



Elgi Rubber Company Limited

Super A Unit • Coimbatore Private Industrial Estate • Kuruchi • Coimbatore 641 021 • India • CIN L25119TZ2006PLC013144.
+91 (422) 432 1000 • info@in.elgirubber.com • www.elgirubber.com

Ref: ERCL/SEC/2024/NOV/01

5th November, 2024

To,
The Manager - Listing
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East, 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 earlier intimation letter dated 4th October, 2024 regarding dispatch of Postal Ballot Notice dated 27th September, 2024 for obtaining approval of the shareholders by means of passing necessary resolution(s) as given herein below:-

S.No.	Description of the Resolution
1	Approval for the appointment of Parvathi Srinivasan (DIN: 10646746) as a Non-Executive Independent Director of the Company for a first term of five (5) consecutive years with effect from September 01, 2024 (Special Resolution)
2	Approval for the appointment of R Vidhya Shankar (DIN: 00002498) as a Non-Executive Independent Director of the Company for a first term of five (5) consecutive years with effect from September 27, 2024(Special Resolution)
3	Approval to sell or otherwise dispose off certain immovable properties, 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(Special Resolution)
4	Approval to sell or otherwise dispose off the non-current investments (excluding those investments in the subsidiaries) 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(Special Resolution)
5	Approval to enter into material related party transactions with LRG Technologies Limited, a related party, pursuant to Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015(Ordinary Resolution)

We would like to inform you that the Postal Ballot process (through remote e-voting) was commenced on Saturday, October 05, 2024 at 09:00 AM (IST) and the last date for receipt of voting through electronic means was on Sunday, November 03, 2024 at 05:00 PM (IST).



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In this connection, we enclose herewith the following.

1. Declaration of voting results of the Postal Ballot conducted through remote e-voting means;
2. Scrutinizer's Report dated 5th November, 2024;

The postal ballot voting results along with the Scrutinizer's Report dated 5th November, 2024 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

Encl: As above



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**Declaration of results of the voting on resolution(s) set out in the
Postal Ballot Notice dated September 27, 2024**

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 ("MCA Circulars"), the approval of the members of the Company was sought for passing the Special Resolution(s) and the Ordinary Resolution set out in the Postal Ballot Notice dated September 27, 2024 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 Postal Ballot Notice were sent to all the members, whose names appeared in the Register of Members / List of Beneficiaries as on Monday, September 30, 2024 ("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 Saturday, October 05, 2024 at 09:00 AM (IST) and the last date for receipt of voting through electronic means was Sunday, November 03, 2024 at 05:00 PM (IST). The Board of Directors, at their meeting held on September 27, 2024, 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 Resolution(s) set out in the Postal Ballot Notice dated September 27, 2024 have been duly passed by the members of the Company with requisite majority and the same shall be deemed to have been passed on November 03, 2024, being the last date for receipt of postal ballot voting. A copy of the report of the Scrutinizer dated November 05, 2024 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	Tuesday, November 05, 2024
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	13,771 shareholders (as on September 30, 2024)



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Special Business

Item No.1 – Special Resolution

Approval for the appointment of Parvathi Srinivasan (DIN: 10646746) as a Non-Executive Independent Director of the Company for a first term of five (5) consecutive years with effect from September 01, 2024.

Particulars	No. of remote e-votes	No. of Shares	Percentage to valid votes
(a) Total remote e- votes received	56	3,34,57,231	--
(b) Less: Invalid ballot forms / e-votes	--	--	--
(c) Net Valid ballot forms / e-votes	56	3,34,57,231	100.00
- Assent	54	3,34,57,229	100.00
- Dissent	2	2	Negligible

➤ 1 shareholder holding 1,600 equity shares has abstained from remote e-voting

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

Item No.2 – Special Resolution

Approval for the appointment of R Vidhya Shankar (DIN: 00002498) as a Non-Executive Independent Director of the Company for a first term of five (5) consecutive years with effect from September 27, 2024.

