



## Elgi Rubber Company Limited

CIN : L25119TZ2006PLC013144

Regd. Office: Super A Unit, Coimbatore Private Industrial Estate,  
Kuruchi, Coimbatore-641021, Tamil Nadu

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### NOTICE OF POSTAL BALLOT

*[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]*

Dear Shareholders,

**NOTICE** is hereby given to the members of Elgi Rubber Company Limited ("the Company") pursuant to Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules") (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force and as amended from time to time) read with General Circular No.09/2024 dated September 19, 2024 read with the relevant circular(s) issued by the Ministry of Corporate Affairs from time to time (hereinafter collectively referred to as "**MCA Circulars**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), the Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and subject to all other applicable laws, rules and regulations, if any, that the Company hereby seeks the approval of the members for the following special business, as set out in the resolution (as indicated herein below), through Postal Ballot by way of voting through electronic means ("**remote e-voting**") only.

1. To consider and to grant approval to sell, lease, transfer, liquidate or otherwise dispose of the entire shareholding or any part thereof held by the Company in its material wholly owned subsidiary in Netherlands and/or its Step Down Subsidiary and/or the assets thereof pursuant to Section 180(1)(a) of the Companies Act, 2013 read with Regulation 24(5) & 24(6) and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Special Resolution)

The statement setting out the material facts concerning the resolution set out in Item No. 1 of this Postal Ballot Notice dated June 26, 2025 pursuant to Section 102(1) of the Companies Act, 2013 read with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is annexed and form part of this notice. This Postal Ballot Notice is also placed on the website of the Company [www.elgirubber.com](http://www.elgirubber.com).

Pursuant to the aforesaid MCA Circular(s) and pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 and the relevant Rules made thereunder, this Postal Ballot Notice is being sent only in electronic form by email to all its shareholders, who have registered their email addresses with the Company / RTA / Depository / Depository Participants and the communication of assent/dissent by the members on the resolution set out hereunder will take place through remote e-voting process only. This Postal Ballot is accordingly being initiated in compliance with the above said Circulars. If your e-mail address is not registered with the Company / RTA/ Depositories / Depository Participants, please follow the process provided in the Notes to receive this Postal Ballot Notice.

**In compliance with the requirements of the MCA Circular(s), the hard copy of this Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders and hence, the shareholders are requested to communicate their assent or dissent through remote e-voting process only.**

The Board of Directors of the Company, at their meeting held on June 26, 2025, has appointed C N Paramasivam (FCS 4654 / COP 3687), Practicing Company Secretary, Coimbatore as the Scrutinizer for conducting the Postal Ballot voting through electronic means in a fair and transparent manner and for ascertaining the requisite majority in accordance with Rule 22(5) & (6) of the Companies (Management and Administration) Rules, 2014.

Pursuant to Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the relevant Rules and the MCA Circular(s), the Company has provided electronic voting ("remote e-voting") facility only.

The Company has engaged the services of MUFG Intime India Private Limited (formerly known as “Link Intime India Private Limited”) (“MUFG”) to provide e-voting facility to the members of the Company through their Instavote platform (<https://instavote.linkintime.co.in>). Please refer the instructions for e-voting given hereinafter the proposed resolution, to cast votes through electronic voting means.

The remote e-voting platform will be opened for tendering your votes from 09:00 AM (IST) on Wednesday, July 2, 2025 to 05:00 PM (IST) on Thursday, July 31, 2025 (both days inclusive). Members are requested to read the instructions carefully while expressing their assent or dissent and cast votes through the e-voting facility by not later than **05:00 PM (IST) on Thursday, July 31, 2025**.

The Scrutinizer shall submit his report to the Chairman and Managing Director of the Company or any other person as may be authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the postal ballot e-voting will be announced within 2 working days from the closing of the e-voting platform and the same will be displayed on the website of the Company ([www.elgirubber.com](http://www.elgirubber.com)), MUFG Intime India Private Limited (formerly “Link Intime India Private Limited”) (<https://instavote.linkintime.co.in>) and the same will be communicated to National Stock Exchange of India Limited (“NSE”), being the stock exchange where the equity shares of the company are listed, within the stipulated time.

