

ANNEXURE I

Format to be Submitted by listed entity on quarterly basis

1. Name of Listed Entity – Elgi Rubber Company Limited
2. Quarter ending – 31st March 2023

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 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 [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(s) held in listed entities including this listed entity
Mr	Sudarsan Varadaraj	00133533	AGVPS9449J	Executive - Chairman – Managing Director	16/10/2006	01/01/2016	-	102.04	NA	4	2	4	0
Mr	Jairam Varadaraj	00003361	AAZPJ2601H	Non Executive – Non Independent	06/01/2011	-	-	102.04	NA	5	3	5	1
Mr	Muhuswamy Doraiswami Selva	00001608	ABPPS1100D	Non Executive – Independent	06/01/2011	27/09/2019	-	102.04	Yes	1	1	2	2
Mr	Vijayraghunath	00002963	AARPR1774K	Non Executive – Independent	06/01/2011	27/09/2019	-	102.04	Yes	2	2	3	0
Mrs	Vidyasankar Bhuvaneshwari	01628512	ADOPB4127E	Non Executive – Independent	31/07/2014	27/09/2019	-	102.04	Yes	3	3	3	0
Mr	Harsha Varadaraj	06856957	ACKPH1239A	Executive Director	06/11/2020	-	-	102.04	NA	1	0	0	0

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	Vijayraghunath	Non Executive – Independent	Member	06/01/2011
3	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	Vijayraghunath	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	Vijayraghunath	Non Executive – Independent	Member	25/01/2012
3	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)
10-11-2022		Yes	4	3	
	09-02-2023	Yes	4	3	90
	20-03-2023	Yes	6	3	38

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	Maximum gap between any two consecutive (in number of days)
Audit Committee	10-11-2023	Yes	3	3	90
	09-02-2023	Yes	3	3	

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

- The Composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulation, 2015. - **Yes**
- The composition of the following Committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee - **Yes**
 - Nomination & remuneration committee - **Yes**
 - Stakeholders relationship committee - **Yes**
 - Risk management committee (applicable to the top 100 listed entities) - **NA**
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - **Yes**
- 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 - **Yes**
 - This report and/or the report submitted in the previous quarter has been placed before Board of Directors - **Yes**
 - Any comments/observations/advice of Board of Directors may be mentioned here:

Name : G Sasikumar
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	Yes	www.elgirubber.com
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 designator/analysts of the listed entity who are responsible for assisting and training investor/analysts	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	-
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA	-
New name and the old name of the listed entity	NA	-
Advertisements as per Regulation 47(1)	Yes	www.elgirubber.com
credit rating or revision in credit rating obtained	Yes	www.elgirubber.com
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	www.elgirubber.com
Whether Company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.elgirubber.com
Materiality policy as per Regulation 30	Yes	www.elgirubber.com
Dividend Distribution Policy as per Regulation 43A (as applicable)	NA	-
As certified that these contents on the website of the listed entity are correct	Yes	www.elgirubber.com
Disclosure of notes on website in terms of listing Regulations explanatory	-	-

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)	Yes
Board Composition	17(1), 17(1A) & 17 (1B)	Yes
Meeting of Board of Directors	17(2)	Yes
Quorum of Board Meeting	17(2A)	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)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Director	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination & Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholders Relationship Committee	20(3A)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Meeting of Risk Management Committee	21(3A)	NA
Vigil Mechanism	22	Yes
Policy of related party transactions	23(1),(1A),(5),(6),(7)&(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)	NA
Disclosure of related party transaction on consolidation basis	23(9)	Yes
Composition of Board of Directors of unlisted material subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Annual Secretarial compliance report	24(A)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
D & O Insurance for Independent Directors	25(10)	NA
Membership of 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

Annexure III

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

Name : G Sasikumar
Designation : Company Secretary & Compliance Officer