

**ANNEXURE I****Format to be Submitted by listed entity on quarterly basis**

1. Name of Listed Entity – **Elgi Rubber Company Limited**  
 2. Quarter ending – **30.09.2019**

**I. Composition of Board of Directors**

Title (Mr./Mrs)	Name of the Director	DIN	PAN	Category (chairperson/Executive/Non-Executive/Independent/Non-Executive/Independent/Non-Executive/Independent)	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	-
	Muthuswamy Duraiswami Selvaraj	00001608	ABPPS1100D	Non Executive – Independent	06/01/2011	27/09/2019	-	60 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	-	60 months	Yes	2	2	2	-
Mrs.	Vidyasankar Bhuvaneshwari	01628512	ADOPB4127E	Non Executive – Independent	31/07/2014	27/09/2019	-	60 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)
20 May 2019	1 Aug 2019	Yes	6	3	72

**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	1 Aug 2019	Yes	4	3	20 May 2019	72

**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 III**

<b>Affirmations</b>			
<b>S.No</b>	<b>Board heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website.	46(2)	YES
2	Presence of Chairperson of Audit Committee at the Annual general Meeting.	18(1)(d)	YES
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	YES
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general .	20(3)	YES
5	Whether "Corporate Governance Report" disclosed in annual Report.	34(3) read with para C of Schedule V	YES