

Date: 30.09.2024.

To, THE LISTING DEPARTMENT, BSE LIMITED. P.J. Towers, Dalal Street, Fort, Mumbai - 400001.

BSE SCRIP CODE: 531694

Dear Sir/Madam,

SUB: Details regarding voting results of the Annual General Meeting as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Pursuant to Regulation of 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we herewith submit the Voting results along with the Consolidated Scrutinizer's Report, in respect of business considered at the 30th Annual General Meeting of the company held on Monday, 30th September 2024 through video conference and other audiovisual means.

We request you to take the said information on record and acknowledge the receipt.

Thanking You,

For RAINBOW FOUNDATIONS LIMITED

Bilal

Digitally signed by Bilal Mohammadali I

Mohammadali I Date: 2024.09.30 17:45:42

IKKAPADATH BILAL MOHAMMADALI **COMPANY SECRETARY & COMPLIANCE OFFICER**

ACS: 65109





No.4, Thanikachalam Road, T.Nagar, Chennai - 600 017 | Phone : 044 2434 4647, 2435 4647

GSTIN: 33AAACR3089B1ZR | CIN No.: L55101TN1994PLC027739 Email: rainbowfoundations@gmail.com | www.rainbowfoundations.in

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Import XML

General information about company						
Scrip code	531694					
NSE Symbol						
MSEI Symbol						
ISIN	INE230F01014					
Name of the company	RAINBOW FOUNDATIONS LIMIT					
Type of meeting	AGM					
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2024					
Start time of the meeting	10:30 AM					
End time of the meeting	10:55 AM					

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Scrutinizer Details								
Name of the Scrutinizer	ABISHEK JAIN							
Firms Name	ASJ AND ASSOCIATES							
Qualification	CS							
Membership Number	10925							
Date of Board Meeting in which appointed	04-09-2024							
Date of Issuance of Report to the company	30-09-2024							

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Voting results						
Record date	23-09-2024					
Total number of shareholders on record date	4797					
No. of shareholders present in the meeting either in person or through pro-	ку					
a) Promoters and Promoter group	0					
b) Public	0					
No. of shareholders attended the meeting through video conferencing						
a) Promoters and Promoter group	10					
b) Public	35					
No. of resolution passed in the meeting	7					
Disclosure of notes on voting results	Add Notes					

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	Resolution (1)								
				Diution (1)					
	Resolution required: (Ordinary / Special)				Ordinary				
Whether	promoter/promoter group are i	nterested in the age	nda/resolution?			No			
Description of resolution considered				onsider and adopt th ed on 31st March 20					
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 – 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	
	E-Voting		14691929	71.3830	14691929	0	100.0000	0.0000	
Promoter and	Poll	20581832							
Promoter Group	Postal Ballot (if applicable)								
	Total	20581832	14691929	71.3830	14691929	0	100.0000	0.0000	
	E-Voting								
	Poll								
Institutions	Postal Ballot (if applicable)								
	Total								
	E-Voting		4263618	14.6839	4263563	55	99.9987	0.0013	
Public- Non	Poll	29036068							
Institutions	Postal Ballot (if applicable)								
	Total	29036068	4263618	14.6839	4263563	55	99.9987	0.0013	
Tievel .	Total 49617900 18955547 38.2030 18955492 55						99.9997	0.0003	
	Whether resolution is Pass or Not.						Y	es	
	Disclosure of notes on resolution					Add N	otes		

Details of Invalid Votes						
Category No. of Votes						
Promoter and Promoter Group						
Public Insitutions						
Public - Non Insitutions						

	Resolution (2)								
	Resolution required: (Ordinary / Special)				Ordinary				
Whether	promoter/promoter group are i	nterested in the age	nda/resolution?			Yes			
		Description of resolu	ition considered	To Appoint a Dire	ector in place of Mr. being eligible,	Navin Jain (DIN: 02 offers himself for Re	**	s by rotation and	
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 – 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	
	E-Voting		14691929	71.3830	14691929	0	100.0000	0.0000	
Promoter and	Poll	20581832							
Promoter Group	Postal Ballot (if applicable)								
	Total	20581832	14691929	71.3830	14691929	0	100.0000	0.0000	
	E-Voting								
	Poll								
Institutions	Postal Ballot (if applicable)								
	Total								
	E-Voting		4263618	14.6839	4263563	55	99.9987	0.0013	
Public- Non	Poll	29036068							
Institutions	Postal Ballot (if applicable)								
	Total	29036068	4263618	14.6839	4263563	55	99.9987	0.0013	
de al	Total 49617900 18955547 38.2030 18955492 55						99.9997	0.0003	
	Whether resolution is Pass or Not.						Y	es	
	Disclosure of notes on resolution						Add N	otes	

