



Elgi Rubber Company Limited

Super A Unit • Coimbatore Private Industrial Estate • Kuruchi • Coimbatore 641 021 • India • CIN :L25119TZ2006PLC013144,
+91 (422) 232 1000 • info@in.elgirubber.com • www.elgirubber.com

Ref: ERCL/SEC/2024/AUG/06

14th August, 2024

The Manager - Listing
The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra East, Mumbai - 400 051

Dear Sir / Madam,

Sub : Submission of Voting Results of the 18th Annual General Meeting along with the Scrutinizer's Report pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Symbol: ELGIRUBCO

Pursuant to Regulation 44 of the Listing Regulations we enclose herewith the declaration of the voting results of the 18th Annual General Meeting of the Company held on Wednesday, August 14, 2024, at 10:30 AM (IST) through video conferencing / Other Audio-Visual Means along with the Combined Scrutinizer's Report dated August 14, 2024.

A copy of the above would be placed on the website of the Company (www.elgirubber.com) and on the website of Link Intime India Private Limited (LIPL), the e-voting agency (<https://instavote.linkintime.co.in>).

Kindly take the same on record.

Thanking you,
For Elgi Rubber Company Limited

Faizur Rehman Allaudeen
Company Secretary & Compliance Officer
ACS 70055

Encl: As above



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**Declaration of results of the voting on resolution(s) set out in the
Notice of the 18th Annual General Meeting of the Company held through
Video Conferencing (VC) / Other Audio-Visual Means (OAVM) on 14th August, 2024**

The 18th Annual General Meeting of the Company was held on Wednesday, 14th August, 2024, at 10:30 AM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 96 and 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings (SS-2) and the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") from time to time of the members on the Resolution(s) as set out in the Notice dated 30th May, 2024.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Secretarial Standards on General Meetings (SS-2) read with the relevant MCA Circulars and SEBI Circulars, the Company had provided the members the facility to exercise their voting rights electronically through remote e-voting process and also provided e-voting platform to the shareholders, who were present at the 18th Annual General Meeting through video conferencing / other audio visual means and who had not cast their vote through remote e-voting, on the below mentioned resolution(s).

The Company had appointed R. Jeyachandran, FCA., ACS., Partner of M/s. RJC Associates, Chartered Accountants, Coimbatore, as the Scrutinizer to conduct the remote e-voting and the e-voting facilities provided at the 18th Annual General Meeting in a fair and transparent manner and to ascertain the requisite majority.

Accordingly, the Scrutinizer has submitted his Combined Report for the remote e-voting process and the e-voting at the 18th Annual General Meeting dated 14th August, 2024 which has been attached hereto.

Based on the consolidated report of the Scrutinizer dated 14th August, 2024, it is hereby declared that the Resolution(s) under Item No(s).1 to 4 set out in the Notice dated 30th May, 2024, as detailed herein below, have been passed by the shareholders with requisite majority.



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Item No.1 – Ordinary Resolution

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 together with notes and the reports of the Board of Directors and the Auditors thereon.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	54	3,31,49,040	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	54	3,31,49,040	100.00
- Assent	53	3,31,48,290	100.00
- Dissent	1	750	Negligible

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

Item No.2 – Ordinary Resolution

Re-appointment of Harsha Varadaraj (DIN: 06856957) as Director, who retires by rotation.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	54	3,31,49,040	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	54	3,31,49,040	100.00
- Assent	53	3,31,48,290	100.00
- Dissent	1	750	Negligible

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.



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Item No.3 – Special Resolution

Approval for appointment of Sarathraj Selvakumar (DIN: 08904057) as a Non-Executive Independent Director for a first term of 5 (five) consecutive years effective from August 14, 2024 to August 13, 2029.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	54	3,31,49,040	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	54	3,31,49,040	100.00
- Assent	53	3,31,48,290	100.00
- Dissent	1	750	Negligible

Accordingly, the above Resolution is declared as passed as a **Special Resolution** with requisite majority.

Item No.4 – OrdinaryResolution

Ratification of the re-appointment and the payment of remuneration to M/s. P. Mohan Kumar & Co., (Firm Registration No.100490), Cost Accountants, for the financial year 2024-25.

Particulars	No. of E-Votes	No. of Shares	Percentage to valid votes
(a) Total E- Votes Received	54	3,31,49,040	--
(b) Less: Invalid votes	0	0	--
(c) Net Valid E-Votes	54	3,31,49,040	100.00
- Assent	53	3,31,48,290	100.00
- Dissent	1	750	Negligible

Accordingly, the above Resolution is declared as passed as an **Ordinary Resolution** with requisite majority.

