



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/2023/OCT/03

30th October, 2023

The Manager - Listing
The National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai - 400 051

Dear Sir / Madam,

Sub : Submission of Voting Results for Postal Ballot along with the Scrutinizer's Report pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Symbol: ELGIRUBCO

Further to our intimation letter dated 28th September, 2023 regarding dispatch of Postal Ballot Notice dated 13th September, 2023 for obtaining approval of the shareholders by means of passing necessary special resolution(s), as given herein below:-

- (1) To consider and to grant approval to sell or otherwise dispose off the Aircraft Tyre Retreading business of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- (2) To consider and to grant approval to sell or otherwise dispose off certain immovable properties (being non-core assets), comprising of land and buildings, of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,

We would like to inform that the Postal Ballot process (through remote e-voting) was concluded on Saturday, 28th October, 2023 at 05:00 PM (IST).

In this connection, we enclose herewith the following:

1. Declaration of voting results of the Postal Ballot conducted through remote e-voting means dated 30th October, 2023;
2. Scrutinizer's Report dated 29th October, 2023;



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The postal ballot voting results along with the Scrutinizer's Report dated 29th October, 2023 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
Membership No.A70055



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Declaration of results of the voting on resolution(s) set out in the Postal Ballot Notice dated September 13, 2023

Pursuant to Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circular(s) issued by the Ministry of Corporate Affairs, Government of India from time to time ("MCA Circulars"), the approval of the members of the Company was sought for passing the Special Resolution(s) set out in the Postal Ballot Notice dated September 13, 2023 by means of voting through electronic means (remote e-voting) only.

Postal Ballot Notice containing the resolution(s) together with the statement setting out the material facts concerning the resolution(s) set out in the said Postal Ballot Notice were sent to all the members, whose names appeared in the Register of Members / List of Beneficiaries as on Friday, September 22, 2023 ("cut-off date") through electronic mail and in accordance with the aforesaid MCA circulars, the Company had provided its members the facility to vote through remote electronic voting only. The remote e-voting period commenced on Friday, September 29, 2023 at 09:00 AM (IST) and the last date for receipt of voting through electronic means was Saturday, October 28, 2023 at 05:00 PM (IST). The Board of Directors, at their meeting held on September 13, 2023, had appointed C N Paramasivam (FCS 4654 / COP 3687), Practicing Company Secretary, Coimbatore, as Scrutinizer to conduct the postal ballot voting through remote electronic voting means in a fair and transparent manner and for the purpose of ascertaining the requisite majority.

Accordingly, the Scrutinizer has submitted his report on postal ballot (remote e-voting) and based on his report, it is hereby declared that the Special Resolution(s) set out in the Postal Ballot Notice dated September 13, 2023 have been duly passed by the members of the Company with requisite majority under Section 180(1)(a) of the Companies Act, 2013 and under first proviso to Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The below Special Resolution(s) shall be deemed to have been duly passed at the duly convened General Meeting of the Company on Saturday, October 28, 2023, being the last date specified by the Company for receiving the votes under the Postal Ballot process. A copy of the report of the Scrutinizer dated October 29, 2023 is attached hereto.

The details of the votes cast on the Resolution(s) passed through the Postal Ballot process are given hereunder:

1.	Date of declaration of Postal Ballot Voting Results	Monday, October 30, 2023 at 12:30 PM (IST)
2.	Total number of members as on Cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights	14,489 shareholders (as on September 22, 2023)
3.	No. of shareholders in the meeting either in person or through proxy: Promoters and Promoter Group: Public	Not Applicable



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4.	No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	Not Applicable
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Item No.1 – Special Resolution (Special Business)

Approval to sell or otherwise dispose off the Aircraft Tyre Retreading business of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	No. of remote e-votes	No. of Shares	Percentage to valid votes
(a) Total remote e- votes received	41	3,23,30,697	--
(b) Less: Invalid ballot forms / Abstained	--	--	--
(c) Net Valid ballot forms / e-votes	41	3,23,30,697	100.00
- Assent	38	3,23,26,139	99.99
- Dissent	3	4,558	0.01

➤ *Out of the total 5,53,450 votes cast by the public shareholders, 5,48,892 votes cast by the public shareholders are in favour of the resolution and 4,558 votes cast public shareholders are against the resolution.*

Accordingly, the above Resolution has been declared as passed as a **Special Resolution** with requisite majority under Section 180(1)(a) of the Companies Act, 2013 and under first proviso to Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



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Item No.2 – Special Resolution (Special Business)

Approval to sell or otherwise dispose off certain immovable properties (being non-core assets), comprising of land and buildings, of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	No. of remote e-votes	No. of Shares	Percentage to valid votes
(a) Total remote e- votes received	41	3,23,30,697	--
(b) Less: Invalid ballot forms / Abstained	--	--	--
(c) Net Valid ballot forms / e-votes	41	3,23,30,697	100.00
- Assent	38	3,23,26,139	99.99
- Dissent	3	4,558	0.01

- *Out of the total 5,53,450 votes cast by the public shareholders, 5,48,892 votes cast by the public shareholders are in favour of the resolution and 4,558 votes cast public shareholders are against the resolution.*