In the event, the resolution, as set out under Item No.1 below, is assented by the requisite majority of the members by means of Postal Ballot voting process, it shall be deemed to have been duly passed at the duly convened General Meeting of the Company and it shall be deemed to have been passed on Thursday, July 31, 2025, being the last date specified by the Company for receiving the votes under the Postal Ballot process. The resolution for the purpose as stated herein below is proposed to be passed by Postal Ballot/remote e-voting means:

#### **SPECIAL BUSINESS:**

##### **Item No: 1**

**Approval to sell, lease, transfer, liquidate or otherwise dispose of the entire shareholding or any part thereof held by the Company in its material wholly owned subsidiary in Netherlands and/or its Step Down Subsidiary and/or the assets thereof pursuant to Section 180(1)(a) of the Companies Act, 2013 read with Regulation 24(5) & 24(6) and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To consider and, if thought fit, to give assent or dissent to the following Resolution to be passed as a **Special Resolution**:

**“RESOLVED THAT** pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 read with relevant Rules made thereunder, Regulation 24(5), Regulation 24(6), Regulation 37A and other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory amendment(s) or modification(s) or re-enactment thereof, for the time being in force) and the Memorandum and the Articles of Association of the Company and subject to obtaining all requisite consent(s), sanction(s), permission(s), clearance(s) and approval(s) as may be required from the appropriate authorities in this regard, the consent and approval of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred as the “Board” which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute from time to time to exercise its powers including the power conferred by this resolution), to sell, lease, transfer, liquidate or otherwise dispose of and/or to permit and/or authorize the sale or disposal of, either wholly or partly, the shareholding held by the Company in Elgi Rubber Company Holding B.V., The Netherlands, a material wholly owned subsidiary of the Company and/or Rubber Resources B.V., The Netherlands (wholly-owned material step down subsidiary of the Company), being the wholly-owned subsidiary of Elgi Rubber Company Holding B.V., and/or the whole of the assets or substantially the whole of the assets thereof of the said subsidiaries of the Company, as more particularly described in the explanatory statement, in one or more tranches, to any prospective unrelated third party buyer(s) for such consideration and on such terms and conditions at such time(s) and in such form as may be decided by, and in such manner as both, the Board of Directors of the Company and the said subsidiary(ies) deem fit and appropriate in the best interest and favour of the Company.

**RESOLVED FURTHER THAT** the Board of Directors and/or the Board of Directors of the respective material wholly owned subsidiary/material wholly owned step down subsidiary of the Company be and are hereby authorized to do all such acts, deeds, matters and things including but not limited to authorizing signatories, deciding on the timing, manner and extent of carrying out the aforesaid activities including finalizing the suitable buyer(s), to negotiate and finalize the terms and conditions

including the consideration and to sign, execute and register agreement(s), such other document(s), by whatever name called including power of attorney and to do all such acts, deeds, matters and things as may be necessary and to settle any questions or difficulties that may arise in this regard and incidental thereto as they may in their absolute discretion deem fit, without being required to seek any further consent or approval of the members and to delegate all or any of the powers or authorities herein conferred to any director(s) or other officer(s) of the Company or the aforesaid concerned material subsidiary(ies) (as the Board of such material subsidiary(ies) may determine), or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary and to perform all such acts, matters deeds and things as may be necessary to give proper effect to the above resolution.”

#### **STATEMENT SETTING OUT THE MATERIAL FACTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

The following statement sets out the material facts relating to the special business mentioned under Item No.1 in the accompanying Postal Ballot Notice dated June 26, 2025 and shall be taken as forming part of the Notice:

##### **Item No.1**

Elgi Rubber Company Holding B.V., The Netherlands is a material wholly owned subsidiary of the Company and Rubber Resources B.V., The Netherlands is a wholly-owned subsidiary of Elgi Rubber Company Holding B.V. and a material wholly owned step down subsidiary of the Company as defined under Regulation 16(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

As a part of strategic restructuring of the business operations and considering various other competitive factors and the prevailing market conditions, the Company proposes to sell, lease, transfer, liquidate or otherwise dispose of, either wholly or partly, the shareholding held by the Company in Elgi Rubber Company Holding B.V., The Netherlands, a material wholly owned subsidiary of the Company and/or Rubber Resources B.V., The Netherlands (wholly-owned material step down subsidiary of the Company), being the wholly-owned subsidiary of Elgi Rubber Company Holding B.V., and/or the whole of the assets or substantially the whole of the assets thereof of the said subsidiaries of the Company, comprising of plant, equipment, machinery, together with all installations thereto and all other assets of any kind, of the said subsidiary(ies) situated in The Netherlands, in one or more tranches, as detailed in the Resolution set out under Item No.1 of this notice, with an intent to reduce its debts. The proposal to sell, transfer, liquidate or otherwise dispose of the shareholding, either wholly or partly and/or to sell or otherwise dispose of the whole or substantially the whole of the assets of the aforementioned material subsidiary(ies) is in the overall interest of the Company and the consideration to be received on such transaction would be utilized in paying off the Company’s long/short term debts and to meet other general corporate purposes.

