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M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



M. Damodaran, B.Com, F.C.S. L.L.B.
Mobile:98412 81693

CONSOLIDATED SCRUTINIZER'S REPORT

(REMOTE E-VOTING & INSTA POLL)

[Pursuant to Section 108 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended and the provisions
of Regulation 44 of the SEBI (LODR) Regulations 2015]

To,

The **Chairman** of 50th Annual General Meeting of the Equity Shareholders of M M RUBBER COMPANY LIMITED (CIN: L25190KA1964PLC052092) held on the on Wednesday, 28th September, 2016, at 12.00 Noon at Hotel Parag, No.3, Raj Bhavan Road, Bangalore-560 001.

Dear Sir,

1. I, M.Damodaran, a Company Secretary in Practice having office at New No. 6, Old No. 12, Appavoo Gramani 1st Street, Velayudaraja Street, Mandavelipakkam, Raja Annamalai Puram, Chennai, Tamil Nadu 600028 have been appointed as a scrutinizer by the Board of Directors of M M RUBBER COMPANY LIMITED (the company) for the purpose of :

(i) Scrutinizing the e-voting process (remote e- voting) under the provisions of Section 108 of The Companies Act 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and the provisions of Regulation 44 of the SEBI (LODR) Regulations 2015.

(ii) Poll through ballot paper (Insta Poll) under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 50th Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on the on Wednesday, 28th September, 2016, at 12.00 Noon at Hotel Parag, No.3, Raj Bhavan Road, Bangalore-560 001.

2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by Poll by ballot paper (Insta Poll) at the AGM] for the resolutions contained in the Notice to the 50th AGM of the Equity Shareholders of the company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e by remote e-voting and Insta Poll at AGM) is restricted to make a consolidated scrutinizer's report of the voted cast "in favor "or "against" the resolution stated above, based on the report generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the company to provide e-voting facilities for voting through electronic means.

M. Damodaran



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Results of E-Voting and Insta Poll of M/s M M RUBBER COMPANY LIMITED

Item No: 1

Consider and adopt Audited Financial Statements, Reports of the Board of Directors and Auditors & for the FY 2015-16.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	24	24	678635	100	0	0	0	100
E-Voting	0	0	0	0	0	0	0	0
Total	24	24	678635	100	0	0	0	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0

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Item No: 2

Re-appointment of Mr. Mammen Philip (DIN: 01091481) as Director, who retires by rotation.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	24	24	678635	100	0	0	0	100
E-Voting	0	0	0	0	0	0	0	0
Total	24	24	678635	100	0	0	0	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0

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Item No: 3

Ratification of appointment of M/s. S. R. Mandre & Co, Chartered Accountants (FRN No 001962S), as the statutory auditors of the Company.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	24	24	678635	100	0	0	0	100
E-Voting	0	0	0	0	0	0	0	0
Total	24	24	678635	100	0	0	0	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0

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Item No: 4

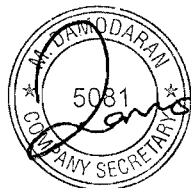
Appointment of Mr.Mammen Philip, as Consultant in Corporate Affairs

Passed as Special Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	24	24	678635	100	0	0	0	100
E-Voting	0	0	0	0	0	0	0	0
Total	24	24	678635	100	0	0	0	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0

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

Thanking You,

Yours faithfully,


M. Damodaran & Associates
Practicing Company Secretary

Date: 28.09.2016

Place: Chennai