

SCRUTINIZER'S REPORT

(Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with the Companies with the (Management and Administration) Rules, 2014

To.
The Chairman
Dear Sir,
Modi Rubber Limited
Corp Off. 4-7C, DDA SHOPPING CENTER,
NEW FRIENDS COLONY, NEW DELHI-110 025,

Subject: Scrutinizer's Report on voting through postal ballot by electronic means conducted pursuant to the provisions of section 110 read with section 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules 2014.

I, Rashmi Saxena , Proprietor at M/s Rashmi Saxena & Associates , practicing company secretaries, Delhi, refer to my appointment as the Scrutinizer in terms of Section 110 of the Companies Act, 2013 ('the Act') as amended from time to time, read with Rule 22 of the companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') vide its General Circulars dated April 8, 2020, April 13, 2020, May 5, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022, December 28, 2022, September 25, 2023 (collectively referred to as ('MCA circulars) and pursuant to other applicable laws and regulations, for the purpose of scrutinizing the process of voting through postal ballot by electronic means only (remote e-voting) in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as contained in the postal ballot notice dated 10th January , 2024. The businesses transacted through this notice are reproduced below:

SPECIAL BUSINESS :

Appointment of Ms Nadira Hamid (DIN – 00252987) as an Independent Director of the Company

My responsibility as Scrutinizer for the voting process through postal ballot by electronic means is restricted to ensure that the voting process was conducted in a fair and transparent manner and make the Scrutinizer's Report of the votes cast "in favour" or "against" for the above-mentioned resolution, based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL) the authorized agency to provide remote e-voting facility.

in this regard, I submit my report as under:



RASHMI SAXENA & ASSOCIATES
COMPANY SECRETARIES

1. The Company provided remote e-voting facility to the Members to cast votes on the aforesaid resolution for a period commencing from Thursday 09:00 AM, 11th day of January, 2024 until Friday, 05:00 PM, 09th Day of February 2024.
2. The facility of e-voting was made available to the members holding shares as on Friday, the 29th day of December, 2023 (Cut-Off Date).
3. At the end of remote e-voting period on Friday, 05:00 PM, 09th Day of February 2024 voting portal of the agency (NSDL) was unblocked forthwith.
4. Thereafter, the details containing, inter alia, list of shareholders who voted as , "assent" or "dissent" or "abstain from voting "on the resolution that was put to vote were generated from the e-voting website of NSDL i.e. <https://www.evoting.nsdl.com/>.
5. Based on the reports generated from NSDL'S e-voting website <https://www.evoting.nsdl.com/> which I have scrutinized, I now submit my report as under on the result of the postal ballot conducted through remote e-voting in respect of the below-mentioned resolution.

SPECIAL BUSINESS:

Resolution 1: Special Resolution Appointment of Ms Nadira Hamid (DIN – 00252987) as an Independent Director of the Company

(i) Votes in favour of the resolution

S. No	Particulars	Through postal ballot conducted through electronic means
1	Number of members voted	62
2	Number of valid votes cast by them	20357084
3	% of total number of valid votes cast	99.997%

(ii) Votes against the resolution

S. No	Particulars	Through postal ballot conducted through electronic means
1	Number of members voted	10
2	Number of valid votes cast by	606



	them	
3	% of total number of valid votes cast	0.003%

(iii) Invalid votes

S. No	Particulars	Through postal ballot conducted through electronic means
1	Number of members voted	0
2	Number of invalid votes cast by them	0

6. All electronic data and relevant records of voting will remain in my custody until the Chairman Considers, approves and signs the minutes of the postal ballot of the Company and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For Rashmi Saxena & Associates Secretaries

Rashmi Saxena



Rashmi Saxena

Practicing Company Secretary

Membership No.: FCS 6416

CP. No. :6938

Place: New Delhi

Date: 10th February 2024

UDIN NO. F006416E003411785

Cc: The Company Secretary of Modi Rubber Limited

S.K. Bajpai

Head- Legal & Company Secretary