot and E-voting

*Note- E-voting facility was made available for the purpose of conveying assent / dissent to the resolutions proposed by way of Postal ballot Notice dated August 14, 2014.

For Rain Industries Limited

S.V.R. Reddy

S. Venkat Ramana Reddy
Company Secretary
Membership No.A14143

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34, Sringar Colony
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RAIN INDUSTRIES LIMITED

(Formerly Rain Commodities Limited) CIN: L26942TG1974PLC001693
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Email: secretarial@rain-industries.com; www.rain-industries.com

The Details of Results of the Postal ballot

Annexure - II

Resolution No	Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
1	Promoter and Promoter Group	146,052,385	137,463,460	94.12	137,463,460	-	100.000	-
	Public – Institutional Holders	135,077,948	52,743,112	39.05	52,617,157	125,955	99.761	0.239
	Public - Others	55,215,346	2,958,206	5.36	2,949,061	4,685	99.691	0.158
	Total	336,345,679	193,164,778	57.43	193,029,678	130,640	99.930	0.068

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No. 1 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members pursuant to Section 152 of the Companies Act, 2013 with the requisite majority.

Resolution No	Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
2	Promoter and Promoter Group	146,052,385	137,463,460	94.12	137,463,460	-	100.000	-
	Public – Institutional Holders	135,077,948	52,743,112	39.05	52,620,432	122,680	99.767	0.233
	Public - Others	55,215,346	2,958,206	5.36	2,948,571	4,935	99.674	0.167
	Total	336,345,679	193,164,778	57.43	193,032,463	127,615	99.932	0.066

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No. 2 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members pursuant to Section 152 of the Companies Act, 2013 with the requisite majority.

For Rain Industries Limited

S. Venkat Ramana Reddy
Company Secretary
Membership No.A14143

RAIN INDUSTRIES LIMITED

(Formerly Rain Commodities Limited) CIN: L26942TG1974PLC001693
Regd. Off: "Rain Center", 34, Srinagar Colony, Hyderabad - 500 073, Telangana State, India. Ph.No.040-40401234; Fax:040-40401214
Email: secretarial@rain-industries.com; www.rain-industries.com

The Details of Results of the Postal ballot

Resolution No	Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
3	Promoter and Promoter Group	146,052,385	137,463,460	94.12	137,463,460	-	100.000	-
	Public – Institutional Holders	135,077,948	52,743,112	39.05	52,620,432	122,680	99.767	0.233
	Public - Others	55,215,346	2,958,206	5.36	2,951,321	1,985	99.767	0.067
	Total	336,345,679	193,164,778	57.43	193,035,213	124,665	99.933	0.065

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No. 3 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members pursuant to Section 152 of the Companies Act, 2013 with the requisite majority.

Resolution No	Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
4	Promoter and Promoter Group	146,052,385	137,463,460	94.12	137,463,460	-	100.000	-
	Public – Institutional Holders	135,077,948	52,743,112	39.05	52,620,432	122,680	99.767	0.233
	Public - Others	55,215,346	2,958,206	5.36	2,947,581	2,225	99.641	0.075
	Total	336,345,679	193,164,778	57.43	193,031,473	124,905	99.931	0.065

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No. 4 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members pursuant to Section 152 of the Companies Act, 2013 with the requisite majority.

For Rain Industries Limited

S. Venkat Ramana Reddy
Company Secretary
Membership No.A14143

RAIN INDUSTRIES LIMITED

(Formerly Rain Commodities Limited) CIN: L26942TG1974PLC001693
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The Details of Results of the Postal ballot

Resolution No	Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
5	Promoter and Promoter Group	146,052,385	137,463,460	94.12	137,463,460	-	100.000	-
	Public – Institutional Holders	135,077,948	52,743,112	39.05	52,743,112	-	100.000	-
	Public - Others	55,215,346	2,958,206	5.36	2,942,781	10,540	99.479	0.356
	Total	336,345,679	193,164,778	57.43	193,149,353	10,540	99.992	0.005

Result: On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No. 5 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members pursuant to Section 180 (1)(c) of the Companies Act, 2013 with the requisite majority.

Resolution No	Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
6	Promoter and Promoter Group	146,052,385	137,463,460	94.12	137,463,460	-	100.000	-
	Public – Institutional Holders	135,077,948	52,743,112	39.05	52,743,112	-	100.000	-
	Public - Others	55,215,346	2,958,206	5.36	2,943,396	8,910	99.499	0.301
	Total	336,345,679	193,164,778	57.43	193,149,968	8,910	99.992	0.005

Result: On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No. 6 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members pursuant to Section 180 (1)(a) of the Companies Act, 2013 with the requisite majority.

