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**M. DAMODARAN & ASSOCIATES**

Practicing Company Secretaries



M. Damodaran, B.Com, F.C.S. L.L.B.  
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**CONSOLIDATED SCRUTINIZER'S REPORT  
(REMOTE E-VOTING & INSTA POLL)  
Form No. MGT 13**

[Pursuant to Section 108 & 109 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 52<sup>nd</sup> Annual General Meeting of the Equity Shareholders of M M RUBBER COMPANY LIMITED (CIN: L25190KA1964PLC052092) held on Wednesday, 26<sup>th</sup> September, 2018, at 12.00 P.M. at Hotel Parag, No.3, Raj Bhavan Road, Bangalore-560 001.

Dear Sir,

1. I, M.Damodaran, Company Secretary in Practice having office at New No. 6, Old No. 12, Appavoo Gramani, 1<sup>st</sup> Street, Mandaveli, 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 52<sup>nd</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on Wednesday, 26<sup>th</sup> September, 2018, at 12.00 P.M. 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 52<sup>nd</sup> 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 vote 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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M. DAMODARAN  
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COMPANY SECRETARY



**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 2017-18.

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	18	18	926036	100	0	0	0	100
E-Voting	3	1	100	0.19	2	53736	99.81	100
Total	21	19	926136	94.52	2	53736	5.48	100

Details of invalid Votes:

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





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	18	18	926036	100	0	0	0	100
E-Voting	3	1	100	0.19	2	53736	99.81	100
Total	21	19	926136	94.52	2	53736	5.48	100

Details of invalid Votes:

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

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**M. DAMODARAN & ASSOCIATES**  
Practicing Company Secretaries



Item No: 3

Ratification of appointment of Statutory Auditor.

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	18	18	926036	100	0	0	0	100
E-Voting	3	1	100	0.19	2	53736	99.81	100
Total	21	19	926136	94.52	2	53736	5.48	100

Details of invalid Votes:

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

M. Damodaran



**M. DAMODARAN & ASSOCIATES**  
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Item No: 4

Re- classification of Shareholdings of promoters of the company

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	18	18	926036	100	0	0	0	100
E-Voting	3	1	100	0.19	2	53736	99.81	100
Total	21	19	926136	94.52	2	53736	5.48	100

Details of invalid Votes:

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

*M. Damodaran*  
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COMPANY SECRETARY



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Practicing Company Secretaries



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



Place: Chennai  
Date: 27.09.2018