

FORM NO. MGT.13

Report of Scrutinizer(s)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

Mr. Ashok Kandathil Kuriyan,

The Chairman of 55th Annual General Meeting of the Equity Shareholders of **M M Rubber Company Limited**, held on Wednesday, 29th day of September, 2021 at 10.30 A.M. IST through Video conferencing (VC) / Other Audio Visual Means ("OAVM") at the registered office situated at "Empire Infantry", 3rd Floor, No.29, Infantry Road, Bangalore-560 001, Karnataka, India.

Dear Sir,

Subject: Scrutinizer's Report on e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rule, 2014.

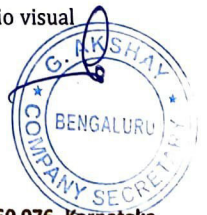
1. We, G Akshay & Associates, Company Secretaries, having office at # 615/22, IV Cross, Raghavendra Colony, Bilekahalli, Behind IIMB, Bannerghatta Road, Bengaluru - 560076, Karnataka, appointed as Scrutinizer(s) for the purpose of :

1.1. Scrutinizing the e-voting process (remote e-voting) at the Annual General Meeting ("AGM") of M M Rubber Company Limited ("The Company"), held on Wednesday, the 29th day of September, 2021 through Video conferencing (VC) / Other Audio Visual Means ("OAVM") under the provisions of Section 108 of the Companies Act 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended (Rules) and the provisions of Regulation 44 of the SEBI (LODR) Regulations 2015 (the "Listing Regulations") and;

1.2. Voting through electronic means during the AGM ("venue voting").

2. The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and circulars issued by MCA and SEBI, from time to time, relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 55th Annual General Meeting of the Equity Shareholders of M M Rubber Company Limited dated 29th Day of September, 2021.

The Company has availed e-voting facility from M/s Central Depository Services (India) Limited ("CDSL"), the authorised agency to provide remote e-voting facilities prior to the AGM and enabling the shareholders, attending the AGM through video conferencing or other audio visual means, to vote electronically during the AGM ("venue voting").



Further, our responsibility as a scrutinizer for the voting process of voting through electronic means (i.e., by remote e-voting and e-voting during the AGM) is restricted in making a consolidated scrutinizer's report of the votes cast "in favor" or "against" on the resolutions stated in the Notice, based on the reports generated from the e-voting system of Central Depository Services (India) Limited ("CDSL"), the Agency authorized under the Rules and engaged by the company to provide e-voting facilities for voting through electronic means prior to AGM and during the AGM.

3. Further to above, we submit my report as under:

3.1. Pursuant to the General Circulars number 14/2020, 17/2020, 20/2020, 02/2021 issued by Ministry of Corporate Affairs (hereinafter referred to as 'MCA Circulars') and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by SEBI, and all other relevant circulars issued from time to time, the Notice of the 55th AGM was sent through electronic mode to all those Members whose email addresses were registered with the Company/ Depository Participant(s)/ Registrar Transfer Agent along with Annual Report and detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under the Rules and MCA Circulars.

3.2. The voting rights were reckoned as on 22nd September, 2021 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting during the AGM.

3.3. The Chairman at the 55th AGM, held on Wednesday, 29th September, 2021 had announced that the Members who have not exercised their votes through remote e-voting may, if they wish to, exercise their votes through e-voting system being provided during the AGM.

3.4. The remote e-Voting commenced on Sunday, 26th September, 2021 (09:00 A.M. IST) and ended on Tuesday, 28th September, 2021 (5:00 P.M. IST) and the remote e-voting platform was disabled by CDSL thereafter and the facility for casting the e-voting was also available during the AGM.

3.5. After the closure of e-voting at the AGM, the report on e-voting was diligently scrutinized and the votes cast under remote e-voting facility were thereafter unblocked. We have scrutinized and reviewed the remote e-voting prior and voting during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

Based on the data downloaded from the Official website of the CDSL for the remote e-Voting process conducted prior to and during the AGM, we now submit combined report as under:



The results of remote E-voting and venue voting at AGM of

M/s. M M RUBBER COMPANY LIMITED

Item No.1: Adoption of Accounts

"RESOLVED THAT, the Audited Balance sheet as at 31st March, 2021 the statement of Profit and loss, notes forming part thereof, the cash flow statement for the year ended 31.03.2021, Financial Statements, together with the Directors' Report and the Auditors' Report thereon as circulated to the members and presented to the meeting be and the same are hereby approved and adopted." (Passed as Ordinary Resolution):

| Particulars | Number of members voted through | | | Number of votes cast by them | | | % of total number of valid votes cast |
|--------------|---------------------------------|--------------|-----------|------------------------------|--------------|----------------|---------------------------------------|
| | Remote e-voting | Venue voting | Total | Remote e-voting | Venue voting | Total | |
| Assent | 62 | Nil | 62 | 1337352 | Nil | 1337352 | 99.89 |
| Dissent | 9 | Nil | 9 | 1474 | Nil | 1474 | 0.11 |
| Total | 71 | Nil | 71 | 1338826 | Nil | 1338826 | 100 |

Result:

As the number of votes passed in favour of resolution was more than the of votes cast against, we report that the ordinary resolution with regard to Item No. 1 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution.

Item No.2: Re-Appointment of Retiring Director: To appoint a Director in place of Mr. Jacob Mammen (DIN: 00078010) who retires by rotation as per Section 152 and being eligible to offers himself for re-appointment. (Passed as Ordinary Resolution):

| Particulars | Number of members voted through | | | Number of votes cast by them | | | % of total number of valid votes cast |
|--------------|---------------------------------|--------------|-----------|------------------------------|--------------|----------------|---------------------------------------|
| | Remote e-voting | Venue voting | Total | Remote e-voting | Venue voting | Total | |
| Assent | 62 | Nil | 62 | 1337352 | Nil | 1337352 | 99.89 |
| Dissent | 9 | Nil | 9 | 1474 | Nil | 1474 | 0.11 |
| Total | 71 | Nil | 71 | 1338826 | Nil | 1338826 | 100 |

Result:

As the number of votes passed in favour of resolution was more than the of votes cast against, we report that the ordinary resolution with regard to Item No. 1 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution.



4. The electronic data and all other relevant records relating to e-voting is under our safe custody and will be handed over to any one of the directors for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours Faithfully



G Akshay & Associates

Practicing Company Secretary

Membership No. F10967

C. P. No. 15584

Place: Bengaluru

Date: 29/09/2021



UDIN: F010967C001043451