



Elgi Rubber Company Limited

2000 Trichy Road • Coimbatore 641 005 • India • CIN : L25119TZ2006PLC013144
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13th August 2019

To

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G
BandraKurla Complex, Bandra, East
Mumbai - 400 051

Dear Sir/Madam,

Sub: Submission of the copy of the combined Scrutinizer's Report in respect of the 13th Annual General Meeting of the Company held on 12th August 2019

This is to inform that the 13th Annual General Meeting of the Company was duly held on Monday the 12th day of August, 2019 at 04:00 PM at "Siruthuli", Noyyal Life Centre, Sungam Bye Pass Road, South of Railway Bridge, Coimbatore - 641045, Tamil Nadu, India.

Based on the Combined Scrutinizer's Report dated 13th August, 2019, all the following resolution(s), as set out under Sl. No. 1 to 6 in the Notice convening the 13th Annual General Meeting dated 20th May, 2019 were duly passed by the shareholders with requisite majority.

1. Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and the Auditors thereon (Ordinary Resolution);
2. Re-appointment of Sri. Suresh Jagannathan (DIN: 00011326) as a Director on retirement by rotation (Ordinary Resolution);
3. Re-appointment of Sri. M D Selvaraj (DIN: 00001608) as an Independent Director for the second term of 5 consecutive years, with effect from September 27, 2019 (Special Resolution);
4. Re-appointment of Sri. P Vijay Raghunath (DIN: 00002963) as an Independent Director for the second term of 5 consecutive years, with effect from September 27, 2019 (Special Resolution);
5. Re-appointment of Smt. V Bhuvaneshwari (DIN: 01628512) as an Independent Director for the second term of 5 consecutive years, with effect from September 27, 2019 (Special Resolution); and
6. Ratification of the appointment of and the payment of remuneration to M/s. P Mohan Kumar & Co., Cost Accountants (Firm Registration No.100490), Cost Auditor of the Company for the financial year 2019-20 (Ordinary Resolution);



A copy of the combined Scrutinizer Report on remote e-voting and poll conducted at the venue of the 13th Annual General Meeting is also attached herewith.

Kindly take this intimation on record.

Thanking you

Yours faithfully

For Elgi Rubber Company Limited



V Santhanakrishnan
Company Secretary



RJC ASSOCIATES

Chartered Accountants

R. Jeyachandran FCA ACS
M. Prabhakar FCA
PARTNERS

Flat F-1, 'B' Block
Aditya Apartments, 1152, Trichy Road
COIMBATORE - 641 045. Ph : 2313577
E-mail : rjcasso@hotmail.com,
rjayachandranfca@gmail.com
GSTIN : 33AAGFR0123B1Z2

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)

To

The Chairman

13thAnnual General Meeting of the Equity Shareholders of

M/s. ELGI RUBBER COMPANY LIMITED

(CIN: L25119TZ2006PLC013144)

Held on Monday the 12th day of August, 2019 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 13th Annual General Meeting of M/s.Elgi Rubber Company
Limitedheld on 12thAugust,2019

I, R Jayachandran, FCA., ACS., Partner of 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 the Scrutinizer for the remote e-voting process held between Friday the 9thday of August, 2019 at 9:00 A:M and ended on Sunday the 11th day of August, 2019 at 5:00 P:M and for the poll taken at the 13thAnnual General Meeting of the Company held on Monday the 12th day of August, 2019 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.6 in the Notice convening the said 13th Annual General Meeting dated 20thMay,2019.



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 thereunder 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 13th Annual General Meeting dated 20th May, 2019.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 13th 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(s).1 to 6 in the Notice convening the 13th Annual General Meeting, based on the reports generated from the e-voting portal provided by the Link Intime India Private Limited (LIPL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 13th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 13th August, 2019 on the remote e-voting process and also a separate Scrutinizer's Report dated 13th August, 2019 in the prescribed Form No. MGT-13 on the Poll taken at the 13th 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 31stMarch, 2019 together with the Reports of the Board of Directors and the 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	15	3,00,12,184	99.99
Poll	35	22,61,607	100.00
Total Voting	50	3,22,73,791	99.99

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	1	1,960	0.01
Poll	0	0	0.00
Total Voting	1	1,960	0.01

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	185
Total Voting	2	185



Ordinary Business

Resolution No: 2

Ordinary resolution

Re-appointment of Sri. Suresh Jagannathan (DIN: 00011326) 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	15	3,00,12,184	99.99
Poll	35	22,61,607	100.00
Total Voting	50	3,22,73,791	99.99

VOTES CAST AGAINST THE RESOLUTION

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Total Voting	1	1,960	0.01

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	185
Total Voting	2	185



Special Business

Resolution No: 3

Special resolution

Re-appointment of Sri. M D Selvaraj (DIN: 00001608) as an Independent Director for the second term of 5 consecutive years, with effect from September 27, 2019.

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	15	3,00,12,184	99.99
Poll	35	22,61,607	100.00
Total Voting	50	3,22,73,791	99.99

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	1	1,960	0.01
Poll	0	0	0.00
Total Voting	1	1,960	0.01

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	185
Total Voting	2	185



Special Business

Resolution No: 4

Special resolution

Re-appointment of Sri. P Vijay Raghunath (DIN: 00002963) as an Independent Director for the second term of 5 consecutive years, with effect from September 27, 2019.

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	15	3,00,12,184	99.99
Poll	35	22,61,607	100.00
Total Voting	50	3,22,73,791	99.99

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	1	1,960	0.01
Poll	0	0	0.00
Total Voting	1	1,960	0.01

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	185
Total Voting	2	185



Special Business

Resolution No: 5

Special resolution

Re-appointment of Smt. V Bhuvaneshwari (DIN: 01628512) as an Independent Director for the second term of 5 consecutive years, with effect from September 27, 2019.

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	15	3,00,12,184	99.99
Poll	35	22,61,607	100.00
Total Voting	50	3,22,73,791	99.99

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	1	1,960	0.01
Poll	0	0	0.00
Total Voting	1	1,960	0.01

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	185
Total Voting	2	185



Special Business

Resolution No: 6

Ordinary resolution

Ratification of the appointment of and the payment of remuneration to M/s. P Mohan Kumar & Co., Cost Accountants (Firm Registration No.100490), Cost Auditor of the Company for the financial year 2019-20.

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	15	3,00,12,184	99.99
Poll	35	22,61,607	100.00
Total Voting	50	3,22,73,791	99.99

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	1	1,960	0.01
Poll	0	0	0.00
Total Voting	1	1,960	0.01

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	185
Total Voting	2	185

*Based on the Scrutinizer's Report
Resolution(s) No(s).1 to 6 have been
passed with requisite majority*


For Elgi Rubber Company Limited


Sudarsan Varadaraj
Chairman & Managing Director

Place :Coimbatore

Date :13th August, 2019

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
UDIN: 19021848AAAIC3907

