



July 1, 2023

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: Voting Results and Scrutinizer's Report of the 25th Annual General Meeting of the Company

Dear Sir/ Madam,

We wish to inform you that the 25th Annual General Meeting ("**AGM**") of the Company was held on Thursday, June 29, 2023 at 11.30 A.M. (IST) through Video Conference/ Other Audio Visual Means in compliance with the applicable provisions of the Companies Act, 2013 and the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

In this regard, please find enclosed the following documents:

- a) Voting results of remote e-voting and e-voting during AGM, in prescribed format as required under Regulation 44(3) of Listing Regulations, as **Annexure – 1**; and
- b) Scrutinizer's Report dated July 1, 2023 of remote e-voting and e-voting during AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as **Annexure – 2**.

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

Rainbow Children's Medicare Limited
Voting Results of 25th Annual General Meeting

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of AGM/ EGM	June 29, 2023
Total number of shareholders on record date	75403
No. of shareholders present in the meeting either in person or through Proxy:	
a) Promoters and Promoter Group:	Not Applicable
b) Public:	
No. of shareholders attended the meeting through Video Conferencing:	
a) Promoters and Promoter Group:	5
b) Public:	49

Resolution No: 1

To receive, consider and adopt the Audited Standalone Financial statements of the Company for the Financial Year ended March 31, 2023, 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, 2023 and the report of the Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of voting	No. of shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of votes in 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
Promoter and Promoter Group	E-Voting	5,05,77,596	5,05,77,596	100	5,05,77,596	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5,05,77,596	5,05,77,596	100	5,05,77,596	0	100	0
Public Institutions	E-Voting	3,60,55,699	2,66,83,151	74.0054	2,66,83,151	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,60,55,699	2,66,83,151	74.0054	2,66,83,151	0	100	0
Public-Non Institutions	E-Voting	1,48,68,392	53,07,800	35.6985	53,07,798	2	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1,48,68,392	53,07,800	35.6985	53,07,798	2	100	0
Total		10,15,01,687	8,25,68,547	81.3470	8,25,68,545	2	100	0

Resolution No: 2**To declare dividend of ₹ 3/- per Equity Share for the Financial Year ended March 31, 2023.**

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of voting	No. of shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of votes in 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
Promoter and Promoter Group	E-Voting	5,05,77,596	5,05,77,596	100	5,05,77,596	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5,05,77,596	5,05,77,596	100	5,05,77,596	0	100	0
Public Institutions	E-Voting	3,60,55,699	2,67,13,776	74.0903	2,67,13,776	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,60,55,699	2,67,13,776	74.0903	2,67,13,776	0	100	0
Public-Non Institutions	E-Voting	1,48,68,392	53,07,827	35.6987	53,07,798	29	99.9995	0.0005
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1,48,68,392	53,07,827	35.6987	53,07,798	29	99.9995	0.0005
Total		10,15,01,687	8,25,99,199	81.3772	8,25,99,170	29	100	0

Resolution No: 3

To appoint a Director in place of Dr. Dinesh Kumar Chirla (DIN: 01395841), who retires by rotation and being eligible offers himself for re-appointment.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of voting	No. of shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of votes in 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
Promoter and Promoter Group	E-Voting	5,05,77,596	5,05,77,596	100	5,05,77,596	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5,05,77,596	5,05,77,596	100	5,05,77,596	0	100
Public Institutions	E-Voting	3,60,55,699	2,67,13,776	74.0903	2,67,13,776	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3,60,55,699	2,67,13,776	74.0903	2,67,13,776	0	100
Public-Non Institutions	E-Voting	1,48,68,392	53,07,822	35.6987	53,07,072	750	99.9859	0.0141
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1,48,68,392	53,07,822	35.6987	53,07,072	750	99.9859
Total		10,15,01,687	8,25,99,194	81.3772	8,25,98,444	750	99.9991	0.0009