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Details of Invalid Votes						
Category No. of Vote						
Promoter and Promoter Group						
Public Insitutions						
Public - Non Insitutions						

	Resolution (3)								
	Resolution required: (Ordinary / Special)				Special				
Whether	Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Description of resolution considered			Re-Appointment and Payment of Remuneration to Mr. Anop Chand Jain (DIN: -02215110) as the Managing Director of the Company.						
Category	Category Mode of voting No. of shares held Polled			% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
	(1)			(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		14691929	71.3830	14691929	0	100.0000	0.0000	
Promoter and	Poll	20581832							
Promoter Group	Postal Ballot (if applicable)								
	Total	20581832	14691929	71.3830	14691929	0	100.0000	0.0000	
	E-Voting								
Public-	Poll								
Institutions	Postal Ballot (if applicable)								
	Total								
	E-Voting		4263618	14.6839	4239063	24555	99.4241	0.5759	
Public- Non		29036068							
Institutions	Postal Ballot (if applicable)								
	Total	29036068	4263618	14.6839	4239063	24555	99.4241	0.5759	
10.01	Total 49617900 18955547 38.2030 18930992 24555						99.8705	0.1295	
	Whether resolution is Pass or Not.					Y	es		
	Disclosure of notes on resolution					Add N	otes		

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group						
Public Insitutions						
Public - Non Insitutions						

	Resolution (4)								
	Resolution required: (Ordinary / Special)				Special				
Whether	Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Description of resolution considered			Re-Appointmer	nt and Payment of Re Managir	emuneration to Mr.		182117) as the		
Category	Category Mode of voting No. of shares held Polled			% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
	1	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		14691929	71.3830	14691929	0	100.0000	0.0000	
Promoter and	Poll	20581832							
Promoter Group	Postal Ballot (if applicable)								
	Total	20581832	14691929	71.3830	14691929	0	100.0000	0.0000	
	E-Voting								
Public-	Poll								
Institutions	Postal Ballot (if applicable)								
	Total								
	E-Voting		4263618	14.6839	4239063	24555	99.4241	0.5759	
Public- Non	Poll	29036068							
Institutions	Postal Ballot (if applicable)								
	Total	29036068	4263618	14.6839	4239063	24555	99.4241	0.5759	
resel	Total 49617900 18955547 38.2030 18930992 24555						99.8705	0.1295	
				W	hether resolution is	Pass or Not.	Y	es	
	Disclosure of notes on resolution					Add N	otes		

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group						
Public Insitutions						
Public - Non Insitutions						

			Reso	olution (5)				
	Resc	olution required: (Or	dinary / Special)			Special		
Whether	promoter/promoter group are i	nterested in the age	nda/resolution?			No		
		Description of resolu	tion considered	Re-Appointment o	f Mr. Pushpala Moti	ram Manjith (DIN: (02161987) as an Ind	ependent Director.
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 – 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
	E-Voting		14691929	71.3830	14691929	0	100.0000	0.0000
Promoter and	Poll	20581832						
Promoter Group	Postal Ballot (if applicable)							
	Total	20581832	14691929	71.3830	14691929	0	100.0000	0.0000
	E-Voting							
Public-	Poll							
Institutions	Postal Ballot (if applicable)							
	Total							
	E-Voting		4263618	14.6839	4263563	55	99.9987	0.0013
Public- Non	Poll	29036068						
Institutions	Postal Ballot (if applicable)							
	Total	29036068	4263618	14.6839	4263563	55	99.9987	0.0013
	Total	49617900	18955547	38.2030	18955492	55	99.9997	0.0003
				W	hether resolution is	Pass or Not.	Y	es
					Disclosure of	notes on resolution	Add N	lotes

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Details of Invalid Votes		
Category	No. of Votes	
Promoter and Promoter Group		
Public Insitutions		
Public - Non Insitutions		

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			Reso	olution (6)				
	Resc	olution required: (Or	dinary / Special)			Special		
Whether	promoter/promoter group are i	nterested in the age	nda/resolution?			No		
		Description of resolu	ition considered	Re-Appointme	ent of Mrs. Maithri J	ayakkar (DIN: 0715!	5574) as an Indepen	dent Director.
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 – 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
	E-Voting		14691929	71.3830	14691929	0	100.0000	0.0000
Promoter and	Poll	20581832						
Promoter Group	Postal Ballot (if applicable)							
	Total	20581832	14691929	71.3830	14691929	0	100.0000	0.0000
	E-Voting							
Public-	Poll							
Institutions	Postal Ballot (if applicable)							
	Total							
	E-Voting		4263618	14.6839	4263563	55	99.9987	0.0013
	Poll	29036068						
Institutions	Postal Ballot (if applicable)							
	Total	29036068	4263618	14.6839	4263563	55	99.9987	0.0013
10.01	Total	49617900	18955547	38.2030	18955492	55	99.9997	0.0003
				W	hether resolution is	Pass or Not.	Y	es
					Disclosure of	notes on resolution	Add N	otes

