



M.M. RUBBER COMPANY LIMITED

REGD. OFFICE

EMPIRE INFANTRY, III FLOOR, 29, INFANTRY ROAD, BANGALORE-560 001. INDIA

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CIN : L25190KA1964PLC052092 GST IN : 29AAACM2611E1ZX

29th September 2022

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

Dear Sir,

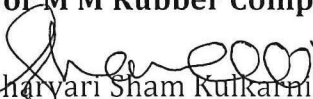
SUB: SUBMISSION OF VOTING RESULTS AND CONSOLIDATED SCRUTINIZER'S REPORT OF THE 56TH ANNUAL GENERAL MEETING OF THE COMPANY.

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 56th Annual General Meeting of the Company held on 28th September 2022 along with the Scrutinizer's Report.

Kindly take the above on your records.

Thanking you

Yours Faithfully,
For M M Rubber Company Limited


Sharyari Sham Kulkarni
Company Secretary

Encl: as stated
Marketing Office : 'Janapriya Crest', 3rd Floor, Pantheon Road, Egmore, Chennai-600 008.
Phone : +91 44 28191931 / 28191932 Fax : +91 44 28191924

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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 56th Annual General Meeting of the Equity Shareholders of **M M Rubber Company Limited**, held on Wednesday, 28th day of September, 2022 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. 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 28th day of September, 2022 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 56th Annual General Meeting of the Equity Shareholders of M M Rubber Company Limited dated 28th Day of September, 2022.

The Company has availed e-voting facility from M/s Central Depository Services (India) Limited ("CDSL"), 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 ("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, 02/2022 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 56th 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 21st September, 2022 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 56th AGM, held on Wednesday, 28th September, 2022 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, 25th September, 2022 (09:00 A.M. IST) and ended on Tuesday, 27th September, 2022 (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, 2022 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	48	5	53	1191522	180	1191702	99.31
Dissent	6	Nil	6	8292	Nil	8292	0.69
Total	54	5	59	1199814	180	1199994	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. Karun Philip (DIN: 01091468) 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	48	5	53	1191522	180	1191702	99.31
Dissent	6	Nil	6	8292	Nil	8292	0.69
Total	54	5	59	1199814	180	1199994	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. 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:

“RESOLVED THAT, pursuant to the provisions of Section 139, 142 and all other applicable provisions of the Companies Act, 2013 (the “Act”) read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and Board of Directors, Mr. Govinda Raju Junjuru (Membership Number: 221304), R AMS And Co., Chartered Accountant (Firm Registration No. 016594S) be and are hereby appointed as the Statutory Auditors of the Company in place of M/s. Vandana Rao and Company Chartered Accountants (FRN No. 0116288), at such remunerations may be mutually agreed upon by the Board of Directors and the Auditors, in addition to the reimbursement of service tax and actual out of pocket expenses incurred in connection with the audit of accounts of the Company.”

“RESOLVED FURTHER THAT, Mr. Govinda Raju Junjuru (Membership Number: 221304), R AMS And Co., Chartered Accountant (Firm Registration No.0165948) appointed as the Statutory Auditors of the Company, shall hold the office for a period of five years (5 years) from the conclusion of this 56th Annual General Meeting of the Company till the conclusion of 61st Annual General Meeting of the Company to be held after this Annual General Meeting on such remuneration as may be mutually agreed upon between Mr. Roy Mammen, Managing Director of the Company and the Auditors plus reimbursement of service tax, travelling and out-of pocket expenses;”

“RESOLVED FURTHER THAT, the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary desirable or expedient to give effect to this 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	48	5	53	1191522	180	1191702	99.85
Dissent	4	Nil	4	1792	Nil	1792	0.15
Total	52	5	52	1193314	180	1193494	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. 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


G Akshay & Associates
Practicing Company Secretary
Membership No. F10967
C. P. No. 15584

Place: Bengaluru
Date: 29.09.2022

UDIN: F010967D001075503

