



Rainbow Foundations Ltd.

29<sup>th</sup> June, 2021

To  
The Manager (Corporate Compliances)  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalai Street, Mumbai – 400001.

**SCRIP CODE: 531694**

**SUB: Compliance under Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

In terms of Regulation 24(A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith, Secretarial Compliance Report duly issued by JM & Associates., Company Secretaries, for the financial year ended 31<sup>st</sup> March, 2021.

The above is for your information and record, please.

Yours faithfully,

**For RAINBOW FOUNDATIONS LIMITED**



**GAJRAJ JAIN**

Joint Managing Director  
DIN: 01182117



Encl: As above





***Secretarial compliance report of Rainbow Foundations Limited  
for the year ended 31<sup>st</sup> March, 2021***

We have examined:

- a) all the documents and records made available to us and explanation provided by ***Rainbow Foundations Limited*** (“the listed entity”);
- b) the filings/ submissions made by the listed entity to the stock exchanges;
- c) website of the listed entity; and
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification.

For the year ended 31<sup>st</sup> March, 2021 (“Review Period”) in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, as applicable have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; *(There were no events requiring compliances during the Review Period)*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *(There were no events requiring compliances during the Review Period)*
- (e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(There were no events requiring compliances during the Review Period)*

**JM & Associates**

Company Secretaries

No.18, 3rd Floor, RMS Apartment, 12, Gopalakrishna Street, Pondy Bazaar, T. Nagar, Chennai - 600 017, INDIA.

Ph : 044 - 2815 2673, 2815 2674, 4859 4676 E-mail : mail@saspartners.com



- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018  
*(There were no events requiring compliances during the Review Period)*
- (i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; *(There were no events requiring compliances during the Review Period)*
- (j) And circulars/guidelines issued thereunder

and based on the above examination, I hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above applicable Regulations and circulars/ guidelines issued there under, except in respect of matters specified below:-

<b>Sr. No</b>	<b>Compliance Requirement (Regulations/circulars/guidelines including specific clause)</b>	<b>Deviations</b>	<b>Observations/Remarks of the Practicing Company Secretary</b>
<b>1</b>	Regulation 7(1)(b) of the SEBI (Prohibition of Insider Trading) Regulations, 2015;	Non- Disclosure of initial disclosure upon becoming the member of the promoter group	Non-filing of disclosure upon becoming the member of the promoter group with the Stock Exchange within the timeline prescribed under the said regulation.  However, as on date the Disclosure has been filed with Stock Exchange

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder so far as it appears from my examination of those records.

**JM & Associates**

Company Secretaries

No.18, 3rd Floor, RMS Apartment, 12, Gopalakrishna Street, Pondy Bazaar, T. Nagar, Chennai - 600 017, INDIA.

Ph : 044 - 2815 2673, 2815 2674, 4859 4676 E-mail : mail@saspartners.com



- c) There were no actions taken against the listed entity/ its promoters/ directors either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under in so far as it appears from my examination of those records.
- d) The reporting of actions by the listed entity to comply with the observations made in previous reports does not arise during the Review Period.

For JM & Associates  
Company Secretaries

Date: 29.06.2021  
Place: Chennai

SOY JOSEPH

Digitally signed by SOY JOSEPH  
DN: cn=soy joseph, postalCode=600025, st=TN, cn=soy joseph, o=JM & Associates, email=soy.joseph@jmasociates.com, c=IN  
c=IN, o=JM & Associates, email=soy.joseph@jmasociates.com, cn=soy joseph

Soy Joseph  
Partner

(ACS-13852, COP-5612)

UDIN: A013852C000534801

*Note: Due to this challenging time of 2<sup>nd</sup> wave of COVID 19 pandemic which resulted in many restrictions, including free movement of people. Therefore, we were not able to personally visit the office of the listed entity for verification of physical documents and have obtained most of the documents in electronic mode.*