The above shall be considered as disclosure regarding the object of and commercial rationale for carrying out the sale or otherwise disposal of the said non-current investments in Elgi Rubber Company Holding B.V., The Netherlands, a material wholly owned subsidiary of the Company, which is the holding company of Rubber Resources B.V., The Netherlands (wholly-owned material step down subsidiary of the Company) and the use of proceeds arising therefrom, in terms of Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In view of the same and based on the recommendation of the Audit Committee, the Board of Directors, at their meeting held on June 26, 2025, has approved and recommended the above proposal, as mentioned in the special resolution set out under Item No.1 above, subject to obtaining the approval of the shareholders of the Company by means of passing a special resolution in accordance with Section 180(1)(a) of the said Act read with Regulation 24(5)&(6) and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to obtaining such other approvals, consents, permissions and sanctions as may be necessarily required from the appropriate authorities in this regard.

Members may note that in pursuance of Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the special resolution set out in Item No.1 shall be acted upon only if the votes cast by the public shareholders in favour of the resolution exceed the votes cast by such public shareholders against the resolution.

Accordingly, the Special Resolution as set out under Item No.1 in the accompanying Notice is being placed before the members for their approval through postal ballot (remote e-voting) means pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013.

Your Directors recommends the Special Resolution as set out under Item No.1 in the accompanying Notice for the approval of the members.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the special resolution set out in Item No. 1 of the Notice, except to the extent of their shareholding in the Company.

**Notes:**

1. The Statement setting out the material facts pursuant to Section 102, 110 and other applicable provisions of the Companies 2013 (the “Act”) read with the Rules setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed hereto.
2. The Board of Directors of the Company has appointed C N Paramasivam (FCS 4654 / COP 3687), Practicing Company Secretary, Coimbatore as the Scrutinizer for conducting the postal ballot through remote e-voting in a fair and transparent manner and for the purpose of ascertaining the requisite majority.
3. The approval of the shareholders is being sought through the Postal Ballot (remote e-voting means) pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. The facility of voting by electronic means is being provided by MUFG Intime India Private Limited (formerly known as “Link Intime India Private Limited”) (MUFG) for which the required procedure is incorporated in the Postal Ballot Notice. The remote e-voting period commences from **09:00 AM (IST) on Wednesday, July 2, 2025 and ends at 05:00 PM (IST) on Thursday, July 31, 2025 (both days inclusive).**
5. This Postal Ballot Notice is being sent only in electronic form by email to all those Members of the Company, whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”)/Central Depository Services (India) Limited (“CDSL”) as on **Friday, June 27, 2025 (“Cut-off date”)** and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company’s Registrar and Share Transfer Agent, MUFG Intime India Private Limited (formerly known as “Link Intime India Private Limited”) (“RTA”) in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and the relevant Circulars issued by the Ministry of Corporate Affairs from time to time (“MCA Circulars”).
6. All the Members of the Company whose names are appearing on the Register of Members / List of Beneficial Owners as on the cut-off date i.e., **Friday, June 27, 2025 (“Cut-off date”)** (including those Members who may not have received this Notice due to non-registration of their e-mail address with the Company or the Depositories / Depository Participants) shall be eligible for remote e-voting. A person who is not member as on the cut-off date should treat this notice for information purpose only.
7. Please note that e-voting module shall be disabled for voting by MUFG Intime India Private Limited after **05:00 PM (IST) on Thursday, July 31, 2025.** During remote e-voting period, the Members of the Company holding equity shares, either in physical form or dematerialised form, as on **Friday, June 27, 2025 (“Cut-off date”)**, may cast their vote electronically. Once vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
8. In terms of the MCA Circulars, the Company will send this Notice in electronic form only and hard copy of this Notice along with postal ballot forms and pre-paid business envelope will not be sent to the shareholders for this postal ballot. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system. Therefore, those Shareholders who have not yet registered their e-mail address are requested to get their e-mail address submitted by following the procedure given below:
  - i. In light of the MCA Circulars, for remote e-voting for this Postal Ballot, the Shareholders whether holding equity shares in dematerialised form or in physical form and who have not registered their email address and in consequence to whom the Postal Ballot notice could not be served, may temporarily get their e-mail address registered with the Company’s Registrar and Share Transfer Agent, M/s. MUFG Intime India Private Limited by submitting necessary request form(s) along with supporting documents. Post successful registration of the e-mail address, the Shareholder