Particulars	No. of remote e-votes	No. of Shares	Percentage to valid votes
(a) Total remote e- votes received	56	3,34,57,231	--
(b) Less: Invalid ballot forms / e-votes	--	--	--
(c) Net Valid ballot forms / e-votes	56	3,34,57,231	100.00
- Assent	54	3,34,57,229	100.00
- Dissent	2	2	Negligible

➤ 1 shareholder holding 1,600 equity shares has abstained from remote e-voting

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



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Item No.3 – Special Resolution

Approval to sell or otherwise dispose off certain immovable properties, 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	56	3,34,57,231	--
(b) Less: Invalid ballot forms / e-votes	--	--	--
(c) Net Valid ballot forms / e-votes	56	3,34,57,231	100.00
- Assent	55	3,34,57,230	100.00
- Dissent	1	1	Negligible

- 1 shareholder holding 1,600 equity shares has abstained from remote e-voting
- Pursuant to proviso to Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, special resolution passed by the members to sell or otherwise dispose off certain immovable properties, comprising of land and buildings, of the Company shall be acted upon only if the votes cast by the public shareholders in favour of the resolution exceeds the votes cast by such public shareholders against the resolution. Accordingly, based on the report of the Scrutinizer, it is noted that, out of the total 9,07,492 votes cast by the public shareholders, 9,07,491 votes cast by the public shareholders are 'in favour' of the above special resolution and 1 vote cast by a public shareholder is 'against' the above special resolution.

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

Item No.4 – Special Resolution

Approval to sell or otherwise dispose off the non-current investments (excluding those investments in the subsidiaries) 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	56	3,34,57,231	--
(b) Less: Invalid ballot forms / e-votes	--	--	--
(c) Net Valid ballot forms / e-votes	56	3,34,57,231	100.00
- Assent	55	3,34,57,230	100.00
- Dissent	1	1	Negligible

- 1 shareholder holding 1,600 equity shares has abstained from remote e-voting
- Pursuant to proviso to Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, special resolution passed by the members to sell or otherwise dispose off the non-current investments (excluding those investments in the subsidiaries) of the Company shall be acted upon only if the votes cast by the public shareholders in favour of the resolution exceeds the votes cast by such public shareholders against the resolution. Accordingly, based on the report of the Scrutinizer, it is



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noted that, out of the total 9,07,492 votes cast by the public shareholders, 9,07,491 votes cast by the public shareholders are 'in favour' of the above special resolution and 1 vote cast by a public shareholder is 'against' the above special resolution.

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

Item No.5 – Ordinary Resolution

Approval to enter into material related party transactions with LRG Technologies Limited, a related party, pursuant to Section 188 of the Companies Act, 2013 and Regulation 23 of 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	55	3,34,57,221	--
(b) Less: Invalid ballot forms / e-votes	**11	3,25,49,839	--
(c) Net Valid ballot forms / e-votes	44	9,07,382	100.00
- Assent	42	9,07,380	100.00
- Dissent	2	2	Negligible

- ***Votes cast by 11 Shareholders, being related parties, holding 3,25,49,839 equity shares have been considered as invalid pursuant to Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015*
- *1 shareholder, being a related party, holding 10 equity shares has abstained from remote e-voting*
- *1 shareholder holding 1,600 equity shares has abstained from remote e-voting*

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

For Elgi Rubber Company Limited

Sudarsan Varadaraj
DIN: 00133533
Chairman and Managing Director

Date : November 05, 2024
Place : Coimbatore

**SCRUTINIZER'S REPORT ON POSTAL BALLOT (REMOTE E-VOTING) CONDUCTED
PURSUANT TO THE POSTAL BALLOT NOTICE DATED SEPTEMBER 27, 2024**

Date: November 05, 2024

To
The Chairman and Managing Director,
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, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and General Circular No.09/2024 dated September 19, 2024 read with the other relevant circular(s) issued by the Ministry of Corporate Affairs from time to time ("MCA Circulars") in respect of the Special Resolution(s) and the Ordinary Resolution as set out in the Postal ballot Notice dated September 27, 2024.



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 electronic means on the Resolution(s) as set out in the Postal Ballot Notice dated September 27, 2024.

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 to 5 of the Postal Ballot Notice dated September 27, 2024, 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 27, 2024 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on Friday, October 04, 2024 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 Monday, September 30, 2024 ("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 Monday, September 30, 2024 were entitled to vote on the proposed resolution(s) as set out in Item No. 1 to 5 of the said Postal Ballot Notice.
- The remote e-voting period remained open from Saturday, October 05, 2024 at 09:00 AM (IST) and ended on Sunday, November 03, 2024 at 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 30, 2024 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 Sunday, November 03, 2024 at 05:00 PM (IST) and I, as the Scrutinizer, unblocked the votes cast, on Sunday, November 03, 2024 at 05:15 PM (IST) in the presence of Mr. John Manoj A and Mr. R. Nagalingam, 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 for the appointment of Parvathi Srinivasan (DIN: 10646746) as a Non-Executive Independent Director of the Company for a first term of five (5) consecutive years with effect from September 01, 2024.