Details of Invalid Votes		
Category	No. of Votes	
Promoter and Promoter Group		
Public Insitutions		
Public - Non Insitutions		

			D	- l ! /¬\				
				olution (7)				
	Resc	olution required: (Or	dinary / Special)			Special		
Whether	promoter/promoter group are i	nterested in the age	nda/resolution?			No		
		Description of resolu	ition considered	Appointmer	nt of Mr. Rikin Dilip ((NonE	Gandhi (DIN: 05262 xecutive) of the Cor		ent Director
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 – 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
	E-Voting		14691929	71.3830	14691929	0	100.0000	0.0000
Promoter and	Poll	20581832						
Promoter Group	Postal Ballot (if applicable)							
	Total	20581832	14691929	71.3830	14691929	0	100.0000	0.0000
	E-Voting							
Public-	Poll							
Institutions	Postal Ballot (if applicable)							
	Total							
	E-Voting		4263618	14.6839	4263563	55	99.9987	0.0013
Public- Non	Poll	29036068						
Institutions	Postal Ballot (if applicable)							
	Total	29036068	4263618	14.6839	4263563	55	99.9987	0.0013
10001	Total	49617900	18955547	38.2030	18955492	55	99.9997	0.0003
				W	hether resolution is	Pass or Not.	Y	es
					Disclosure of	notes on resolution	Add N	otes

Details of Invalid Votes		
Category	No. of Votes	
Promoter and Promoter Group		
Public Insitutions		
Public - Non Insitutions		

ASJ & ASSOCIATES



CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to section 108 of the companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015)

To,

The Chairperson,

30th Annual General Meeting (AGM) of the Equity Shareholders of Rainbow Foundations Limited held on Monday, 30th September 2024 at 10.30 A.M. through Video conferencing ('VC')/ Other Audio-Visual Means ('OAVM').

Sub: Consolidated Scrutinizer's Report on Electronic Voting for the 30th Annual General Meeting of Rainbow Foundations Limited (the company) held on Monday, 30th September 2024 at 10.30 A.M. through Video conferencing ('VC') / Other Audio-Visual Means ('OAVM').

I, Abishek Jain, Practicing Company Secretary, having Membership No. 10925, CP No. 15508, Chennai, representing M/s. ASJ & Associates, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Rainbow Foundations Limited (the Company) vide Board resolution passed on 4th September, 2024 for the purpose of scrutinizing e-voting (remote e-voting and e-voting during the course of AGM) process in respect of the resolutions proposed at the 30th Annual General Meeting ('AGM') of Rainbow Foundations Limited held on Monday, 30th September 2024 at 10.30 a.m. through VS/OAVM.

The AGM Notice dated 04th September, 2024, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses were registered with the Company/Depositories and also by way of public notice on 05th September, 2024 in English newspaper Trinity Mirror and regional language newspaper Makkal Kural in compliance with the MCA Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and 10/2022 dated December 28,2022 issued by the Ministry of Corporate Affairs Government of India ("MCA Circulars") read with Securities Exchange Board of India Circular dated January 5, 2023 bearing Ref. No.: SEBI/HO/CFD/PoD-2/P/CIR/2023/4, May 13, 2022 bearing Ref. No: SEBI/HO/CFD/CMD2/CIR/P/2022/62 (collectively "Circulars"), the AGM Notice was also uploaded on the website of the Company, the Stock Exchanges and of the Depository on 06th September 2024.

The Company had appointed Central Depository Services (India) Ltd. (hereinafter CDSL or the Service Provider) as the e-Voting Service Provider, for extending the facility of electronic voting (remote e-voting) to the shareholders of the Company from 9:00 a.m. on 27th September 2024 till 5:00 p.m. on 29th September 2024.

The Company had also provided, through the same Service Provider, remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The Service Provider had provided a system for recording the votes of the shareholders electronically on all the items of the businesses sought to be transacted at the 30^{th} Annual General Meeting (AGM) of the Company.

The Service Provider accordingly had set up e-Voting facility on their website www.evotingindia.com. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through remote e-voting and e-voting during the course of AGM.

The Cut-off date (record date) for the purposes of identifying the shareholders who were entitled to vote on the resolutions placed for approval of the shareholders was 23rd September 2024. As on that date the Company had 4797 (Four Thousand and Seven Hundred and Ninety Seven) shareholders.