would get a soft copy of this Notice and the procedure for e-voting along with the user-id and the password to enable e-voting for this Postal Ballot.

- ii. It is clarified that for permanent registration of e-mail address, the Shareholders are requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participant(s) and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, M/s. MUFG Intime India Private Limited, having its office at 'Surya', 35, Mayflower Avenue, behind Senthil Nagar, Sowripalayam Road, Coimbatore - 641028 (Tel: +91 422-2539835/36) by following the due procedure.
- iii. Those Shareholders who have already registered their e-mail address are requested to keep their e-mail address validated with their depository participant(s)/ the Company's Registrar and Share Transfer Agent, M/s. MUFG Intime India Private Limited to enable serving of notices/ documents/ annual reports / all other communication electronically to their e-mail address.

Any query/grievance may please be addressed to the Company Secretary with respect to the voting by Postal Ballot including voting by electronic means at: Email id: [info@in.elgirubber.com](mailto:info@in.elgirubber.com) or may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com)

9. The Postal Ballot Notice have been placed on Company's website [www.elgirubber.com](http://www.elgirubber.com) and MUFG e-voting website <https://instavote.linkintime.co.in> and will remain on such website(s) until the last date for receipt of the Postal Ballot votes (through remote e-voting) from members.
10. The voting rights of members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date.
11. A member cannot exercise his vote by proxy on Postal Ballot.
12. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to vote through postal ballot means by remote e-voting means on its behalf. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [cscnpscbe@gmail.com](mailto:cscnpscbe@gmail.com) with a copy marked to the company to [info@in.elgirubber.com](mailto:info@in.elgirubber.com)
13. The shareholders are advised to register/update their e-mail address with the Company/RTA in respect of shares held in physical form and with the concerned Depository Participant in respect of shares held in electronic form in order to enable the company to serve documents in electronic mode.
14. In compliance with provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules framed thereunder, Regulation 44 of the SEBI Listing Regulations and the Secretarial Standards on General Meetings (SS-2), the Company is pleased to provide remote e-voting facility to all its members, to enable them to cast their vote electronically instead of dispatching the physical Postal Ballot form by post. For this purpose, the Company has engaged MUFG Intime India Private Limited (formerly known as "Link Intime India Private Limited") (MUFG) for providing the remote e-voting facility.
15. The Scrutinizer will submit his report after completion of scrutiny, within 2 working days from the closure of the e-voting platform. The Chairman and Managing Director or any other person duly authorized by him, will announce the results of the voting by Postal Ballot within the prescribed time by placing the same on the Company's website [www.elgirubber.com](http://www.elgirubber.com) and the same will also be placed on the website of MUFG and will also be communicated to National Stock Exchange of India Limited (NSE), where the equity shares of the Company are listed.
16. The instructions for Shareholders for remote e-voting are as under:
  - a) The remote e-voting period commences from **09:00 AM (IST) on Wednesday, July 2, 2025 and ends at 05:00 PM (IST) on Thursday, July 31, 2025 (both days inclusive)**. During this period, the Members of the Company holding shares either in physical form or in dematerialized form, as on the Cut-Off Date i.e. **Friday, June 27, 2025 ("Cut-off date")**, shall be entitled to cast their vote electronically. The e-voting module shall be disabled by MUFG Intime India Private Limited after 05:00 PM (IST) on Thursday, July 31, 2025. Once the vote on the resolution is cast by member, he/she shall not be allowed to change it subsequently or cast the vote again.

