



RAIN COMMODITIES LIMITED

RCOL/SEs/2013

April 29, 2013

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>	The Secretary Delhi Stock Exchange Limited DSE House 3/1 ASAF ALI Road New Delhi - 110002
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Dear Sir/Madam,

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

Ref: Scrip Code :500339 (BSE) and Scrip Code : RAINCOM (NSE)

With reference to the above stated subject, we bring to your kind notice that the shareholders of the Company at the 38th Annual General Meeting (AGM) held on 27th April, 2013, have unanimously passed all the below mentioned resolutions :

Date of the AGM : 27th April, 2013

Total number of shareholders on relevant date: 43,202

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

Promoters and Promoter Group : 19**Public : 106**

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Nil**Public: Nil**



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1. **Detail of the Agenda:** To receive, consider and adopt the Balance Sheet as at December 31, 2012, Profit and Loss Account for the Financial Year ended on December 31, 2012 and reports of Directors and Auditors thereon.

Resolution required: Ordinary

Mode of voting: Show of hands

Result: Passed Unanimously

2. **Detail of the Agenda:** To declare a dividend on equity shares for the Financial Year ended on December 31, 2012.

Resolution required: Ordinary

Mode of voting: Show of hands

Result: Passed Unanimously

3. **Detail of the Agenda:** To appoint a Director in place of Mr. N. Radhakrishna Reddy, 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 a Director in place of Mr. S.L. Rao, 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 38th Annual General Meeting until the conclusion of the 39th Annual General Meeting of the Company in place of M/s. Deloitte Haskins & Sells, Chartered Accountants, retiring Auditors, who have not offered themselves for reappointment as Auditors 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





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6. **Detail of the Agenda:** To appoint Mr. Jagan Mohan Reddy Nellore (Managing Director of the Company), as Chief Executive Officer of CPC Holdings USA LLC., (CPCUSA), a step down wholly owned subsidiary company for a period of 5 years, w.e.f. April 27, 2013 at a Remuneration not exceeding 5% of the consolidated net profit of CPC Holdings USA LLC and on such terms & conditions as may be decided by the Board of Directors of CPCUSA.

Resolution required: Special

Mode of voting: Show of hands

Result: Passed Unanimously

This is for your information and record.

Thanking you,

Yours faithfully,
for **RAIN COMMODITIES LIMITED**


S. VENKAT RAMANA REDDY
COMPANY SECRETARY

