



# M.M. RUBBER COMPANY LIMITED

REGD. OFFICE

EMPIRE INFANTRY, III FLOOR, 29, INFANTRY ROAD, BANGALORE-560 001. INDIA  
PH : 91-80-22866268, 22867065 FAX : 91-80-22861542 URL : www.mmfoam.in  
CIN : L25190KA1964PLC052092 GST IN : 29AAACM2611E1ZX

26<sup>th</sup> September 2024

To,  
Bombay Stock Exchange Ltd.,  
Department of Company Affairs  
Floor No.25, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001,  
Telephone: 22721234

Dear Sir,

**SUB: SUBMISSION OF VOTING RESULTS AND CONSOLIDATED SCRUTINIZER'S REPORT OF THE 58<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY.**

Pursuant to the requirements of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 of Companies (Management and Administration) Rules, 2014 enclosed is details of the voting results of the 58<sup>th</sup> Annual General Meeting of the Company held on 26<sup>th</sup> September 2024 along with the Scrutinizer's Report.

Kindly take the above on your records.

Thanking you

**For M M Rubber Company Limited**

MEENAKSHI R  
SHI R  
Digitally signed  
by MEENAKSHI R  
Date: 2024.09.26  
12:25:24 +05'30'

**Meenakshi R**

Company Secretary

Encl: as stated

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**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 58<sup>th</sup> Annual General Meeting of the Equity Shareholders of **M M Rubber Company Limited**, held on Thursday, 26<sup>th</sup> day of September, 2024 at 11.00 A.M. IST through Video conferencing (VC) / Other Audio Visual Means ("OAVM") and deemed to be held at the registered office situated at "Empire Infantry", 3rd Floor, No.29, Infantry Road, Bengaluru - 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. I, Sharvari Sham Kulkarni, Practicing Company Secretary, having office at 11<sup>th</sup> Block Anjanapura BDA Layout, Off JP Nagar 8<sup>th</sup> Phase Bangalore-560083, 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 Thursday, the 26<sup>th</sup> day of September, 2024 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 58<sup>th</sup> Annual General Meeting of the Equity Shareholders of M M Rubber Company Limited dated 26<sup>th</sup> Day of September, 2024.

The Company has availed e-voting facility from M/s National Securities Depository Limited ("NDSL"), the authorized 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 ("NSDL"), 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, 02/2022, 10/2022, 09/2023 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 58<sup>th</sup> 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 19<sup>th</sup> September, 2024 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 58<sup>th</sup> AGM, held on Thursday, 26<sup>th</sup> September, 2024 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 Monday, 23<sup>rd</sup> September, 2024 (09:00 A.M. IST) and ended on Wednesday, 25<sup>th</sup> September, 2024 (5:00 P.M. IST) and the remote e-voting platform was disabled by NSDL 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 NSDL e-voting system. Based on the data downloaded from the Official website of the NSDL 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, 2024 the statement of Profit and loss, notes forming part thereof, the cash flow statement for the year ended 31.03.2024, 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	0	62	1583880	0	1583880	99.9749
Dissent	4	0	4	397	0	397	0.0251
Total	66	0	66	1584277	0	1584277	100

**Result:**

As the number of votes passed in favour of resolution was more than the 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	61	0	61	1583830	0	1583830	99.9718
Dissent	5	0	5	447	0	447	0.0282
Total	66	0	66	1584277	0	1584277	100



**Result:**

As the number of votes passed in favour of resolution was more than the votes cast against, we report that the ordinary resolution with regard to Item No. 2 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution:

**Item No.3: Appointment of Statutory Auditors:**

To appoint Statutory Auditor of the Company and to fix their remuneration and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**RESOLVED THAT** pursuant to the provisions of the section 139(8) of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), appointment of M/s. Narayan Bhat And Co., Chartered Accountants (FRN: 005011S), who were appointed by the Board of Directors as the Statutory Auditors of the Company w.e.f. 31st July, 2024 till the conclusion of this Annual General Meeting of the Company, to fill the casual vacancy caused by the resignation of M/s. R A M S And Co., Chartered Accountants (FRN: 016594S), Bangalore the Statutory auditors of the Company be and is hereby approved at such remuneration as may be decided by any Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), and pursuant to the recommendation of the Audit Committee of the Board, M/s. Narayan Bhat And Co., Chartered Accountants (FRN: 005011S) be and are hereby appointed as the Statutory Auditor of the Company, for a term of five consecutive years to hold the office from the conclusion of this 58th Annual General Meeting till the conclusion of the 63rd Annual General Meeting of the Company at such remuneration as mentioned in the explanatory statement in addition to out of pocket expenses as may be incurred by them during the course of audit.

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	61	0	61	1583830	0	1583830	99.9718
Dissent	5	0	5	447	0	447	0.0282
<b>Total</b>	66	0	66	1584277	0	1584277	100



**Result:**

As the number of votes passed in favour of resolution was more than the votes cast against, we report that the Special resolution with regard to Item No. 3 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

**SHARVARI** Digitally signed by  
**SHAM** SHARVARI SHAM  
**KULKARNI** KULKARNI  
Date: 2024.09.26  
16:45:09 +05'30'

Sharvari Sham Kulkarni

Practicing Company Secretary

Membership No. A55902 C. P. No. 27117

UDIN: A055902F001328571

Place: Bangalore

Date: 26/09/2024