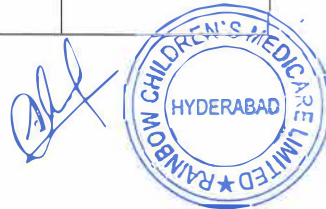


**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1. Name of Listed Entity: **Rainbow Children's Medicare Limited**
2. Quarter ending: **December 31, 2023**

<b>I. Composition of Board of Directors</b>												
Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Initial date of Appointment	Date of Re-appointment	Date of Cessation	Tenure (In Months)*	Date of Birth	No. of Directorship in listed entities including this listed entity  [in Reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity  [in reference to Regulation 17A(1)]	Number of Memberships in Audit/ Stakeholder Committee(s) including this listed entity  [Refer Regulation 26(1) of Listing Regulations]	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  [Refer Regulation 26(1) of Listing Regulations]
Mr.	Ramesh Kancharla	DIN - 00212270	Executive Director, Chairperson & Managing Director	07-08-1998	11-08-2021	-	-	23-06-1961	1	0	2	0
Mr.	Ch Dinesh Kumar	DIN – 01395841	Executive Director	14-12-2005	11-08-2021	-	-	19-12-1969	1	0	0	0
Mr.	Anil Dhawan	DIN- 08191702	Independent Director	30-08-2018	30-08-2023	-	64.02	07-11-1961	1	1	2	0
Mr.	Aluri Srinivasa Rao**	DIN – 00147058	Independent Director	15-03-2019	-	-	57.17	13-02-1965	1	1	2	0



Ms.	Sundari R Pisupati	DIN – 01908852	Independent Director	16-09-2021	16-09-2021	-	27.15	06-05-1971	1	1	4	1
Mr.	Santanu Mukherjee	DIN – 07716452	Independent Director	22-10-2021	22-10-2021	-	26.10	29-12-1956	6	6	9	4

Whether Regular chairperson appointed: **YES**

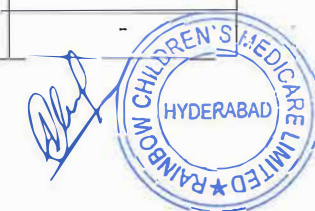
Whether Chairperson is related to Managing Director or CEO: **YES**

\* Tenure of Independent Directors has been counted from his/her initial date of appointment till December 31, 2023

\*\* The Shareholders of the Company, through Postal Ballot on December 23, 2023, approved the re-appointment of Mr. Aluri Srinivasa Rao as an Independent Director of the Company for a period of 5 (Five) years commencing from March 15, 2024.

## II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment#	Date of Cessation
1. Audit Committee	Yes	1. Mr. Santanu Mukherjee	Chairperson - Independent Director	22-10-2021	-
		2. Dr. Anil Dhawan	Member - Independent Director	22-10-2021	-
		3. Mr. Aluri Srinivasa Rao	Member - Independent Director	22-10-2021	-
		4. Ms. Sundari R Pisupati	Member - Independent Director	22-10-2021	-
2. Nomination & Remuneration Committee	Yes	1. Mr. Aluri Srinivasa Rao	Chairperson - Independent Director	12-12-2019	-
		2. Dr. Anil Dhawan	Member - Independent Director	16-11-2018	-
		3. Ms. Sundari R Pisupati	Member - Independent Director	16-09-2021	-
		4. Mr. Santanu Mukherjee	Member - Independent Director	22-10-2021	-
3. Risk Management Committee	Yes	1. Mr. Santanu Mukherjee	Chairperson - Independent Director	22-10-2021	-
		2. Dr. Ramesh Kancharla	Member - Executive Director, Managing Director	02-03-2016	-
		3. Mr. Aluri Srinivasa Rao	Member - Independent Director	12-12-2019	-

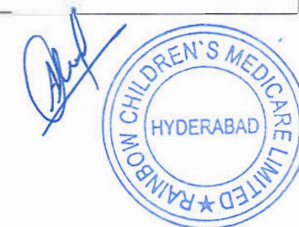


		4. Mr. Sanjeev Sukumaran	Member – Chief Operating Officer	15-04-2023	-
		5. Mr. Vikas Maheshwari	Member – Chief Financial Officer	01-06-2023	-
4. Stakeholders Relationship Committee	Yes	1. Ms. Sundari R Pisupati	Chairperson - Independent Director	22-10-2021	-
		2. Dr. Ramesh Kancharla	Member - Executive Director, Managing Director	22-10-2021	
		3. Dr. Anil Dhawan	Member - Independent Director	22-10-2021	-
		4. Mr. Aluri Srinivasa Rao	Member - Independent Director	22-10-2021	-
5. CSR & ESG Committee##	Yes	1. Dr. Anil Dhawan	Chairperson - Independent Director	16-11-2018	-
		2. Dr. Ramesh Kancharla	Member - Executive Director, Managing Director	19-03-2014	
		3. Dr. Ch Dinesh Kumar	Member - Executive Director	22-10-2021	-
		4. Ms. Sundari R Pisupati	Member - Independent Director	22-10-2021	-
		5. Mr. Santanu Mukherjee	Member - Independent Director	22-10-2021	-

# Date of appointment is mentioned as initial date of appointment of Directors in respective committees.

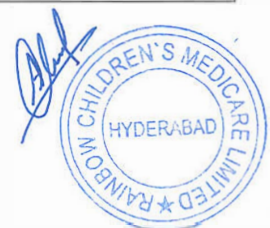
## The name of the committee has changed from "Corporate Social Responsibility Committee" to "CSR & ESG Committee" w.e.f October 30, 2023.

III. Meeting of Board of Directors						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Total Number of Directors as on date of the Meeting	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive (in number of days)
August 7, 2023	-	Yes	6	6	4	-
-	October 30, 2023	Yes	6	6	4	83 Days



IV. Meetings of Committees							
Date(s) of meeting of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Total Number of Directors as on date of the Meeting	Number of Directors present	Number of Independent Directors present	Number of Members attending the meeting (other than Board of Directors)	Maximum gap between any two consecutive meetings in number of days
<b>Audit Committee</b>							
August 7, 2023	-	Yes	4	4	4	0	-
-	October 30, 2023	Yes	4	4	4	0	83 Days
<b>Nomination and Remuneration Committee</b>							
August 7, 2023	-	Yes	4	4	4	0	-
-	October 30, 2023	Yes	4	4	4	0	83 Days
<b>Risk Management Committee</b>							
September 14, 2023	-	Yes	3	2	1	2	-
<b>Stakeholders Relationship Committee</b>							
-	October 30, 2023	Yes	4	4	3	-	-
<b>CSR &amp; ESG Committee</b>							
-	October 30, 2023	Yes	5	5	3	0	-

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes



**VI. Details of Cyber Security incidence:**

Whether as per Regulation 27(2) (ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter:	No
Date of Event	Brief details of the event
N.A	N.A

**VII. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:
  - a. Audit Committee
  - b. Nomination and Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk Management Committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. ~~This report and~~ or The report submitted in the previous quarter has been placed before Board of Directors.

For **Rainbow Children's Medicare Limited**



**Ashish Kapil**

**Company Secretary and Compliance Officer**



**Date:** January 18, 2024

**Place:** Hyderabad