Date :14.08.2024
Place : Coimbatore

For Elgi Rubber Company Limited

Sudarsan Varadaraj
DIN: 00133533
Chairman & Managing Director

**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND
E-VOTING AT THE ANNUAL GENERAL MEETING**

**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management and Administration) Rules, 2014 - as amended and
Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2)]**

To

The Chairman and Managing Director
18th Annual General Meeting of the Equity Shareholders of
M/s. ELGI RUBBER COMPANY LIMITED
(CIN: L25119TZ2006PLC013144)
Held on Wednesday, 14th August, 2024, at 10:30 AM (IST)
Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir,

**Sub: Scrutinizer's report on remote e-voting and e-voting conducted at the 18th
Annual General Meeting of M/s. Elgi Rubber Company Limited held on
14th August, 2024**

I, R Jeyachandran, 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 purpose of scrutinizing the remote e-voting process and the e-voting conducted at the 18th Annual General Meeting in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting and e-voting at the 18th Annual General Meeting on the resolution(s) as set out in the Notice convening the 18th Annual General Meeting of the Company held on Wednesday, 14th August, 2024, at 10:30 AM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings (SS-2) and the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") from time to time permitting the conduct of the Annual General Meeting through VC/OAVM facility.



- d. Upon the commencement of the 18th Annual General Meeting, the e-voting platform was made available to the shareholders, who were present at the 18th Annual General Meeting through video conferencing / other audio-visual means and who had not cast their vote on the resolution(s) through remote e-voting, to cast their vote through e-voting facility at the said 18th Annual General Meeting. After the conclusion of the proceedings at 11:00 AM (IST), the e-voting facility was extended for another 15 minutes to enable the members to cast their votes. Thereafter, the e-voting facility provided at the meeting was disabled at the conclusion of the Annual General Meeting.
- e. I, as the Scrutinizer, unblocked the votes cast by the Shareholders of the Company through the e-voting process, on 14th August 2024 at 11:27 AM (IST) in the presence of Mr. John Manoj A (Witness No.1) and Ms. Sahitya S (Witness No.2), who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).
- f. Thereafter, the details containing *inter alia* the list of Equity Shareholders of the Company, who have cast "for" or "against" each of the resolution(s) that were put to vote through remote e-voting process and e-voting at the meeting, were generated from the e-voting portal of M/s. Link Intime India Private Limited ("LIPL").
- g. I have scrutinized the votes cast by remote e-voting and by e-voting at the Annual General Meeting and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).
- h. Based on the reports generated from the e-voting portal of M/s. Link Intime India Private Limited ("LIPL"), I hereby submit my Combined Report on the results of the votes cast by the shareholders of the Company through remote e-voting and e-voting at the meeting on the resolution(s) as set out under Item No.1 to Item No.4 in the Notice convening the 18th Annual General Meeting as under:



ORDINARY BUSINESS

Item No: 1

Ordinary resolution

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 together with notes and 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	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	28	3,31,27,398	100.00
E-Voting at AGM	25	20,892	100.00
Total Voting	53	3,31,48,290	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	750	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	1	750	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 1 may be considered as passed with requisite majority.



ORDINARY BUSINESS

Item No: 2

Ordinary resolution

Re-appointment of Harsha Varadaraj (DIN: 06856957) as Director, who retires by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	28	3,31,27,398	100.00
E-Voting at AGM	25	20,892	100.00
Total Voting	53	3,31,48,290	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	750	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	1	750	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed with requisite majority.



SPECIAL BUSINESS

Item No: 3

Special Resolution

Approval for appointment of Sarathraj Selvakumar (DIN: 08904057) as a Non-Executive Independent Director for a first term of 5 (five) consecutive years effective from August 14, 2024 to August 13, 2029.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	28	3,31,27,398	100.00
E-Voting at AGM	25	20,892	100.00
Total Voting	53	3,31,48,290	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	750	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	1	750	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Special Resolution as given in Item No. 3 may be considered as passed with requisite majority.



SPECIAL BUSINESS

Item No: 4

Ordinary Resolution

Ratification of the re-appointment and the payment of remuneration to M/s. P. Mohan Kumar & Co., (Firm Registration No.100490), Cost Accountants, for the financial year 2024-25.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	28	3,31,27,398	100.00
E-Voting at AGM	25	20,892	100.00
Total Voting	53	3,31,48,290	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	1	750	Negligible
E-Voting at AGM	0	0	0.00
Total Voting	1	750	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	0	0
E-Voting at AGM	0	0
Total Voting	0	0

Note: Thus, the Ordinary Resolution as given in Item No. 4 may be considered as passed with requisite majority.

Yours faithfully

Based on the
Scrutinizer's Report,
the Resolution Nos. 1
to 4 have been passed
with requisite majority

Place : Coimbatore
Date : 14.08.2024

For Elgi Rubber Company Limited

Sudarsan Varadaraj
DIN:00133533
Chairman & Managing Director

For RJC Associates
Chartered Accountants
FRN: 003496S


R. Jeyachandran
Partner. M No: 021848

UDIN: 24021848BKBUOM1390