Accordingly, the above Resolution has been declared as passed as a **Special Resolution** with requisite majority under Section 180(1)(a) of the Companies Act, 2013 and under first proviso to Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For Elgi Rubber Company Limited

M D Selvaraj
DIN:00001608
Director

Date : October 30, 2023
Place : Coimbatore

**SCRUTINIZER'S REPORT ON POSTAL BALLOT (REMOTE E-VOTING) CONDUCTED
PURSUANT TO THE POSTAL BALLOT NOTICE DATED SEPTEMBER 13, 2023**

Date: October 29, 2023

To
The Chairman and Managing Director,
M/s. ELGI RUBBER COMPANY LIMITED
(CIN: L25119TZ2006PLC013144)
Super A Unit, Coimbatore Private Industrial Estate,
Kuruchi, Coimbatore-641 021,
Tamil Nadu, India

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot through Remote E-voting conducted pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant MCA circulars issued thereunder

I, C N Paramasivam, FCS, Practicing Company Secretary, 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 in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting for postal ballot carried out in accordance with the provisions of Sections 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions, if any, of the Act and Rules made thereunder, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circular(s) issued from time to time by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") in respect of the Special Resolution(s) as set out in the Postal ballot Notice dated September 13, 2023.



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 Postal Ballot and electronic means on the Resolution(s) as set out in the Postal Ballot Notice dated September 13, 2023.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot through Remote E-voting process, is restricted to the preparation of the Scrutinizer's Report on the votes cast "in favour" or "against" the Resolution(s), as set out in Item No.1 and 2 of the Postal Ballot Notice dated September 13, 2023, based on the reports generated from the e-voting system provided by M/s. Link Intime India Private Limited ("LI IPL"), the Authorized Agency engaged by the Company for providing remote e-voting facilities.

Further, in addition to the above, I submit my report as under:

- The Postal Ballot Notice dated September 13, 2023 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on Thursday, September 28, 2023 by the Registrar & Share Transfer Agent (RTA) viz., M/s. Link Intime India Private Limited ("LI IPL") through electronic mail to those members whose names appeared in the Register of Members / List of Beneficiaries as on Friday, September 22, 2023 ("cut-off date") and who had registered their email ID with the Company / RTA / Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on its website.
- The shareholders of the Company holding shares as on the "cut-off" date on Friday, September 22, 2023 were entitled to vote on the proposed resolution(s) as set out in Item No. 1 and 2 of the said Postal Ballot Notice.
- The remote e-voting period remained open from Friday, September 29, 2023, 09:00 AM (IST) to Saturday, October 28, 2023, 05:00 PM (IST) (both days inclusive). During the said period, the members of the Company holding shares in physical and / or in dematerialized form, as on the cut-off date i.e. September 22, 2023 were entitled to vote on the resolution(s) set out in the Notice of Postal ballot through remote e-voting.



- The e-voting module of M/s. Link Intime India Private Limited (“LI IPL”) was disabled on Saturday, October 28, 2023 at 05:00 PM (IST) and I, as the Scrutinizer, unblocked the votes cast, on Saturday, October 28, 2023 at 06:20 PM (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).
- I have scrutinized the remote e-voting for the postal ballot and the votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).

I now hereby submit my report on the result of the remote e-voting in respect of the said resolution(s), as under:



SPECIAL BUSINESS

Resolution No: 1

Special resolution

Approval to sell or otherwise dispose off the Aircraft Tyre Retreading business of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the Resolution	Percentage of Total Number of votes cast
38	3,23,26,139	99.99

VOTES CAST AGAINST THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against The Resolution	Percentage of Total Number of votes cast
3	4,558	0.01

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
0	0

- *Out of the total 5,53,450 votes cast by the public shareholders, 5,48,892 votes cast by the public shareholders are in favour of the resolution and 4,558 votes cast public shareholders are against the resolution.*

Note: Thus, the Special Resolution as given in Item No. 1 may be considered as passed with requisite majority under Section 180(1)(a) of the Companies Act, 2013 and under first proviso to Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



SPECIAL BUSINESS

Resolution No: 2

Special resolution

Approval to sell or otherwise dispose off certain immovable properties (being non-core assets), comprising of land and buildings, of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the Resolution	Percentage of Total Number of votes cast
38	3,23,26,139	99.99

VOTES CAST AGAINST THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against The Resolution	Percentage of Total Number of votes cast
3	4,558	0.01

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
0	0

- *Out of the total 5,53,450 votes cast by the public shareholders, 5,48,892 votes cast by the public shareholders are in favour of the resolution and 4,558 votes cast public shareholders are against the resolution.*

Note: Thus, the Special Resolution as given in Item No. 2 may be considered as passed with requisite majority under Section 180(1)(a) of the Companies Act, 2013 and under first proviso to Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on the Scrutinizer's Report, the Resolution No. 1 & 2 have been passed with requisite majority

For Elgi Rubber Company Limited

M D Selvaraj
DIN:00001608
Director

Yours faithfully,

CHITTUR
NATARAJAN
PARAMASIVAM

Digitally signed by
CHITTUR NATARAJAN
PARAMASIVAM
Date: 2023.10.29 15:10:04
+05'30'

C N PARAMASIVAM
FCS No.: 4654 | CP No. 3687
Peer Review No.3167/2023
UDIN: F004654E001515515