Apart from sending the notice of AGM to the shareholders through electronic mode, the Company also gave access to the said notice electronically on the following URL link as available on the date of signing this Report https://www.rainbowfoundations.in/uploads/Documents/154/33315.pdf

The AGM Notice sent contained the instructions to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

As prescribed in the aforesaid Rules, the e-Voting facility was kept open for three (3) days from 9:00 a.m. on 27th September 2024 till 5:00 p.m. on 29th September 2024.

The Public notice released by the Company by way of advertisement on 07th September 2024 in English newspaper Trinity Mirror and regional language newspaper Makkal Kural, confirmed regarding electronic dispatch of Annual Report to the shareholders.

At the end of the remote e-voting period on 29th September 2024 at 5.00 p.m. the voting portal of the Service Provider was blocked forthwith and thereupon we had unblocked the list of the members who have exercised the votes through remote e-voting. The Company had also provided remote e-voting facility to the shareholders present at the AGM through Video Conference / Other Audio-Visual Means and who had not cast their votes earlier. On 30th September, the voting facility was blocked by the Service Provider. After the conclusion of the AGM The votes cast through remote e-Voting facility before the AGM and during the course of the AGM were duly unblocked and the results were downloaded from CDSL portal by us as a Scrutinizer in the presence of Mr. Vignesh and Ms. Mahek B Shah who are not in employment of the Company and acted as witnesses, as prescribed in sub rule 4 (xii) of the said rule 20.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules and the applicable provisions of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 relating to remote e-voting prior to and during the AGM on the resolutions forming part of the Notice of the AGM. My responsibility as a scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

Based on the data downloaded from the official website of CDSL for e-voting, the result of the remote e-Voting is as under:

ORDINARY BUSINESS.

Agenda No.1:

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March 2024 and the reports of the Board of Directors and Auditors thereon.

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
Remote E-voting prior to AGM	18955492	55	
Remote E-voting during the AGM			
Total	18955492	55	FIERAL I
Total - %	99.9997	0.0003	34

Agenda No. 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.

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
Remote E-voting prior to AGM	18955492	55	
Remote E-voting during the AGM			
Total	18955492	55	
Total - %	99.9997	0.0003	

SPECIAL BUSINESS.

Agenda No. 3:

Re-Appointment and Payment of Remuneration to Mr. Anop Chand Jain (DIN: -02215110) as the Managing Director of the Company.

Type of Resolution: Special Resolution

Votes in favour of the resolution	Votes against the resolution	Invalid votes
18930992	24555	
18930992	24555	
99.8705	0.1295	
	18930992 18930992	resolution resolution 18930992 24555 18930992 24555

Agenda No. 4:

Re-Appointment and Payment of Remuneration to Mr. Gajraj Jain (DIN-01182117) as the Managing Director of the Company.

Type of Resolution: Special Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
Remote E-voting prior to AGM	18930992	24555	
Remote E-voting during the AGM			
Total	18930992	24555	
Total - %	99.8705	0.1295	

Agenda No. 5:

Re-Appointment of Mr. Pushpala Motiram Manjith (DIN: 02161987) as an Independent Director.

Type of Resolution: Special Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
Remote E-voting prior to AGM	18955492	55	
Remote E-voting during the AGM			
Total	18955492	55	
Total - %	99.9997	0.0003	

Agenda No. 6:

Re-Appointment of Mrs. Maithri Jayakkar (DIN: 07155574) as an Independent Director.

Type of Resolution: Special Resolution

Votes in favour of the resolution	Votes against the resolution	Invalid votes
18955492	55	
	+	
18955492	55	
99.9997	0.0003	
	resolution 18955492 18955492	resolution resolution 18955492 55 18955492 55

Agenda No. 7:

Appointment of Mr. Rikin Dilip Gandhi (DIN: 05262533) as an Independent Director (Non-Executive) of the Company.

Type of Resolution: Special Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
Remote E-voting prior to AGM	18955492	55	
Remote E-voting during the AGM			
Total	18955492	55	
Total - %	99.9997	0.0003	

All the Resolutions/Matters indicated in the notice to the said Annual General Meeting stand passed under remote E-voting prior to AGM and E-voting, during the Annual General Meeting with the Consolidated requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through remote E-Voting prior to AGM and remote E-voting during the Annual General Meeting through which votes were cast by the shareholders of the Company during the said Annual General Meeting. I shall be arranging to handover these records to the Company, as prescribed in Rule 20 of the Companies (Management and Administration) Rules, 2014.

Sincerely yours, For ASJ & Associates, Company Secretaries

Abishek Jain Practicing Company Secretary ACS -10925; CP -15508 UDIN: F010925F001377721

CHENNA CHENNA

Place: Chennai Date: 30.09.2024.

Witness-01 Vignesh

Occupation: Service

Witness-02 Mahek B Shah Occupation: Service