

ANNEXURE I

Format to be Submitted by listed entity on quarterly basis

1. Name of Listed Entity – Elgi Rubber Company Limited
2. Quarter ending – 31.03.2020

I. Composition of Board of Directors

Title (Mr./Mrs)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of Re-ApPOINTment	Date of Cessation	Tenure	Whether special resolution passed?	No. of Directorship in listed entities including this listed entity (in reference to proviso to regulation 17A (1))	No of Independent Directorship in listed entities including this listed entity (in reference to proviso to regulation 17A (1))	No of membership in Audit/Stakeholder Committee(s) including this listed entity	No of Post Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity
Mr.	Sudarsan Varadaraj	00133533	AGVPS9449J	Executive - Chairman – Managing Director	16/10/2006	01/01/2016	-	-	NA	4	1	2	-
Mr.	Jairam Varadaraj	00003361	AAZPJ2601H	Non Executive – Non Independent	06/01/2011	-	-	-	NA	5	1	3	-
Mr.	Muthuswamy Duraiswami Selvaraj	00001608	ABPPS1100D	Non Executive – Independent	06/01/2011	27/09/2019	-	66 months	Yes	1	1	-	2
Mr.	Suresh Jagannathan	00011326	ACBPJ1194K	Non Executive – Non Independent	06/01/2011	-	-	-	NA	3	-	2	-
Mr.	Panchapakesan Vijay Raghunath	00002963	AARPR1774K	Non Executive – Independent	06/01/2011	27/09/2019	-	66 months	Yes	2	2	2	-
Mrs.	Vidyasankar Bhuvaneshwari	01628512	ADOPB4127E	Non Executive – Independent	31/07/2014	27/09/2019	-	66 months	Yes	3	3	2	-

II. Composition of Committees

Audit Committee

S.No	Name of the Director	Category	Chairperson/Membership	Date of Appointment
1	Muthuswamy Duraiswami Selvaraj	Non Executive – Independent	Chairman	06/01/2011
2	Suresh Jagannathan	Non Executive – Non Independent	Member	06/01/2011
3	Panchapakesan Vijay Raghunath	Non Executive – Independent	Member	06/01/2011
4	Vidyasankar Bhuvaneshwari	Non Executive – Independent	Member	09/08/2018

Stakeholders Relationship Committee

S.No	Name of the Director	Category	Chairperson/Membership	Date of Appointment
1	Muthuswamy Duraiswami Selvaraj	Non Executive – Independent	Chairman	06/01/2011
2	Panchapakesan Vijay Raghunath	Non Executive – Independent	Member	06/01/2011
3	Sudarsan Varadaraj	Executive - Chairman – Managing Director	Member	06/01/2011

Nomination and Remuneration Committee

S.No	Name of the Director	Category	Chairperson/Membership	Date of Appointment
1	Muthuswamy Duraiswami Selvaraj	Non Executive – Independent	Chairman	06/01/2011
2	Suresh Jagannathan	Non Executive – Non Independent	Member	06/01/2011
3	Panchapakesan Vijay Raghunath	Non Executive – Independent	Member	25/01/2012
4	Vidyasankar Bhuvaneshwari	Non Executive – Independent	Member	09/08/2018

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of quorum met (details)	Number of Directors Present	Number of Independent Directors Present	Maximum gap between any two consecutive (in number of days)
14 Nov 2019	-	-	-	-	-
20 Dec 2019	13 Feb 2020	Yes	6	3	54
-	6 Mar 2020	Yes	5	3	21

IV. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of quorum met (details)	Number of Directors Present	Number of Independent Directors Present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee	13 Feb 2020	Yes	3	3	14 Nov 2019	90

V. Related Party Transactions

Subject	Compliance status (yes/NO/NA)	Remarks
Whether prior approval of audit committee obtained	Yes	-
Whether shareholder approval obtained for material RPT	NA	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	-

Disclosure of notes on related party transactions and Disclosure Of notes of material related party transactions

VI. Affirmations

1. The Composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulation, 2015.
2. The composition of the following Committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015
4. The meetings of the board of directors and the above committees have been conducted in the manner specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors -
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : Santhanakrishnan V
Designation : Company Secretary & Compliance Officer

Annexure II**I. Disclosure on website in terms of Listing Regulations**

Item	Compliance status (Yes/No/NA)	Web address
Details of business	Yes	www.elgirubber.com
Terms and conditions of appointment of independent directors	Yes	www.elgirubber.com
Composition of various committees of board of directors	Yes	www.elgirubber.com
Code of conduct of board of directors and senior management personnel	Yes	www.elgirubber.com
Details of establishment of vigil mechanism/whistle blower policy	Yes	www.elgirubber.com
Criteria of making payments to non-executive directors	NA	
Policy on dealing with related party transactions	Yes	www.elgirubber.com
Policy for determining 'material' subsidiaries	Yes	www.elgirubber.com
Details of familiarization programmes imparted to independent director	Yes	www.elgirubber.com
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.elgirubber.com
email address for grievance redressal and other relevant details	Yes	www.elgirubber.com
Financial results	Yes	www.elgirubber.com
Shareholding Pattern	Yes	www.elgirubber.com
Details of agreements entered into with the media companies and/or their associates	NA	
New name and the old name of the listed entity	NA	

II Annual Affirmations

Particulars	Regulation Number	compliance status (yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	
Board Composition	17(1)	Yes
Meeting of Board of Directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/Compensation	17(6)	NA
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Director	17(10)	Yes
Composition of Audit committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition Of nomination & remuneration Committee	179(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21 (1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy of related party transactions	23(1),(5),(6),(9) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2),(3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
Maximum directorship & Tenure	25(1) 7 (2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmations with Compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to obligations of directors and senior management	26(2) & 26(5)	Yes

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

Name : Santhanakrishnan V
Designation : Company Secretary & Compliance Officer