



*Secretarial compliance report of Rainbow Foundations Limited
for the year ended 31st March, 2022*

We, M/s JM & Associates have examined:

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

For the year ended 31st March, 2022 (“Review Period”) in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- 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:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- 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;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- And circulars/guidelines issued thereunder

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

- The listed entity has complied with the provisions of the above applicable Regulations and circulars/ guidelines issued there under.

JM & Associates

Company Secretaries

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- 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.
- 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 listed entity has taken the following actions to comply with the observations made in previous reports

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	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	2020-21	The Company has filed the necessary disclosure under Regulation 7(1)(b) of the SEBI (Prohibition of Insider Trading) Regulations, 2015	--

Date: 25/05/2022

Place: Chennai

For JM & Associates
Company Secretaries




Soy Joseph
Partner

(ACS-13852, COP-5612)

UDIN: A013852D000383243