



September 15, 2022

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051.
Symbol: RAINBOW

BSE Limited
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001.
Scrip Code: 543524

Sub: Proceedings of the 24th Annual General Meeting of the Company

Dear Sir/ Madam,

We wish to inform you that the 24th Annual General Meeting ("AGM") of the Company was held today i.e. Thursday, September 15, 2022 at 11.30 A.M. (IST) through Video Conference/Other Audio Visual Means in compliance with the provisions of Companies Act, 2013 & circulars issued by Ministry of Corporate Affairs.

The AGM concluded at 12:42 P.M. (IST).

In this regard, please find enclosed proceedings of the AGM as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to kindly take the same on record.

Thanking You,

Yours Faithfully,

For **Rainbow Children's Medicare Limited**

Ashish Kapil
Company Secretary and Compliance Officer

Encl.: As above.

Rainbow Children's Medicare Limited

Registered Office: 8-2-120/103/1, Survey No. 403, Road No. 2, Banjara Hills, Hyderabad, Telangana - 500034

Corporate Office: 8-2-19/1/a, Daulet Arcade, Karvy lane, Road No.11, Banjara Hills, Hyderabad, Telangana - 500034

Hyderabad: Banjara Hills - 040 22334455 | Secunderabad - 040 42462200 | Kondapur IP - 040 42462400 |
Kondapur OP - 040 42462100 | Hyder Nagar - 040 42462300 | L B Nagar - 040 71111333

Vijayawada: Currency Nagar - 0866 6669666 | Governorpet - 0866 6650250 | **Chennai:** Guindy - 044 40122444

Bengaluru: Marathahalli - 080 71112345 | Bannerghatta Road - 080 25512345 | Hebbal - 080 35061555

Delhi: Malviya Nagar - 011 66888866 | **Visakhapatnam:** Health City, Chinagadili - 0891 3501601 | Siripuram - 0891 3501555

**Summary of Proceedings of the 24th Annual General Meeting
of Rainbow Children's Medicare Limited ("Company")**

The 24th Annual General Meeting (AGM/ Meeting) of the Members of the Company was held on Thursday, September, 15, 2022 at 11:30 A.M. (IST) through Video Conferencing /Other Audio Visual Means ("VC/OAVM") in compliance with the provisions of Companies Act, 2013 and circulars issued by Ministry of Corporate Affairs in this behalf.

The meeting commenced at 11:30 A.M. (IST).

The following Directors & Key Managerial Personnel(s) were present:

<u>Name</u>	<u>Designation</u>	<u>Location</u>
Dr. Ramesh Kancharla	Chairman & Managing Director and Member of Corporate Social Responsibility Committee, Risk Management Committee and Stakeholders Relationship Committee.	Hyderabad, India
Dr. Dinesh Kumar Chirla	Whole-Time Director and Member of Corporate Social Responsibility Committee.	Hyderabad, India
Prof. Anil Dhawan	Independent Director, Chairman of Corporate Social Responsibility Committee and Member of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee.	Hurghada, Egypt
Mr. Santanu Mukherjee	Independent Director, Chairman of Audit Committee and Risk Management Committee and Member of the Nomination & Remuneration Committee and Corporate Social Responsibility Committee.	Hyderabad, India

Rainbow Children's Medicare Limited

Registered Office: 8-2-120/103/1, Survey No. 403, Road No. 2, Banjara Hills, Hyderabad, Telangana - 500034

Corporate Office: 8-2-19/1/a, Daulet Arcade, Karvy lane, Road No.11, Banjara Hills, Hyderabad, Telangana - 500034

Hyderabad: Banjara Hills - 040 22334455 | Secunderabad - 040 42462200 | Kondapur IP - 040 42462400 |
Kondapur OP - 040 42462100 | Hyder Nagar - 040 42462300 | L B Nagar - 040 71111333

Vijayawada: Currency Nagar - 0866 6669666 | Governorpet - 0866 6650250 | **Chennai:** Guindy - 044 40122444

Bengaluru: Marathahalli - 080 71112345 | Bannerghatta Road - 080 25512345 | Hebbal - 080 35061555

Delhi: Malviya Nagar - 011 66888866 | **Visakhapatnam:** Health City, Chinagadili - 0891 3501601 | Siripuram - 0891 3501555

Ms. Sundari R. Pisupati	Independent Director, Chairperson of Stakeholders Relationship Committee and Member of the Audit Committee, Nomination & Remuneration Committee and Corporate Social Responsibility Committee.	Hyderabad, India
Mr. R Gowrisankar	Chief Financial Officer and Member of Risk Management Committee.	Hyderabad, India
Mr. Ashish Kapil	Company Secretary and Compliance Officer	Hyderabad, India

The details of number of Members present in the meeting are as follows:

Category	Promoter and Promoter Group	Public	Total
In Person	Not Applicable	Not Applicable	-
Through Proxy / Authorised Representative	Not Applicable	Not Applicable	-
Video Conference	6	70	76

The moderator welcomed the Members to the 24th Annual General Meeting (AGM) of the Company and gave them the instructions for joining the meeting through video conference.

