



Elgi Rubber Company Limited

2000 Trichy Road • Coimbatore 641 005 • India • CIN : L25119TZ2006PLC013144
+91 (422) 232 1000 • info@in.elgirubber.com • www.elgirubber.com

13th September, 2016

To,
Central Depository Services (India) Limited,
17th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

Declaration of results of the voting on resolutions set out in the notice of the 10th Annual General Meeting of the Company held on 12th september, 2016

The 10th Annual General Meeting of the Company was convened on Monday, the 12th day of September, 2016 at 04.00 pm at "Siruthuli", Noyyal Life Centre, Sungam Bye Pass Road, South of Railway Bridge, Coimbatore – 641045, Tamil Nadu, India, to seek the approval of the members on the resolutions as set out in the notice dated 30th May 2016.

Further, pursuant to Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 (as amended) and pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the members the facility to vote electronically and also by poll on the below mentioned resolutions and had appointed Mr. R. Jayachandran, FCA, ACS, Partner, M/s. RJC Associates, Chartered Accountants, Coimbatore, as scrutinizer to conduct the voting in a fair and transparent manner.

The scrutinizer has submitted his report on remote e-voting and poll which has been attached hereto.

Accordingly, based on the Report of the Scrutinizer dated 13th September 2016 (attached), Resolution Nos. 1 to 5 as set out in the notice dated 30th May 2016, as detailed below have been passed by the shareholders.

1.	Detail of the Agenda:	Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM
2.	Detail of the Agenda:	Declaration of Dividend on the Equity Shares of the Company for the financial year ended 31st March, 2016
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM
3	Detail of the Agenda:	Re-appointment of Jairam Varadaraj (DIN: 00058056) as a Director on retirement by rotation
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM



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4	Detail of the Agenda:	Ratification of the appointment of M/s. Reddy, Goud & Janardhan (Firm Registration No. 003254S), Chartered Accountants, as Statutory Auditors of the Company for the financial year 2016-17
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM
5	Detail of the Agenda:	Ratification of the appointment and the payment of remuneration to M/s. P. Mohan Kumar & Co. (Firm Registration No. 100490), Cost Auditors of the Company, for the financial year 2016-17
	Resolution Required:	Ordinary Resolution
	Mode of voting:	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM

For Elgi Rubber Company Limited

Sudarsan Varadaraj
DIN : 00133533
Chairman & Managing Director

Date : 13th September, 2016
Place : Coimbatore

RJC ASSOCIATES

Chartered Accountants

R. Jayachandran FCA ACS
M. Prabhakar FCA
PARTNERS

Flat F-1, 'B' Block
Aditya Apartments, 1152, Trichy Road
COIMBATORE - 641 045. Ph : 2313577, 2316544
E-mail : rjcasso@hotmail.com,
rjayachandranfca@gmail.com

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL
(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and
Rule 21 of the Companies (Management and Administration) Rules, 2014 - as amended)

Date: 13th September 2016

To
The Chairman
10th Annual General Meeting of the Equity Shareholders of
M/s. ELGI RUBBER COMPANY LIMITED
(L25119TZ2006PLC013144)
Held on Monday, the 12th day of September, 2016 at 04.00 pm at
"Siruthuli", Noyyal Life Centre, Sungam Bye Pass Road,
South of Railway Bridge, Coimbatore - 641045,
Tamil Nadu, India

Dear Sir,

Sub: Passing of Resolution through Remote E-voting Process and through Poll
conducted at the 10th Annual General Meeting of M/s. ELGI RUBBER COMPANY
LIMITED held on 12th September, 2016.

I, R. Jayachandran, FCA, ACS, Partner, M/s. RJC Associates, Chartered Accountants, Coimbatore, have been appointed by the Board of Directors of M/s. ELGI RUBBER COMPANY LIMITED ("the Company") as a Scrutinizer for the remote e-voting process held between Friday, the 9th day of September, 2016 at 9:00 AM to Sunday, the 11th day of September, 2016 till 5:00 PM and for the poll taken at the 10th Annual General Meeting of the Company held on Monday, the 12th day of September, 2016 at 04.00 pm at "Siruthuli", Noyyal Life Centre, Sungam Bye Pass Road, South of Railway Bridge, Coimbatore - 641045, Tamil Nadu, India, on the Resolution(s) set out under Item No.1 to Item No.5 in the Notice convening the said 10th Annual General Meeting dated 30th May, 2016.



Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made there under in relation to exercising of voting rights through remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 10th Annual General Meeting dated 30th May, 2016.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 10th Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No.1 to Item No.5 in the Notice convening the 10th Annual General Meeting, based on the reports generated from the e-voting portal provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 10th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 13th September, 2016 on the remote e-voting process and also a separate Scrutinizer's Report dated 13th September, 2016 in the prescribed Form No. MGT-13 on the Poll taken at the 10th Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), as under;



Ordinary Business

Resolution No: 1

Ordinary resolution

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon

VOTES CAST IN FAVOUR OF THE RESOLUTION

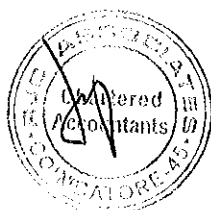
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	24	30874096	100.00
Poll	32	23439	100.00
Total Voting	56	30897535	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	4	2237
Total Voting	4	2237



Ordinary Business

Resolution No: 2

Ordinary resolution

Declaration of Dividend on the Equity Shares of the Company for the financial year ended 31st March, 2016

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	24	30874096	100.00
Poll	32	23439	100.00
Total Voting	56	30897535	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	4	2237
Total Voting	4	2237



Ordinary Business

Resolution No: 3

Ordinary resolution

Re-appointment of Jairam Varadaraj (DIN: 00058056) as a Director on retirement by rotation

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	24	30874096	100.00
Poll	32	23439	100.00
Total Voting	56	30897535	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	4	2237
Total Voting	4	2237



Ordinary Business

Resolution No: 4

Ordinary resolution

Ratification of the appointment of M/s. Reddy, Goud & Janardhan (Firm Registration No. 003254S), Chartered Accountants, as Statutory Auditors of the Company for the financial year 2016-17

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	24	30874096	100.00
Poll	32	23439	100.00
Total Voting	56	30897535	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	4	2237
Total Voting	4	2237



Special Business

Resolution No: 5

Ordinary resolution

Ratification of the appointment and the payment of remuneration to M/s. P. Mohan Kumar & Co. (Firm Registration No. 100490), Cost Auditors of the Company, for the financial year 2016-17

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	24	30874096	100.00
Poll	32	23439	100.00
Total Voting	56	30897535	100.00

VOTES CAST AGAINST THE RESOLUTION

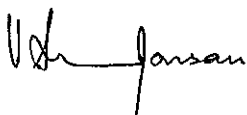
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	4	2237
Total Voting	4	2237

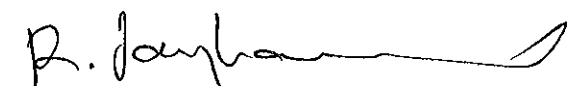
Based on the Scrutinizer's Report, Resolution Nos. 1 to 5 have been passed unanimously.

For Elgi Rubber Company Limited



Chairman & Managing Director

Yours faithfully,



R. Jayachandran FCA, ACS
Membership No. 021848
Partner, RJC Associates
Chartered Accountants

F-1, B Block, Aditya Apartments,
1152, Trichy Road, Coimbatore-641045