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
54	3,34,57,229	100.00

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
2	2	Negligible

INVALID VOTES

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

➤ *1 shareholder holding 1,600 equity shares has abstained from remote e-voting*

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



SPECIAL BUSINESS

Resolution No: 2

Special resolution

Approval for the appointment of R Vidhya Shankar (DIN: 00002498) as a Non-Executive Independent Director of the Company for a first term of five (5) consecutive years with effect from September 27, 2024.

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
54	3,34,57,229	100.00

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
2	2	Negligible

INVALID VOTES

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

➤ 1 shareholder holding 1,600 equity shares has abstained from remote e-voting

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



SPECIAL BUSINESS

Resolution No: 3

Special resolution

Approval to sell or otherwise dispose off certain immovable properties, 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
55	3,34,57,230	100.00

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
1	1	Negligible

INVALID VOTES

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

Further, pursuant to proviso to Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, special resolution passed by the members to sell or otherwise dispose off certain immovable properties, comprising of land and buildings, of the Company shall be acted upon only if the votes cast by the public shareholders in favour of the resolution exceeds the votes cast by such public shareholders against the resolution. Accordingly, based on the reports generated from the e-voting portal of LIPL, I hereby submit the voting results of the votes cast by the public equity shareholders of the Company through remote e-voting on the above resolution as set out in Item No. 3 of the Postal Ballot Notice dated September 27, 2024 as under:



PUBLIC 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
45	9,07,491	100.00

PUBLIC 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
1	1	Negligible

INVALID VOTES

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

➤ *1 shareholder holding 1,600 equity shares has abstained from remote e-voting*

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



SPECIAL BUSINESS

Resolution No: 4

Special resolution

Approval to sell or otherwise dispose off the non-current investments (excluding those investments in the subsidiaries) 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
55	3,34,57,230	100.00

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
1	1	Negligible

INVALID VOTES

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

Further, pursuant to proviso to Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, special resolution passed by the members to sell or otherwise dispose off the non-current investments (excluding those investments in the subsidiaries) of the Company shall be acted upon only if the votes cast by the public shareholders in favour of the resolution exceeds the votes cast by such public shareholders against the resolution. Accordingly, based on the reports generated from the e-voting portal of LI IPL, I hereby submit the voting results of the votes cast by the public equity shareholders of the Company through remote e-voting on the above resolution as set out in Item No. 4 of the Postal Ballot Notice dated September 27, 2024 as under:



PUBLIC 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
45	9,07,491	100.00

PUBLIC 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
1	1	Negligible

INVALID VOTES

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

➤ *1 shareholder holding 1,600 equity shares has abstained from remote e-voting*

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



SPECIAL BUSINESS

Resolution No: 5

Ordinary resolution

Approval to enter into material related party transactions with LRG Technologies Limited, a related party, pursuant to Section 188 of the Companies Act, 2013 and Regulation 23 of 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
42	9,07,380	100.00

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
2	2	Negligible

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
11**	3,25,49,839

- ****Votes cast by 11 Shareholders, being related parties, holding 3,25,49,839 equity shares have been considered as invalid pursuant to Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**
- **1 shareholder, being a related party, holding 10 equity shares has abstained from remote e-voting**
- **1 shareholder holding 1,600 equity shares has abstained from remote e-voting**

Note: Thus, the Ordinary Resolution as given in Item No. 5 may be considered as passed with requisite majority.

Based on the Scrutinizer's Report, the Resolution(s) No. 1 to 5 has been passed with requisite majority

For Elgi Rubber Company Limited

Sudarsan Varadaraj
DIN: 00133533
Chairman and Managing Director



Yours faithfully,

CHITTUR
NATARAJAN
PARAMASIVAM
AM
Digitally signed by
CHITTUR
NATARAJAN
PARAMASIVAM
Date: 2024.11.05
12:14:20 +05'30'

C N PARAMASIVAM
FCS No.: 4654 | CP No. 3687
Peer Review No.3167/2023
UDIN: F004654F001873796