Thereafter Dr. Ramesh Kancharla, Chairman and Managing Director, Dr. Dinesh Kumar Chirla, Whole-time Director, Prof. Anil Dhawan, Mr. Santanu Mukherjee, Ms. Sundari R. Pisupati, Independent Directors, Mr. R. Gowrisankar, Chief Financial Officer and Mr. Ashish Kapil, Company Secretary and Compliance Officer introduced themselves to the Members.

Rainbow Children's Medicare Limited

Registered Office: 8-2-120/103/1, Survey No. 403, Road No. 2, Banjara Hills, Hyderabad, Telangana - 500034

Corporate Office: 8-2-19/1/a, Dault Arcade, Karvy lane, Road No.11, Banjara Hills, Hyderabad, Telangana - 500034

Hyderabad: Banjara Hills - 040 22334455 | Secunderabad - 040 42462200 | Kondapur IP - 040 42462400 | Kondapur OP - 040 42462100 | Hyder Nagar - 040 42462300 | L B Nagar - 040 71111333

Vijayawada: Currency Nagar - 0866 6669666 | Governorpet - 0866 6650250 | **Chennai:** Guindy - 044 40122444

Bengaluru: Marathahalli - 080 71112345 | Bannerghatta Road - 080 25512345 | Hebbal - 080 35061555

Delhi: Malviya Nagar - 011 66888866 | **Visakhapatnam:** Health City, Chinagadili - 0891 3501601 | Siripuram - 0891 3501555

Thereafter, the moderator confirmed the presence of the following:

Mr. Jhahanwijha Shyamsukha	Partner- M/s. B S R & Associates LLP, Chartered Accountants, Statutory Auditors of the Company.
Mr. Venu Madhav Namburu	Associate Director- M/s. B S R & Associates LLP, Chartered Accountants, Statutory Auditors of the Company.
Mr. K.V.S Subramanyam	Designated Partner, M/s. BS & Company, Company Secretaries LLP, Secretarial Auditor of the Company.
Ms. K.V.N. Lavanya	Sole Proprietor, M/s. Lavanya & Associates, Cost Accountants, Cost Auditors of the Company.

Thereafter, Mr. Ashish Kapil, Company Secretary and Compliance Officer, welcomed the Members who were participating in the Meeting through Video Conference and provided the general instructions to the members regarding participation in the AGM.

He further informed that the Statutory Registers under the Companies Act, 2013 along with the other documents as mentioned in the AGM Notice are available for inspection by the members and also confirmed the presence of quorum. Thereafter, he requested Dr. Ramesh Kancharla to chair the meeting.

Dr. Ramesh Kancharla, took the chair and welcomed the members and read out his speech.

The Chairman further informed that Mr. Aluri Srinivasa Rao, Independent Director and Chairman of Nomination & Remuneration Committee could not attend AGM due to pre-occupation and Mr. Santanu Mukherjee, Independent Director and Member of Nomination & Remuneration Committee shall represent him on behalf of the Committee.

The Chairman also informed that the Statutory Auditors' Report and Secretarial Auditor's Report for the Financial Year ended March 31, 2022 did not contain any qualifications, observations or comments on financial transactions or matters which had adverse effect on the functioning of the Company and therefore, were not required to be read at the AGM. The notice of the AGM was, then, taken as read as the same was already circulated to the Members.

The Chairman, then, took up the following items of business, as per the Notice of AGM:

Rainbow Children's Medicare Limited

Registered Office: 8-2-120/103/1, Survey No. 403, Road No. 2, Banjara Hills, Hyderabad, Telangana - 500034

Corporate Office: 8-2-19/1/a, Dault Arcade, Karvy lane, Road No.11, Banjara Hills, Hyderabad, Telangana - 500034

Hyderabad: Banjara Hills - 040 22334455 | Secunderabad - 040 42462200 | Kondapur IP - 040 42462400 |
Kondapur OP - 040 42462100 | Hyder Nagar - 040 42462300 | L B Nagar - 040 71111333

Vijayawada: Currency Nagar - 0866 6669666 | Governorpet - 0866 6650250 | **Chennai:** Guindy - 044 40122444

Bengaluru: Marathahalli - 080 71112345 | Bannerghatta Road - 080 25512345 | Hebbal - 080 35061555

Delhi: Malviya Nagar - 011 66888866 | **Visakhapatnam:** Health City, Chinagadili - 0891 3501601 | Siripuram - 0891 3501555

