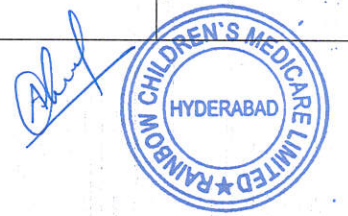


**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1. Name of Listed Entity: **Rainbow Children's Medicare Limited**
2. Quarter ending: **September 30, 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	-	61.02	07-11-1961	1	1	2	0
Mr.	Aluri Srinivasa Rao	DIN – 00147058	Independent Director	15-03-2019	15-03-2019	-	54.17	13-02-1965	1	1	2	0



Ms.	Sundari R Pisupati	DIN – 01908852	Independent Director	16-09-2021	16-09-2021	-	24.15	06-05-1971	1	1	4	1
Mr.	Santanu Mukherjee	DIN – 07716452	Independent Director	22-10-2021	22-10-2021	-	23.10	29-12-1956	6	6	8	3

Whether Regular chairperson appointed: **YES**

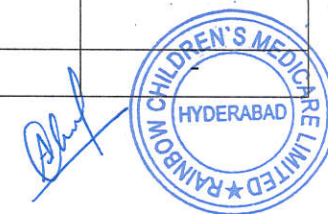
Whether Chairperson is related to Managing Director or CEO: **YES**

\* Tenure of Independent Directors has been counted from his/her initial date of appointment till September 30, 2023

\*\* The Shareholders of the Company in the 25<sup>th</sup> AGM held on June 29, 2023, approved the re-appointment of Dr. Anil Dhawan as Independent Director of the Company for a period of 5 (Five) years commencing from August 30, 2023

## II. Composition of Committees

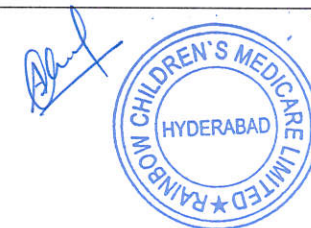
Name of Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment#	Date of Cessation
1. Audit Committee	Yes	1. Mr. Santanu Mukherjee	Chairperson - Independent Director	22-10-2021	-
		2. Dr. Anil Dhawan	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. Corporate Social Responsibility 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	-

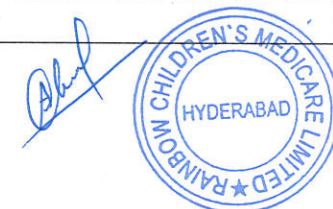
# Date of appointment is mentioned as initial date of appointment of Directors in respective committees.

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)
April 15, 2023	-	Yes	6	6	4	-
May 14, 2023	-	Yes	6	5	3	28 Days
May 31, 2023	-	Yes	6	6	4	16 Days
-	August 7, 2023	Yes	6	6	4	67 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>							
April 15, 2023	-	Yes	4	4	4	0	-
May 14, 2023	-	Yes	4	3	3	0	28 Days
May 31, 2023	-	Yes	4	4	4	0	16 Days
-	August 7, 2023	Yes	4	4	4	0	67 Days
<b>Nomination and Remuneration Committee</b>							
April 15, 2023	-	Yes	4	4	4	0	-
May 14, 2023	-	Yes	4	3	3	0	28 Days
May 31, 2023	-	Yes	4	4	4	0	16 Days
-	August 7, 2023	Yes	4	4	4	0	67 Days
<b>Risk Management Committee</b>							
-	September 14, 2023	Yes	3	2	1	2	-
<b>Corporate Social Responsibility Committee</b>							
May 14, 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:** October 18, 2023

**Place:** Hyderabad

**Additional Information to be submitted by listed entity at the end of 6 months from the close of Financial Year**

<b>Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes
Disclosure of the Secretarial Audit report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with Para C of Schedule V	Yes
<b>For Rainbow Children's Medicare Limited</b>		
 <b>Ashish Kapil</b> <b>Company Secretary and Compliance Officer</b>		
<b>Date: October 18, 2023</b>		
<b>Place: Hyderabad</b>		

**Additional Information to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year**

**Half year ending - September 30, 2023**

**I. Disclosure of Loans/ guarantees/ comfort letters / securities etc.** refer note below

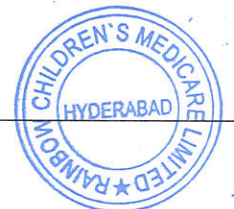
**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:**

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL

**(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of Issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

*Vinod Meethuwan .*



(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

**II. Affirmations:**

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

For **Rainbow Children's Medicare Limited**

  
**Vikas Maheshwari**  
Chief Financial Officer



**Date:** October 18, 2023

**Place:** Hyderabad

**Note:**

- These disclosures shall exclude any loan (or other form of debt), guarantee or comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
  - by a government company to/ for the Government or government company
  - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
  - by a banking company or an insurance company; and
  - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.