

Date: 16th January, 2015

From:

N. Akhila Reddy
Plot No. 38, Srinagar Colony,
Hyderabad – 500 073,
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: Report under Regulation 10(5) of SEBI (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 propose to acquire 15,07,250 Equity Shares (0.45%) of Rs. 2/- each (Face Value) of Rain Industries Limited through Gift from Mr. N. Lakshminarasa Reddy (Father) (4,65,250 Equity Shares (0.14%)) and Ms. N. Swarnalatha Reddy (Mother) (10,42,000 Equity Shares (0.31%)) (existing promoters and immediate relatives) on 23rd January, 2015.

In this connection, please find enclosed herewith the report under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is for your information and record

Thanking you
Yours faithfully,


N. Akhila Reddy

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	RAIN INDUSTRIES LIMITED
2.	Name of the acquirer(s)	N. Akhila Reddy
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Mrs. N. Akhila Reddy is one of the existing Promoter of the Target Company and immediate relative of the transferor and also holds 0.04% equity shares in the Target Company.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr. N. Lakshminarasa Reddy (Father); and Ms. N. Swarnalatha Reddy (Mother)
	b. Proposed date of acquisition	23 rd January, 2015
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Mr. N. Lakshminarasa Reddy (Father)– 4,65,250 Equity Shares (0.14%); and Ms. N. Swarnalatha Reddy (Mother) – 10,42,000 Equity Shares (0.31%)
	d. Total shares to be acquired as % of share capital of TC	0.45%
	e. Price at which shares are proposed to be acquired	Acquisition of Shares through Gift.
	f. Rationale, if any, for the proposed under which the acquirer is exempted from making open offer	Acquisition of Shares through Gift from Parents
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs.49.13
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable.
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Not Applicable. (The acquisition is through Gift from Parents (Immediate Relatives))
9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Enclosed as Annexure – I.

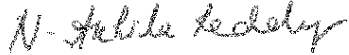
N. Akhila Reddy

10.	Declaration by the acquirer that all the conditions specified under regulation 10(1) (a) with respect to exemptions has been duly complied with.	Enclosed as Annexure – I.			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting Rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	a) Acquirer(s) and PACs (other than sellers)(*)				
	Ms. N. Akhila Reddy (Donce)	3,62,065	0.11%	18,69,315	0.56%
	PACs				
	Mr. N. Radhakrishna Reddy	1,03,83,730	3.09%	1,03,83,730	3.09%
	Mr. N. Jagan Mohan Reddy	85,86,740	2.55%	85,86,740	2.55%
	Mr. N. Sujith Kumar Reddy	1,00,28,770	2.98%	1,00,28,770	2.98%
	Ms. N. Indira Reddy	75,13,100	2.23%	75,13,100	2.23%
	Ms. N. Anupama Reddy	1,25,410	0.04%	1,25,410	0.04%
	Ms. Ananthaxmi Reddy	1,76,73,225	5.25%	1,76,73,225	5.25%
	Ms. K. Arundhathi Reddy	14,285	0.0042%	14,285	0.0042%
	Sujala Investments Private Limited	3,77,66,675	11.23%	3,77,66,675	11.23%
	Focus India Brands Private Limited	2,53,16,465	7.53%	2,53,16,465	7.53%
	Nivee Holdings Private Limited	81,43,250	2.42%	81,43,250	2.42%
	Arunachala Holdings Private Limited	52,72,500	1.57%	52,72,500	1.57%
	PCL Financial Services Pvt. Limited	37,80,750	1.12%	37,80,750	1.12%
	Arunachala Logistics (P) Limited	9,89,245	0.29%	9,89,245	0.29%
	b) Seller (s) (Donors)				
	Mr. N. Lakshminarasa Reddy (Father)	4,65,250	0.14%	NIL	NIL
	Ms. N. Swarnalatha Reddy (Mother)	10,42,000	0.31%	NIL	NIL
	Total Promoter Holding in the TC (including acquirer, PACs and Sellers holding) (a) + (b)	13,74,63,460	40.87%	13,74,63,460	40.87%

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

Date: 16th January, 2015
Place: Hyderabad



N. Akhila Reddy
Name of the Acquirer

Annexure – I

Declaration

I, N. Akhila Reddy, proposed acquirer of 15,07,250 equity shares (0.45%) of Rain Industries Limited, pursuant to Regulation 10(1)(a)(i) read with regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 do hereby declare that :-

- The acquisition is through Gift from Father and Mother;
- The transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)
- All the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.



Date: 16th January, 2015
Place: Hyderabad

N. Akhila Reddy
Name of the Acquirer