



Elgi Rubber Company Limited

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**Declaration of results of the voting on resolution(s) set out in the
Notice of the 14th Annual General Meeting of the Company held through
Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 28th August, 2020**

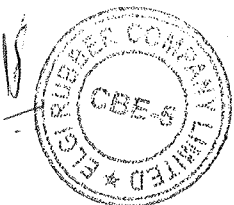
The 14th Annual General Meeting of the Company was held on Friday, 28th August, 2020, at 10:00 AM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No.20/2020 dated 5th May 2020 read with Circular No. 14/2020 dated 8th April 2020 and Circular No.17/2020 dated 13th April 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and the Circular dated 12th May, 2020 issued by the SEBI, to seek the approval of the members on the Resolution(s) as set out in the Notice dated 25th June, 2020.

Further, pursuant to the provisions of Section 108 and Section 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with the MCA Circulars, the Company had provided the members the facility to exercise their voting rights electronically through remote e-voting process and also, provided e-voting platform to the shareholders, who were present at the 14th Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote through remote e-voting, on the below mentioned resolution(s).

The Company has appointed Mr. R Jayachandran, Partner of M/s. RJC Associates, Chartered Accountants, Coimbatore, as the Scrutinizer to conduct the remote e-voting and the e-voting provided at the 14th Annual General Meeting in a fair and transparent manner and to ascertain the requisite majority.

Accordingly, the Scrutinizer has submitted his Combined Report for the remote e-voting process and the e-voting at the 14th Annual General Meeting dated 29th August, 2020 which has been attached hereto.

Based on the report of the Scrutinizer dated 29th August, 2020, it is hereby declared that the Resolution(s) under Item No(s).1 to 6 set out in the Notice dated 25th June, 2020, as detailed herein below, have been duly passed by the shareholders with requisite majority.



Item No.1 – Ordinary Resolution

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	30	3,25,03,809	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	30	3,25,03,809	100.00
- Assent	28	3,25,01,499	99.99
- Dissent	2	2,310	0.01

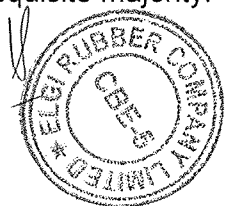
Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

Item No.2 – Ordinary Resolution

Confirmation of the interim dividend already paid as final dividend for the financial year 2019-20.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	30	3,25,03,809	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	30	3,25,03,809	100.00
- Assent	29	3,25,01,849	99.99
- Dissent	1	1,960	0.01

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.



Item No.3 – Ordinary Resolution

Re-appointment of Jairam Varadaraj (holding DIN: 00003361) as Director, who retires on rotation.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	30	3,25,03,809	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	30	3,25,03,809	100.00
- Assent	28	3,25,01,499	99.99
- Dissent	2	2,310	0.01

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

Item No.4 – Ordinary Resolution

Approval for the re-appointment of Mr. Sudarsan Varadaraj (DIN: 00133533) as Chairman and Managing Director for a period of 3 years with effect from 1st January 2021 and the remuneration payable to him.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	30	3,25,03,809	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	30	3,25,03,809	100.00
- Assent	28	3,25,01,499	99.99
- Dissent	2	2,310	0.01

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.



Item No.5 – Special Resolution

Approval to invite, accept or renew fixed deposits from public and/or members of the company.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	30	3,25,03,809	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	30	3,25,03,809	100.00
- Assent	28	3,25,01,499	99.99
- Dissent	2	2,310	0.01

Accordingly, the above Resolution is declared as passed as a **Special Resolution** with requisite majority.

Item No.6 – Ordinary Resolution

Ratification of the appointment and the payment of remuneration to M/s. P. Mohan Kumar & Co., (Firm Registration No.100490), Cost Accountants, for the financial year 2020-21.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	30	3,25,03,809	--
(b) Less: Invalid votes	--	--	--
(c) Net Valid E-Votes	30	3,25,03,809	100.00
- Assent	29	3,25,01,849	99.99
- Dissent	1	1,960	0.01

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

For Elgi Rubber Company Limited




Sudarsan Varadaraj
DIN: 00133533
Chairman and Managing Director

Date : 29th August, 2020
Place : Coimbatore