



Transcript of Extra Ordinary General Meeting of the Company held on 05.05.2020

The 1st Extra Ordinary General Meeting ('EOGM) of F.Y. 2020-21 of the members of The Rubber products Limited ('Company') is held on Tuesday 5th May, 2020, at 11:00 a.m. through Video Conferencing in compliance with circulars of Ministry of Corporate Affairs ("MCA") dated April 8, 2020 and April 13, 2020 pertaining to conducting EOGM and clarification on passing ordinary and special resolutions by companies under the companies act, 2013 and the rules made thereunder on account of the threat posed by covid-19 at shorter notice with the consent of all the shareholders of the Company.

Total 6 shareholders were present out of 7. Since, the quorum was present; the meeting was commenced at 11 a.m. through Video Conferencing and transacted the business mentioned in the Notice of EOGM of the Company dated April 29, 2020.

Mr. Sameer Shinde, Company Secretary of the Company welcomed all the Directors and the shareholders of the Company to the EOGM of the Company. Then he introduced the Board members and Key managerial personnel's of the Company present in the meeting.

Mr. Jagmeet Singh Sabharwal Managing Director, CEO

Mr. S S Chaudhary : Independent Director

Mr. Akshay Veliyil: Director

Mr. Kalpesh Shah: CFO

Mr. Sameer Shinde : Company Secretary.

Due to other commitments Ms. Sonal Singh, Independent Director of the Company was not present in this meeting.

In compliance with the MCA circulars dated April 08, 2020 and April, 13 2020, attendance of Mr. SS Chaudhary, Independent Director and Statutory Auditor and Secretarial Auditor have been recorded in the meeting.

It was further informed to the members that, Mr. Vijay Yadav, Partner of M/s. AVS & Associates, Practicing Company Secretaries been appointed as the Scrutinizer to scrutinize the voting in a fair transparent manner by the Board of Directors.

Mr. Jagmeet Singh Sabharwal, Managing Director and Chief Executive Officer of the Company took the Chair with permission of shareholders present and preside over the meeting.

The Chairman extended a hearty welcome to all the Shareholders and Directors at the Meeting of the Company and called the meeting to order as requisite quorum for EOGM was present.



Then he delivered his speech. He addressed the members and presented the overview for which EOGM has been conducted in following manner:

He said, as already informed through the notice of this Extra Ordinary General Meeting, the agenda of today's general meeting is to take approval for issuing Corporate guarantee by the Company in one or more tranches in favour of Kotak Mahindra Bank Limited, Mumbai as per the terms of the borrowing in form of Term Loan borrowed by Max Spare Limited.

In this regard, members of the Company have already given their consent in their Extra Ordinary General Meeting held on 21st March, 2020 to provide corporate guarantee in favour of Kotak Mahindra Bank Limited, Mumbai ('Bank') as per the terms of the borrowing in form of Term Loan borrowed by Max Spare Limited for an amount not exceeding Rupees Twenty Crores.

In continuation to that, on the request made by the bank, there is need to increase the said corporate guarantee limit from an existing limit of Rupees Twenty Crores to the limit not exceeding Rupees Forty Eight Crores in favour Kotak Mahindra Bank Limited, Mumbai for an amount borrowed by Max Spare Limited. Max Spare Limited shall utilise borrowed amount for its working capital as well as for its principal business activities. Increase in limit of corporate guarantee requires shareholders' approval in form of Special Resolution under section 185 of the Companies Act, 2013.

Then he requested Mr. Sameer Shinde, to proceed further with the meeting to discuss the matter as stated.

Members are further informed that, in compliance with provisions of section 108 of Companies.

Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company has provided Remote e-voting facility to exercise their rights to vote at General Meeting by electronic means as well as Company has complied and followed all the guidelines and directions mentioned in the MCA Circulars dated April 08, 2020 and April, 13 2020 respectively.

The Chairman then invited the shareholders for specific queries, if any, relating to the issue of corporate guarantee to Max Spare Limited and necessity of taking approval under section 185 of the Companies Act, 2013.

Mr. Akshay Veliyil has proposed and Mrs. Lata Kaimal has seconded the proposed resolution.

After that, request has been made to all the shareholders to vote in the meeting who has not casted their votes on remote e-voting. Since, all the present shareholders have already casted their votes on remote e-voting which was ended on Monday, 4th May, 2020 at 5.00 p.m.



THE RUBBER PRODUCTS LIMITED

An ISO 9001:2008 Certified Company

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Mr. Sameer Shinde, Company Secretary of the Company requested the Scrutinizer to issue the voting results in the format specified by SEBI.

The Members informed that, results along with the Scrutinizer's Report will be submitted to the Stock Exchange(s) within prescribed timeline.

Company Secretary thanked the Members for attending the Meeting and for their wholehearted participation and announced the closure of business. There being no other business to transact, the meeting was concluded with a vote of thanks at 11:10 a.m.

Thanking You

For The Rubber Products Limited

SD/-

Jagmeet Singh Sabharwal

CEO & Managing Director

DIN: 00270607