



AVINASH K & CO.
(Company Secretaries)
(FCS, LLB, B. Com (H))
(A Peer Reviewed Firm) GSTIN-07DFPPK8815G1Z0

Scrutinizer's Report

[Pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules') read with General Circulars issued by the Ministry of Corporate Affairs from time to time and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**LODR Regulations**')]]

To,

The Chairman

MODI RUBBER LIMITED

(CIN: L25199UP1971PLC003392)

201 / 204, Modi Nagar,

Ghaziabad, Uttar Pradesh, 201204

Dear Sir,

I, Avinash Kumar (FCS No. 12480, C.P. No.: 18318), Practicing Company Secretary, having office at 403, B-31, Krishna Complex, Laxmi Nagar, New Delhi-110092 was appointed as Scrutinizer by the Board of Directors of Modi Rubber Limited ('the **Company**') on 29 May, 2026 for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 ('Act') read with the Companies (Management and Administration) Rules, 2014 ('Rules') and read with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, read with other related circulars including General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ('**MCA Circulars**') and Regulation 44 of the Securities and Exchange



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Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**LODR Regulations**'), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolution as mentioned in the Notice of Postal Ballot dated July 27, 2026:

Sr. No.	Type of Resolution	Particulars
1.	Special Resolution	Appointment of Mr. Ajay Kumar Jain (DIN – 00097213) as an Independent Director of the Company.

I submit my report as under:

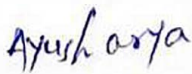
1. As informed by the Company, Postal Ballot Notice along with explanatory statement and remote e-voting instructions were sent to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent i.e. MAS Services Limited, or with their respective Depository Participants ('**DP**') and whose names appeared in the Register of Members of the Company/ List of Beneficial Owners as maintained by the Depositories as on Friday, July 24, 2026 ('**Cut-off Date**').
2. The management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules thereof including MCA Circulars/ LODR Regulations in respect of the resolution contained in the Postal Ballot Notice including dispatch of notice to the Members. My responsibilities as Scrutinizer is restricted to make & submit a Scrutinizer's Report of the votes cast in 'Favour' or 'Against' the



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resolution contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ('NSDL').

3. The Company has published an advertisement on August, 6th 2026 regarding service of Postal Ballot Notice to eligible Members in English language newspaper "Pioneer" and in Hindi language newspaper "Pioneer".
4. The Members of the Company holding equity shares as on cut-off date were entitled to vote on the resolution as contained in the Postal Ballot Notice and could vote through remote e-voting facility in compliance of the MCA Circulars. Members were provided with the facility to cast their votes on the designated platform of NSDL viz. <https://www.evoting.nsdl.com/> ('website').
5. The remote e-voting commenced on Wednesday, July 29, 2026, 09:00 A.M. (IST) and ended on Thursday, August 27, 2026, 5:00 P.M. (IST). Further, the remote e-voting process was monitored through the Scrutinizer's secured link provided by NSDL through its website.
6. The remote e-voting was unblocked upon completion of E-voting process in the presence of two witnesses i.e. Mr. Ayush Arya and Mr. Shantanu Kumar who were not in the employment of the Company and have signed below:



Ayush Arya



Shantanu Kumar

7. The particulars of remote e-voting report generated from electronic registry of NSDL have been entered in a separate register maintained for this purpose. E-votes cast up to 05:00 P.M. (IST) on August 27, 2026 are considered for the purpose of this report.



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8. The remote e-voting was scrutinized and reconciled with the register of members/records of the Company as on cut-off date as maintained by RTA of the Company.
9. As on cut-off date, the fully paid-up share capital of the Company was Rs. 25,04,05,320/- (Rupees Twenty-Five Crore Four Lakh Five Thousand Three Hundred Twenty Only) divided into 2,50,40,532 (Two Crore Fifty Lakh Forty Thousand Five Hundred Thirty-Two) equity shares of Rs. 10/- (Rupees Ten Only) each.
10. The result of the remote e-voting in respect of the resolution contained in the Postal Ballot Notice is as under:

1. Appointment of Mr. Ajay Kumar Jain (DIN – 00097213) as an Independent Director of the Company.

Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	Remote e-Voting	Postal Ballot	Total	
Assent	2,04,36,300	NA	2,04,36,300	99.9998
Dissent	35		35	0.0002
Total	2,04,36,335		2,04,36,335	100

The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as ‘Annexure A’.



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11. Based on the aforesaid results, the special resolution as mentioned above is deemed to have been passed on August 27, 2026 being the last date of remote e-voting for the Members of the Company.
12. The Register containing the details of remote e-voting relating to Postal Ballot will be handed over to Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of Postal Ballot.

For **Avinash K & Co.**

Company Secretaries

Unique ID No- S2017DE487600

Peer Review Certificate No.: 3225/2023

Thanking You,



Avinash Kumar

Proprietor

CP No.: 18138/ Mem. No. F12480

UDIN: F012480H001319610

Date: 31/08/2026

Place: New Delhi

Countersigned by

Sanjeev Kumar Bajpai

Head- Legal & Company Secretary

Modi Rubber Limited

Date: 31/08/2026

Place: New Delhi



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Annexure-A

A detailed summary of the voting through e-voting is given herein below:

A. VOTING THROUGH REMOTE E-VOTING:			
Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	86	2,04,36,335	20,43,63,350
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	86	2,04,36,335	20,43,63,350
d) Votes with assent for the resolution	78	2,04,36,300	20,43,63,000
e) Votes with dissent for the resolution	8	35	350