Resolution No: 4

To appoint M/s. S.R. Batliboi & Associates LLP (Firm Registration No. 101049W/ E300004), Chartered Accountants, as Statutory Auditors for a term of 5 (five) consecutive years and to fix their remuneration.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of voting	No. of shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of votes in 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
Promoter and Promoter Group	E-Voting	5,05,77,596	5,05,77,596	100	5,05,77,596	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5,05,77,596	5,05,77,596	100	5,05,77,596	0	100
Public Institutions	E-Voting	3,60,55,699	2,67,13,776	74.0903	2,46,89,745	20,24,031	92.4233	7.5767
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3,60,55,699	2,67,13,776	74.0903	2,46,89,745	20,24,031	92.4233
Public-Non Institutions	E-Voting	1,48,68,392	53,07,827	35.6987	53,07,322	505	99.9905	0.0095
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1,48,68,392	53,07,827	35.6987	53,07,322	505	99.9905
Total		10,15,01,687	8,25,99,199	81.3772	8,05,74,663	20,24,536	97.5490	2.4510

Resolution No: 5

To re-appoint Dr. Anil Dhawan (DIN: 08191702), as an Independent Director of the Company for a term of 5 (Five) years commencing from August 30, 2023.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of voting	No. of shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of votes in 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
Promoter and Promoter Group	E-Voting	5,05,77,596	5,05,77,596	100	5,05,77,596	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5,05,77,596	5,05,77,596	100	5,05,77,596	0	100
Public Institutions	E-Voting	3,60,55,699	2,67,13,776	74.0903	2,46,11,135	21,02,641	92.1290	7.8710
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3,60,55,699	2,67,13,776	74.0903	2,46,11,135	21,02,641	92.1290
Public-Non Institutions	E-Voting	1,48,68,392	53,07,725	35.6980	53,06,919	806	99.9848	0.0152
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1,48,68,392	53,07,725	35.6980	53,06,919	806	99.9848
Total		10,15,01,687	8,25,99,097	81.3771	8,04,95,650	21,03,447	97.4534	2.5466

Resolution No: 6**To ratify the remuneration payable to Cost Auditors for the Financial Year 2023-24.**

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of voting	No. of shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of votes in 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
Promoter and Promoter Group	E-Voting	5,05,77,596	5,05,77,596	100	5,05,77,596	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5,05,77,596	5,05,77,596	100	5,05,77,596	0	100	0
Public Institutions	E-Voting	3,60,55,699	2,67,13,776	74.0903	2,67,13,776	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3,60,55,699	2,67,13,776	74.0903	2,67,13,776	0	100	0
Public-Non Institutions	E-Voting	1,48,68,392	53,07,800	35.6985	53,07,470	330	99.9938	0.0062
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1,48,68,392	53,07,800	35.6985	53,07,470	330	99.9938	0.0062
Total		10,15,01,687	8,25,99,172	81.3771	8,25,98,842	330	99.9996	0.0004

Management Responsibility:

The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 read with rules, circular and notifications thereof and the SEBI (Listing Obligations Disclosure Requirements) Regulations 2015, relating to remote e-voting and e-voting during the AGM on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring secured framework and robustness of the electronic voting systems.

Scrutinizers Responsibility:

My responsibility as a scrutinizer for the remote e-voting process and e-voting during the AGM is restricted to scrutinize the said processes and submit a Scrutinizer's report of the votes, cast "in favour" or "against" the resolutions and "invalid" votes, based on the reports generated from the e-voting process system provided by NSDL, the authorized agency engaged by the Company to provide facilities for remote e-voting and e-voting during the AGM.

Further to the above, we submit our report as under.

1. The shareholders of the Company holding shares as on the "cut-off" date i.e., Thursday, June 22, 2023, were entitled to vote on the resolutions as contained in the Notice of the 25th AGM of the Company and their voting rights of Members were in proportion to their shareholding of the paid-up equity share capital of the Company as on the cut-off date.
2. The remote e-voting period commenced on Sunday, June 25, 2023 at 9:00 A.M. and ended on Wednesday, June 28, 2023 at 5:00 P.M. and the NSDL e-voting platform was disabled thereafter.
3. The facility for e-voting was provided at the 25th AGM held on Thursday, June 29, 2023, for those members who attended the meeting but had not voted through remote e-voting facility. After the time fixed for closing of the e-voting by the Company, the electronic system recording for the e-voting (e-votes) were locked.
4. After completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked in the presence of two witnesses, who are not in the employment of the Company.
5. Further, I have scrutinized and reviewed the e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The consolidated summary of results of remote e- voting and e-voting at the AGM is annexed herewith as **Annexure**.



