

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 55th ANNUAL GENERAL MEETING OF THE MEMBERS OF THE RUBBER PRODUCTS LIMITED WILL BE HELD ON MONDAY 27TH SEPTEMBER, 2021 AT 11.30 A.M. AT PLOT NO. A/412, ROAD NO.28, WAGLE ESTATE, THANE (WEST)-400604, MAHARASHTRA, INDIA

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 including audited Balance sheet as at 31st March, 2021 and the statement of Profit & Loss A/c for the year ended on that date and the Report of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Jagmeet Singh Sabharwal (DIN: 00270607) who retires by rotation and being eligible offers himself for re-appointment as a director.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE ON A POLL ONLY, INSTEAD OF HIMSELF/HERSELF AND A PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING AT THE REGISTERED OFFICE OF THE COMPANY

A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION/AUTHORITY AS APPLICABLE. THE PROXY-HOLDER SHALL PROVE HIS/HER IDENTITY AT THE TIME OF ATTENDING THE MEETING.

CORPORATE MEMBERS INTENDING TO SEND THEIR AUTHORIZED REPRESENTATIVE TO ATTEND AND VOTE AT THE MEETING ARE REQUESTED TO ENSURE THAT THE AUTHORIZED REPRESENTATIVE CARRIES A DULY CERTIFIED TRUE COPY OF THE BOARD RESOLUTION, POWER OF ATTORNEY OR SUCH OTHER VALID AUTHORIZATIONS UNDER SECTION 113 OF THE {INDIAN} COMPANIES ACT,

2013, AUTHORIZING THEM TO ATTEND AND VOTE AT THE MEETING. IN TERMS OF THE PROVISIONS OF THE COMPANIES ACT, 2013, THE REPRESENTATIVES OF CORPORATE MEMBERS WITHOUT PROPER AUTHORIZATION, SUCH AS BOARD RESOLUTION OR POWER OF ATTORNEY OR SUCH OTHER VALID AUTHORIZATION, MAY NOT BE ABLE TO ATTEND THE MEETING.

2. Members/proxies should bring duly attendance slip sent herewith to attend the meeting.

3. The Register of Members and Share Transfer Books of the Company will remain closed from 21st September, 2021 to 27th September, 2021 (both days inclusive).

4. Members holding shares in physical form are requested to notify the change, if any, in their address and blank mandate details to the Registrar and Share Transfer Agent ('RTA'), M/s. Adroit Corporate Services Pvt. Ltd. at 19, Jaferbhoy Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai - 400 059, Maharashtra, India.

5. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of section 72 of the Companies Act, 2013. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to M/s. Adroit Corporate Services Pvt. Ltd at the above-mentioned address. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

6. Members are requested to bring their copy of the Annual Report to the Annual General Meeting (AGM).

7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.

8. Members seeking any information on the Accounts are requested to write to the Company, which should reach the Company at least one week before the date of the Annual General Meeting so as to enable the Management to keep the information ready. Replies will be provided only at the Annual General Meeting.

9. Members are requested to immediately intimate changes, if any, in their registered addresses along with pin code number to the Company. Members holding shares in dematerialized mode are requested to intimate the same to their respective Depository Participants.

10. The Notice of the AGM along with the Annual Report 2020-21 sent by electronic method (E-Mail) as per the General Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 issued by Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 issued by Securities Exchange Board of India.

11. All documents referred to in the accompanying Notice shall be made available to the concerned members on request to the Company by writing on company email id rplcompliance1965@gmail.com

12. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.

13. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.

14. Voting through electronic means:

In compliance with the provisions of Section 108 of the Act and the rules made there under, the Members are provided with the facility to cast their vote electronically, through the e-Voting Services provided by Central Depository Services (India) Limited (CDSL) on all resolutions set forth in this Notice.

The instructions for shareholders voting electronically are as under:

(i) The voting period begins on 24th September, 2021 at 09:00 a.m. IST and ends on 26th September, 2021 at 5:00 p.m. IST. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 20th September, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The shareholders should log on to the e-voting website www.cdslindia.com

(iii) Click on Shareholders.

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.cdslindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

	Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip / Address Sticker indicated in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in DD/MM/YYYY format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company Records for the said demat account or folio. • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on “**SUBMIT**” tab

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e- voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the <210903045> for the relevant <**The Rubber Products Limited**> on which you choose to vote.

(xii) On the voting page, you will see “**RESOLUTION DESCRIPTION**” and against the same the option “**YES/NO**” for voting. Select the option **YES** or **NO** as desired. The option **YES** implies that you **assent** to the Resolution and option **NO** implies that you **dissent** to the Resolution.

(xiii) Click on the “**RESOLUTIONS FILE LINK**” if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on “**SUBMIT**”. A confirmation box will be displayed. If you wish to confirm your vote, click on “**OK**”, else to change your vote, click on “**CANCEL**” and accordingly modify your vote.

(xv) Once you “**CONFIRM**” your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on “**Click here to print**” option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then Enter the **User ID** and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com .
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com , under help section or write an email to helpdesk.evoting@cdslindia.com .