ORDINARY BUSINESS	
1.	To receive, consider and adopt the Audited Standalone Financial statements of the Company for the Financial Year ended March 31, 2022, the reports of the Auditors and Board of Directors thereon and the Audited Consolidated Financial statements of the Company for the Financial Year ended March 31, 2022 and the report of the Auditors thereon. (Ordinary Resolution)
2.	To declare dividend of ₹. 2/- per Equity Share for the Financial Year ended March 31, 2022. (Ordinary Resolution)
3.	*To appoint a Director in place of Dr. Ramesh Kancharla (DIN: 00212270), who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)
SPECIAL BUSINESS	
4	To ratify the remuneration payable to Cost Auditors for the Financial Year 2022-23. (Ordinary Resolution)
5	To cancel the unissued shares of one class (Preference Shares) and increase in shares of other class (Equity Shares) in the Authorized Capital of the Company and consequent amendment of Memorandum of Association of the Company. (Special Resolution)

*Since Item No. 3 relates to Dr. Ramesh Kancharla re-appointment for which he was considered interested, with the permission of the members present, the chairman entrusted the conduct of the proceedings for item No. 3 to Dr. Dinesh Kumar Chirla, Whole-Time Director of the Company. After proceedings of Item No.3 Dr. Ramesh Kancharla again resumed the chair for further proceedings.

Thereafter, Mr. Ashish Kapil, Company Secretary and Compliance Officer informed the Members that the Board of Directors engaged the services of National Securities of Depository Limited (NSDL) to provide e-voting facility.

He further informed that the Company had provided the remote e-voting facility to all the Members to cast their vote electronically on all the resolutions set forth in the notice of 24th AGM. The remote e-voting period commenced on Sunday, September 11, 2022 at 9:00 A.M and ended on Wednesday, September 14, 2022 at 5:00 P.M.

Rainbow Children's Medicare Limited

Registered Office: 8-2-120/103/1, Survey No. 403, Road No. 2, Banjara Hills, Hyderabad, Telangana - 500034

Corporate Office: 8-2-19/1/a, Daulet Arcade, Karvy lane, Road No.11, Banjara Hills, Hyderabad, Telangana - 500034

Hyderabad: Banjara Hills - 040 22334455 | Secunderabad - 040 42462200 | Kondapur IP - 040 42462400 | Kondapur OP - 040 42462100 | Hyder Nagar - 040 42462300 | L B Nagar - 040 71111333

Vijayawada: Currency Nagar - 0866 6669666 | Governorpet - 0866 6650250 | **Chennai:** Guindy - 044 40122444

Bengaluru: Marathahalli - 080 71112345 | Bannerghatta Road - 080 25512345 | Hebbal - 080 35061555

Delhi: Malviya Nagar - 011 66888866 | **Visakhapatnam:** Health City, Chinagadili - 0891 3501601 | Siripuram - 0891 3501555



It was further informed that the Members who had not cast their votes through remote e-voting can cast their votes during the meeting through the e-voting system provided by NSDL.

He also informed that the Board of Directors have appointed Mr. K.V.S Subramanyam, Designated Partner of M/s BS & Company Company Secretaries LLP, as Scrutinizer to scrutinize the remote e-voting and e-voting process during the AGM in a fair and transparent manner.

Thereafter the moderator opened the Question & Answer session for the Speaker Shareholders to ask their queries.

Thereafter, Members attending the AGM, who had pre-registered themselves as speakers were given an opportunity to ask questions/ express their views. These queries were duly responded by Dr. Ramesh Kancharla, Chairman and Managing Director and Mr. R Gowrisankar, Chief Financial Officer of the Company.

The Chairman then thanked the Members for attending the meeting and authorized Mr. Ashish Kapil, Company Secretary & Compliance Officer to conclude the meeting.

Thereafter, Mr. Ashish Kapil, Company Secretary & Compliance Officer informed the Members that the voting on the NSDL platform will continue to be available for the next 15 minutes. Members, if any, who had not cast their vote were requested to vote.

Mr. Ashish Kapil, Company Secretary & Compliance Officer, further informed that the results of e-voting conducted at the AGM, aggregated with the results of remote e-voting shall be announced on or before September 19, 2022 and also be made available on the website of the Company, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited and on the website of NSDL.

We request you to please take the same on record.

Thanking You,

For **Rainbow Children's Medicare Limited**

Ashish Kapil

Company Secretary and Compliance Officer

Rainbow Children's Medicare Limited

Registered Office: 8-2-120/103/1, Survey No. 403, Road No. 2, Banjara Hills, Hyderabad, Telangana - 500034

Corporate Office: 8-2-19/1/a, Daulet Arcade, Karvy lane, Road No.11, Banjara Hills, Hyderabad, Telangana - 500034

Hyderabad: Banjara Hills - 040 22334455 | Secunderabad - 040 42462200 | Kondapur IP - 040 42462400 |
Kondapur OP - 040 42462100 | Hyder Nagar - 040 42462300 | L B Nagar - 040 71111333

Vijayawada: Currency Nagar - 0866 6669666 | Governorpet - 0866 6650250 | **Chennai:** Guindy - 044 40122444

Bengaluru: Marathahalli - 080 71112345 | Bannerghatta Road - 080 25512345 | Hebbal - 080 35061555

Delhi: Malviya Nagar - 011 66888866 | **Visakhapatnam:** Health City, Chinagadili - 0891 3501601 | Siripuram - 0891 3501555