Restrictions on Use

This report has been issued at the request of the Company for **(i)** submission to BSE Limited, **(ii)** submission to National Stock Exchange of India Limited **(iii)** Placing on the website of the Company and **(iv)** Placing on the website of the NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

For M/s. BS & Company Company Secretaries LLP



CS. K.V.S. Subramanyam

Designated Partner

M. No: F5400

CP. No: 4815

UDIN: F005400E000530441



Place: Hyderabad

Date:01.07.2023

Annexure

Resolution No.1- Ordinary Resolution:

To receive, consider and adopt the Audited Standalone Financial statements of the Company for the Financial Year ended March 31, 2023, 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, 2023 and the report of the Auditors thereon.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total Number of Members of who voted	Number of Shares for which votes cast	Percentage of Votes to total number of valid votes cast
Voted in favor of the resolution	407	82558543	7	10,002	414	82568545	100
Voted in against of the resolution	1	2	0	0	1	2	0
Invalid Votes	0	0	0	0	0	0	0

Resolution No.2- Ordinary Resolution:

To declare dividend of ₹ 3/- per Equity Share for the Financial Year ended March 31, 2023.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total Number of Members of who voted	Number of Shares for which votes cast	Percentage of Votes to total number of valid votes cast
Voted in favor of the resolution	408	82589168	7	10002	415	82599170	100
Voted in against of the resolution	2	29	0	0	2	29	0
Invalid Votes	0	0	0	0	0	0	0



Resolution No.3- Ordinary Resolution:

To appoint a Director in place of Dr. Dinesh Kumar Chirla (DIN: 01395841), who retires by rotation and being eligible offers himself for re-appointment.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total Number of Members of who voted	Number of Shares for which votes cast	Percentage of Votes to total number of valid votes cast
Voted in favor of the resolution	401	82588442	7	10002	408	82598444	99.9991
Voted in against of the resolution	8	750	0	0	8	750	0.0009
Invalid Votes	0	0	0	0	0	0	0

Resolution No.4- Ordinary Resolution:

To Appoint M/s. S.R. Batliboi & Associates LLP (Firm Registration No. 101049W/E300004), Chartered Accountants, as Statutory Auditors for a term of 5 (five) consecutive years and to fix their remuneration.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total Number of Members of who voted	Number of Shares for which votes cast	Percentage of Votes to total number of valid votes cast
Voted in favor of the resolution	402	80564661	7	10002	409	80574663	97.5490
Voted in against of the resolution	8	2024536	0	0	8	2024536	2.4510
Invalid Votes	0	0	0	0	0	0	0



Resolution No.5- Special Resolution

To re-appoint Dr. Anil Dhawan (DIN: 08191702), as an Independent Director of the Company for a term of 5 (Five) years commencing from August 30, 2023.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total Number of Members of who voted	Number of Shares for which votes cast	Percentage of Votes to total number of valid votes cast
Voted in favor of the resolution	391	80485648	7	10002	398	80495650	97.4534
Voted in against of the resolution	16	2103447	0	0	16	2103447	2.5466
Invalid Votes	0	0	0	0	0	0	0

Resolution No.6- Ordinary Resolution

To Ratify the remuneration payable to Cost Auditors for the Financial Year 2023-24.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total Number of Members of who voted	Number of Shares for which votes cast	Percentage of Votes to total number of valid votes cast
Voted in favor of the resolution	403	82588840	7	10002	410	82598842	99.9996
Voted in against of the resolution	6	330	0	0	6	330	0.0004
Invalid Votes	0	0	0	0	0	0	0



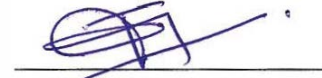
To conclude we report that all the Resolutions set forth in the Notice dated May 14, 2023 has been passed by the Members of the Company with requisite majority.

The electronic data and all other relevant records relating to remote e-voting and e-voting during the AGM will remain in our custody until the Chairman considers, approves and signs the minutes of the 25th Annual General Meeting and the same shall be handed over thereafter to the Chairman for safe keeping.

We the undersigned, havenessed that the votes cast through remote e-voting and e-voting during the AGM were unblocked from NSDL's e-voting website in our presence at 12.56 Noon on Thursday, June 29, 2023.



(Name: Srikanth)



(Name: Tirupathi)

For M/s. BS & Company Company Secretaries LLP



CS. K.V.S. Subramanyam
Designated Partner
M. No: F5400
CP.No:4815
UDIN: F005400E000530441



Date: 01.07.2023
Place: Hyderabad

Countersigned by:

For Rainbow Children's Medicare Limited

Dr. Ramesh Kancharla
Chairman & Managing Director