Other Instructions

A) The voting rights of Members shall be in proportion to their share of the paid up share capital of the Company as on 27th August, 2021.

B) Mr. Vijay Yadav, Partner of M/s. AVS & Associates, Practicing Company Secretaries (Membership No.39251) has been appointed as the Scrutinizer to scrutinize the voting process (remote e-voting before AGM and e-voting at the time of AGM) in a fair and transparent manner.

C) Any person, who acquires the shares of the Company and become member of the Company after dispatch of notice and holding shares as on the Cut-off date i.e. 20th September, 2021 may obtain the login ID and password by sending the request at the email id helpdesk.evoting@cdslindia.com or to the Scrutinizer Mr. Vijay Yadav at Vijay.Yadav@avsassociates.co.in .

D) The Scrutinizer shall, within a period not exceeding two days from the conclusion of the e-voting period shall make a report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company/ AGM.

E) With respect to General Circular No. 20/2020 issued by the Ministry of Corporate Affairs on dated 5th May, 2020, read with Circular No. 02/2021 issued by Ministry of Corporate Affairs Dated 13th January, 2021 the facility for voting at the time of AGM through e-voting system shall be made available at the AGM and the members attending the AGM who have not cast

their votes by remote e-voting shall be able to exercise their right at the meeting through e-voting System.

F) Member can opt for only one mode of voting i.e. either through remote e-voting or e-voting System at the time of AGM. If a Member casts votes by both modes, then voting done through e-voting shall prevail and e-voting System shall be treated as invalid.

G) The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be eligible to cast their vote again.

H) The Results declared along with Scrutinizer's Report (s) will be available on the website of the Company (www.rubpro.com) within two working days of passing of resolutions and communication of the same to the BSE Limited.

By Order of the Board of Directors
For **THE RUBBER PRODUCTS LIMITED**

Sd/-

Jagmeet Singh Sabharwal
Director and Chief Executive Officer
DIN: 00270607

Place: Thane

Date: 27th August, 2021

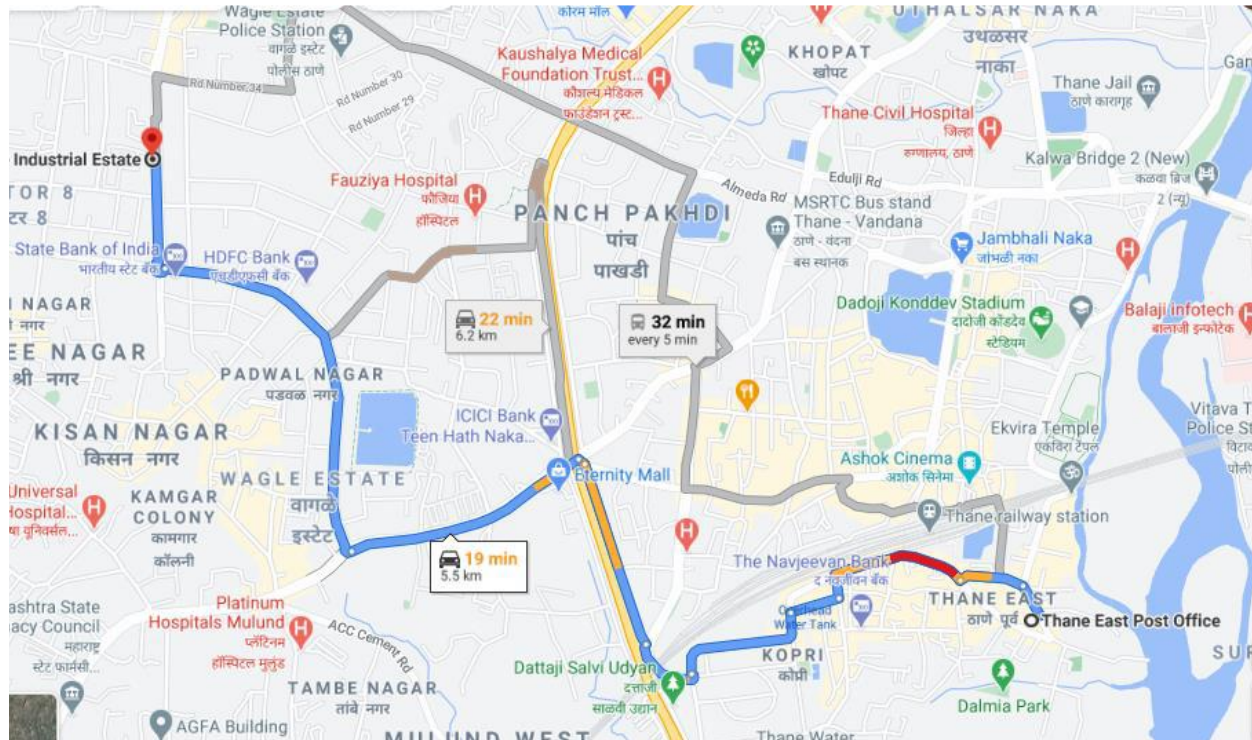
Registered Office:

Plot-C44, Road No.28, Wagle
Industrial Estate, Thane - 400604.