For Rain Industries Limited

S. Venkat Ramana Reddy
Company Secretary
Membership No.A14143

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The Details of Results of the Postal ballot

Resolution No	Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
7	Promoter and Promoter Group	146,052,385	137,463,460	94.12	-	-	-	-
	Public – Institutional Holders	135,077,948	52,743,112	39.05	52,743,112	-	100.000	-
	Public - Others	55,215,346	2,958,206	5.36	1,479,451	9,465	50.012	0.320
	Total	336,345,679	193,164,778	57.43	54,222,563	9,465	28.071	0.005

Result: On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No. 7 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members pursuant to Section 188 of the Companies Act, 2013 with the requisite majority.

Resolution No	Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
8	Promoter and Promoter Group	146,052,385	137,463,460	94.12	137,463,460	-	100.000	-
	Public – Institutional Holders	135,077,948	52,743,112	39.05	52,566,741	176,371	99.666	-
	Public - Others	55,215,346	2,958,206	5.36	2,946,201	5,700	99.594	-
	Total	336,345,679	193,164,778	57.43	192,976,402	182,071	99.902	0.094

Result: On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No. 8 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members pursuant to Section 14 of the Companies Act, 2013 with the requisite majority.

For Rain Industries Limited

S. Venkat Ramana Reddy
Company Secretary
Membership No.A14143

RAIN INDUSTRIES LIMITED

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The Details of Results of the Postal ballot

Resolution No	Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
9	Promoter and Promoter Group	146,052,385	137,463,460	94.12	137,463,460	-	100.000	-
	Public – Institutional Holders	135,077,948	52,743,112	39.05	48,748,700	3,994,412	92.427	7.573
	Public - Others	55,215,346	2,958,206	5.36	2,927,596	24,165	98.965	0.817
	Total	336,345,679	193,164,778	57.43	189,139,756	4,018,577	97.916	2.080

Result: On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No. 9 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members pursuant to Section 186 of the Companies Act, 2013 with the requisite majority.

Resolution No	Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
10	Promoter and Promoter Group	146,052,385	137,463,460	94.12	137,463,460	-	100.000	-
	Public – Institutional Holders	135,077,948	52,743,112	39.05	52,743,112	-	100.000	-
	Public - Others	55,215,346	2,958,206	5.36	2,923,055	28,346	98.812	0.958
	Total	336,345,679	193,164,778	57.43	193,129,627	28,346	99.982	0.015

Result: On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No. 10 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members pursuant to Section 197 of the Companies Act, 2013 with the requisite majority.

For Rain Industries Limited

S. Venkat Ramana Reddy
Company Secretary
Membership No.A14143

RAIN INDUSTRIES LIMITED

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The Details of Results of the Postal ballot

Resolution No	Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
11	Promoter and Promoter Group	146,052,385	137,463,460	94.12	137,463,460	-	100.000	-
	Public – Institutional Holders	135,077,948	52,743,112	39.05	52,743,112	-	100.000	-
	Public - Others	55,215,346	2,958,206	5.36	2,942,621	9,085	99.473	0.307
	Total	336,345,679	193,164,778	57.43	193,149,193	9,085	99.992	0.005

Result: On the basis of the above results, the Chairman declared that the Special Resolution as set out in the Item No. 11 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members pursuant to Section 13 of the Companies Act, 2013 with the requisite majority.

Resolution No	Promoter/ Public	No. of Equity shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=	(4)	(5)	(6)=	(7)=
				[(2)/(1)]*100			[(4)/(2)]*100	[(5)/(2)]*100
12	Promoter and Promoter Group	146,052,385	137,463,460	94.12	137,463,460	-	100.000	-
	Public – Institutional Holders	135,077,948	52,743,112	39.05	48,921,796	3,821,316	92.755	7.245
	Public - Others	55,215,346	2,958,206	5.36	2,930,436	21,600	99.061	0.730
	Total	336,345,679	193,164,778	57.43	189,315,692	3,842,916	98.007	1.989

Result: On the basis of the above results, the Chairman declared that the Ordinary Resolution as set out in the Item No. 12 of the Postal Ballot notice dated August 14, 2014 has been duly passed by the members pursuant to Section 181 of the Companies Act, 2013 with the requisite majority.

For Rain Industries Limited

S. Venkat Ramana Reddy
Company Secretary
Membership No.A14143

Place: Hyderabad
Date: September 30, 2014