



Rainbow Foundations Ltd.

30th September, 2022

To,
The Manager (Corporate Compliances)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Scrip Code: 531694

Dear Sir,

Sub: Summary of proceedings of the 28th Annual General Meeting held on 30th September, 2022

Pursuant to Regulation 30 read with the part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing a copy of the proceedings of the 28th Annual General meeting ('AGM') of the Company held on Friday, 30th September, 2022 at 10.15 AM through video conference and other audio-visual means

Kindly accept the copy of proceedings for your reference and record.

Thanking you,

Yours faithfully,

For **RAINBOW FOUNDATIONS LIMITED**

GAJRAJ JAIN
JOINT MANAGING DIRECTOR
DIN: 01182117



Encl: Proceedings of the Meeting



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Summary of the Proceedings of the 28th Annual General Meeting held on 30th September, 2022.

The 28th Annual General Meeting of the members of M/s. Rainbow Foundations Limited (the Company) was held on Friday, 30th September, 2022 at 10.22 A.M. through video conference and other audio-visual means (VC). The meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA) and circulars issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The meeting commenced at 10.22 A.M. and concluded at 11.05 A.M

Mr. Gajraj Jain, Managing Director of the Company was elected as the Chairman of the meeting. The Chairman informed that this annual general meeting is being held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman welcomed the shareholders, auditors and other invitees joining over VC and delivered his speech. The Chairman informed that the Company had provided members the facility to cast their vote electronically, on all resolutions set forth in the Notice. AGM Notice, statutory auditors' report, secretarial audit report and other relevant documents thereto for the financial year 2021-22 as circulated to members were taken as read.

The following items of business, as per the Notice of AGM dated 05th September, 2022, were transacted at the meeting. Shareholders were provided a facility to ask questions or express their views through VC and audio on the aforesaid resolutions. Clarifications were provided to the queries raised by the members. The resolutions were passed with the requisite majority.

Item No.	Details of Agenda	Resolution Required
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31 st March, 2022 and the reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To appoint a Director in place of Mr. Navin Jain (DIN: 02213825), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3.	To re-appoint M/s. GASM DANSR and Co. Chartered Accountants, as the Statutory Auditors of the Company	Ordinary
4.	To increase the borrowing powers under Section 180(1)(c) of the Companies Act, 2013 up to Rs.1000 Crores;	Special

5.	Creation of charges, mortgages, hypothecation on the immovable and movable properties of the Company under Section 180(1)(a) of the Companies Act, 2013	Special
6	Approval for Amendment to the Articles of Association of the Company	Special
7	Private Placement of Non-Convertible Debentures amounting to INR 175 Crores.	Special
8	To approve conversion of loan into equity or other capital of the Company in case of Event of Default and in this regard,	Special

The facility of voting on all the above resolutions was provided through remote e-voting (prior to the AGM) and electronic voting i.e e-voting (at the AGM venue).

The Board of Directors has appointed Mr. Soy Joseph, Company Secretary (Membership No. 13852) Partner, M/s. JM & Associates, Practicing Company Secretaries as a Scrutinizer to supervise and scrutinize the e-voting process.

The voting results on the above resolutions will be declared and communicated to the Stock Exchange subsequent to receipt of Scrutinizers' Report. The same shall also be placed on the Company's website and also on the website of CDSL (being the agency from which e-voting facility had been availed).

Kindly take the above on record and oblige.

Thanking you.

For **RAINBOW FOUNDATIONS LIMITED**

GAJRAJ JAIN
JOINT MANAGING DIRECTOR
DIN: 01182117