ANNEXURE TO THE NOTICE

Details of Director (s) seeking appointment/re-appointment at the Annual general Meeting (pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of Secretarial Standard - 2):

Particulars	Details
Name	Jagmeet Singh Sabharwal
Age	49 Years
Nature/Experience in functional area	22 Years in Oil seals, Hydraulic Cylinders, V-Belts & Transmissions
Qualification	Accounts degree from Mumbai University and a Diploma from London.
Terms and Condition of Appointment & Last Remuneration	Executive Director of the Company pursuant to NCLT, Mumbai Bench order dated 19.02.2019 Last Remuneration Drawn - Nil
Remuneration sought to be paid	Nil
Directorship in other companies including Listed Companies	Max Spare Limited United Van Der Horst Limited Accolade Properties Private Limited Gowal Consulting Services Private Limited INCO Colours (India) Private Limited B.R. Steel Products Private Limited
Membership of Committees of other Companies including Listed Company (Audit Committee /Nomination Remuneration Committee/Stakeholders Relationship Committee)	Max Spare Limited Committee: Corporate Social Responsibility Committee United Van Der Horst Limited Committee: 1. Audit Committee 2. Stakeholder Relationship Committee 3. Nomination Remuneration Committee
No. of Shares held in the Company as on June 30, 2021	20,43,950
First Appointment by the Board/NCLT	22/02/2019
Relationship with other Director, Manager & KMP	No Relation
Board Meeting attended (F.Y. 2020-21)	Eight
Justification appointment Independent Director	Not Applicable

ROUTE MAP:**Landmark: EMCO limited**

FORM NO MGT-11

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN: L25100MH1965PLC013379

Name of the Company: The Rubber Products Limited

Regd. Office: Plot-C44, Road No.28,

Wagle Industrial Estate, Thane - 400604

Email: rplcompliance1965@gmail.com

Website: www.rubpro.com

Tel.: 022-25822551

Fax : 022-2582 0876

Name of the Member(s):	
Registered Address:	
E mail Id:	
Folio No / Client ID:	
DP ID:	

I / We, being the member(s) of shares of the above-named company, hereby appoint:

Name: Address: or failing him

Name: Address: or failing him

Name: Address:

As my/our proxy to attend and vote including e-voting for me/us and on my/our behalf at the 55th Annual General Meeting of The Company, To Be Held on Monday 27th September, 2021 at 11.30 A.M. At Plot No. A/412, Road No.28, Wagle Estate, Thane (West)-400604, Maharashtra, India and At Any Adjournment Thereof in Respect of Such Resolutions as Are Indicated Below:

Sr. No.	Resolutions	For	Against
	Ordinary Business		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 including audited Balance sheet as at 31st March, 2021 and the statement of Profit & Loss A/c for the year ended on that date and the Report of the Board of Directors and Auditors thereon.		
2.	To appoint a Director in place of Mr. Jagmeet singh Sabharwal (DIN: 00270607) who retires by rotation and being eligible offers himself for re-appointment as a Director.		

Signed this _____ day of _____, 2021

Signature of the Shareholder. _____

Signature of Proxy holder(s). _____

Please affix the
Revenue Stamp
of Re. 1

Note: This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

The Rubber Products Limited

CIN: L25100MH1965PLC013379

Regd. Office: Plot-C44, Road No.28, Wagle Industrial Estate, Thane - 400604

Tel. 022-25822551, Fax: 022-2582 0876 Website: www.rubpro.com

55th ANNUAL GENERAL MEETING

Please fill this attendance slip and hand it over at the entrance of the venue of the meeting.

Name	
Address	
No. of shares held	
DP ID No.	
Client ID No.	
Regd. Folio No	

I certify that I am a member/ proxy / authorized representative for the member of the Company.

I hereby record my presence at the 55th Annual General Meeting of The Rubber Products Limited on Monday 27th September, 2021 at 11.30 A.M. At Plot No. A/412, Road No.28, Wagle Estate, Thane (West)-400604, Maharashtra, India

Name of the Member / proxy (in block letters)

Signature of the Member / Proxy

INSTRUCTIONS:

1. Proxy form shall be deposited with the Company either in person or through post not later than forty-eight hours before the commencement of the Meeting in relation to which they are deposited.
2. A Proxy form which does not state the name of the Proxy shall not be considered valid.
3. Undated Proxy shall not be considered valid.
4. An instrument of Proxy is valid only if it is properly stamped as per the applicable law.
5. Client ID/DP ID is not required to fill. Fill only Folio No. in Proxy Form and Attendance Slip.
6. Proxy form should be signed by the Shareholders and Proxy Holder. Attendance Slip should be signed by members/proxy holder along with name in block letters.
7. The Proxy-holder shall prove his identity at the time of attending the Meeting.
8. Polling Paper for voting will be provided at the venue of the Meeting.
9. If multiple proxies received for the same Member, the Proxy which is dated last shall be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple Proxies shall be treated as invalid.
10. Shareholders are requested to bring copy of Pan Card (self-certified) in the meeting as identity proof.