- b) In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Pursuant to aforesaid SEBI Circular, login method for remote e-voting for Individual shareholders holding securities in mode with CDSL/ NSDL is given below:

#### **REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS AS UNDER:**

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

*Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access e-Voting facility.*

Login method for Individual shareholders holding securities in demat mode is given below:

#### **Individual Shareholders holding securities in demat mode with NSDL**

##### **METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility**

##### **Shareholders who have registered for NSDL IDeAS facility:**

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “Login”.
- b) Enter User ID and Password. Click on “Login”
- c) After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**OR**

##### **Shareholders who have not registered for NSDL IDeAS facility:**

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and password.
- d) After successful login, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

##### **METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL**

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- a) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- b) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

## **Individual Shareholders holding securities in demat mode with CDSL**

### **METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility**

#### **Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:**

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or [www.cdslindia.com](http://www.cdslindia.com).
- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.
- e) Click on “Link InTime/ MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**OR**

#### **Shareholders who have not registered for CDSL Easi/ Easiest facility:**

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### **METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL**

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

## **Individual Shareholders holding securities in demat mode with Depository Participant**

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) After successful authentication, click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and **you will be redirected to InstaVote website for casting the vote during the remote e-voting period.**

## **Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode**

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

- a) Visit URL: <https://instavote.linkintime.co.in>

### **Shareholders who have not registered for INSTAVOTE facility:**

- b) Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details:

#### **A. User ID:**

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

#### **B. PAN:**

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

#### **C. DOB/DOI:**

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

#### **D. Bank Account Number:**

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

\*Shareholders holding shares in NSDL form, shall provide ‘D’ above

\*\*Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

❖ Set the password of your choice

(The password should contain minimum 8 characters, at least one special Character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).

❖ Enter Image Verification (CAPTCHA) Code

❖ Click “Submit” (You have now registered on InstaVote).

### **Shareholders who have registered for INSTAVOTE facility:**

- c) Click on “**Login**” under ‘SHARE HOLDER’ tab.

A. User ID: Enter your User ID

B. Password: Enter your Password

C. Enter Image Verification (CAPTCHA) Code

D. Click “Submit”

- d) Cast your vote electronically:

A. After successful login, you will be able to see the “Notification for e-voting”.

B. Select ‘View’ icon.



- C. E-voting page will appear.
  - D. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
  - E. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

## **Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")**

### **STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration**

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on **"Sign Up"** under "Custodian / Corporate Body/ Mutual Fund"
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

### **STEP 2 – Investor Mapping**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on **"Investor Mapping"** tab under the Menu Section
- c) Map the Investor with the following details:
  - A. 'Investor ID' –
    - i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
    - ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.
  - B. 'Investor's Name' - Enter Investor's Name as updated with DP.
  - C. 'Investor PAN' - Enter your 10-digit PAN.
  - D. 'Power of Attorney' - Attach Board resolution or Power of Attorney.
 

\*File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.
  - E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

### **STEP 3 – Voting through remote e-voting**

The corporate shareholder can vote by two methods, during the remote e-voting period.

#### **METHOD 1 - VOTES ENTRY**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on **"Votes Entry"** tab under the Menu section.
- c) Enter the **"Event No."** for which you want to cast vote.
 

Event No. can be viewed on the home page of InstaVote under "On-going Events".
- d) Enter **"16-digit Demat Account No."** for which you want to cast vote.

- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- f) After selecting the desired option i.e. Favour / Against, click on 'Submit'.

A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

**OR**

## **METHOD 2 - VOTES UPLOAD**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will be able to see the "Notification for e-voting".
- c) Select "**View**" icon for "**Company's Name / Event number**".
- d) E-voting page will appear.
- e) Download sample vote file from "**Download Sample Vote File**" tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "**Upload Vote File**" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

### **Helpdesk:**

#### **Shareholders holding securities in physical mode / Non-Individual Shareholders holding**

##### **securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.mufig.com](mailto:enotices@in.mpms.mufig.com) or contact on: - Tel: 022 – 4918 6000.

##### **Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at : 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

### **Forgot Password:**

#### **Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on "**Login**" under 'SHARE HOLDER' tab.
- Click "**forgot password?**"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).

- Click on “SUBMIT”.

*In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%\*), at least one numeral, at least one alphabet and at least one capital letter.*

#### **User ID:**

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “**forgot password?**”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

*In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%\*), at least one numeral, at least one alphabet and at least one capital letter.*

#### **Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**By and on behalf of the Board  
For Elgi Rubber Company Limited**

Date: June 26, 2025  
Place: Coimbatore

**Faizur Rehman Allauden  
Company Secretary  
Membership No. A70055**