



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/2025/AUG/1

1st August, 2025

To,
Listing Department
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 1st July, 2025 regarding the dispatch of Postal Ballot Notice dated 26th June, 2025 for obtaining approval of the shareholders by means of passing necessary resolution, as given herein below:-

S.No.	Description of the Resolution
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 (Special Resolution)

We would like to inform you that the Postal Ballot process (through remote e-voting) was commenced on Wednesday, July 02, 2025 at 09:00 AM (IST) and the last date for receipt of voting through electronic means ended on Thursday, July 31, 2025 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;
2. Scrutinizer's Report dated 1st August, 2025;

The postal ballot voting results along with the Scrutinizer's Report dated 1st August, 2025 would be placed on the website of the Company (www.elgirubber.com) and on the website of MUFG Intime India Private Limited (formerly known as "Link Intime India Private Limited") ("MIPL"), 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
Digitally signed by FAIZUR
REHMAN ALLAUDEEN
Date: 2025.08.01 14:39:11
+05'30'

Faizur Rehman Allaudeen
Company Secretary & Compliance officer
Membership No.A70055

Encl: As above



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Declaration of results of the voting on resolution set out in the Postal Ballot Notice dated June 26, 2025

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 General Circular No.09/2024 dated September 19, 2024 read with 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 as set out in the Postal Ballot Notice dated June 26, 2025 by means of voting through electronic means (remote e-voting) only.

Postal Ballot Notice containing the resolution together with the statement setting out the material facts concerning the resolution 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 Friday, June 27, 2025 ("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 Wednesday, July 2, 2025 at 09:00 AM (IST) and the last date for receipt of voting through electronic means ended on Thursday, July 31, 2025 at 05:00 PM (IST). The Board of Directors, at their meeting held on June 26, 2025, 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 set out in the Postal Ballot Notice dated June 26, 2025 have been duly passed by the members of the Company with requisite majority and the same shall be deemed to have been passed on July 31, 2025, being the last date for receipt of postal ballot voting. A copy of the report of the Scrutinizer dated August 01, 2025 is attached hereto.

The details of the votes cast on the Resolution passed through the Postal Ballot process (remote e-voting) are given hereunder:

1.	Date of declaration of Postal Ballot Voting Results	Friday, August 01, 2025
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	16,459 shareholders (as on Friday, June 27, 2025)



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Special Business

Item No.1 – Special Resolution

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.

Particulars	No. of remote e-votes	No. of Shares	Percentage to valid votes
(a) Total remote e- votes received	74	3,28,82,244	--
(b) Less: Invalid ballot forms / e-votes	--	--	--
(c) Net Valid ballot forms / e-votes	74	3,28,82,244	100.00
- Assent	64	3,28,80,721	100.00
- Dissent	10	1,523	Negligible

- Pursuant to first proviso to Regulation 37A(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, special resolution passed by the members 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 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, based on the report of the Scrutinizer, it is noted that, out of the total 11,04,997 votes cast by the public shareholders, 11,03,474 votes cast by the public shareholders are 'in favour' of the above special resolution and 1,523 vote cast by the public shareholders are 'against' the above special resolution.

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

For Elgi Rubber Company Limited

SUDARSAN VARADARAJ
Digitally signed by
SUDARSAN VARADARAJ
Date: 2025.08.01 12:20:43
+05'30'

Sudarsan Varadaraj
DIN: 00133533
Chairman and Managing Director

Date : August 1, 2025

Place : Coimbatore

"SURYA", 35, MAYFLOWER AVENUE, BEHIND SENTHIL NAGAR, SOWRIPALAYAM ROAD, COIMBATORE - 641 028.

☎ 0422 - 2316758 Fax : 0422 - 2314792

**SCRUTINIZER'S REPORT ON POSTAL BALLOT (REMOTE E-VOTING) CONDUCTED
PURSUANT TO THE POSTAL BALLOT NOTICE DATED JUNE 26, 2025**

Date: August 01, 2025

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 **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 as set out in the Postal ballot Notice dated June 26, 2025.



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 as set out in the Postal Ballot Notice dated June 26, 2025.

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, as set out in Item No.1 of the Postal Ballot Notice dated June 26, 2025, based on the reports generated from the e-voting system provided by MUFG Intime India Private Limited (formerly known as "Link Intime India Private Limited") ("MIPL"), 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 June 26, 2025 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on Tuesday, July 01, 2025 by the Registrar & Share Transfer Agent (RTA) viz., MUFG Intime India Private Limited (formerly known as "Link Intime India Private Limited") ("MIPL") through electronic mail to those members whose names appeared in the Register of Members / List of Beneficiaries as on Friday, June 27, 2025 ("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, June 27, 2025 were entitled to vote on the proposed resolution as set out in Item No. 1 of the said Postal Ballot Notice.
- The remote e-voting period remained open from Wednesday, July 2, 2025 at 09:00 AM (IST) and ended on Thursday, July 31, 2025 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. June 27, 2025 were entitled to vote on the resolution set out in the Notice of Postal ballot through remote e-voting.



- The e-voting module of MUFG Intime India Private Limited (formerly known as "Link Intime India Private Limited") ("MI IPL") was disabled on Thursday, July 31, 2025 at 05:00 PM (IST) and I, as the Scrutinizer, unblocked the votes cast, on Thursday, July 31, 2025 at 06:05 PM (IST) in the presence of Ms. Sahitya S (Witness No.1) and Ms. Samiksha Tiwari (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, as under:



SPECIAL BUSINESS

Resolution No: 1

Special resolution

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

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
64	3,28,80,721	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
10	1,523	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 the first proviso to Regulation 37A(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the special resolution 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 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, based on the reports generated from the e-voting portal of MIPL, I hereby submit the voting results of the votes cast by the public equity shareholders of the Company through remote e-voting by means of postal ballot on the above resolution as set out in Item No. 1 of the Postal Ballot Notice dated June 26, 2025 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
56	11,03,474	99.86

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
10	1,523	0.14

INVALID VOTES

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

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

Yours faithfully,

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

For Elgi Rubber Company Limited

SUDARSAN VARADARAJ
Digitally signed by SUDARSAN VARADARAJ
Date: 2025.08.01 12:15:35 +05'30'

Sudarsan Varadaraj
DIN: 00133533
Chairman and Managing Director

CHITTUR NATARAJAN PARAMASIVAM
Digitally signed by CHITTUR NATARAJAN PARAMASIVAM
Date: 2025.08.01 11:53:53 +05'30'

C N PARAMASIVAM
FCS No.: 4654 | CP No. 3687
Peer Review No.3167/2023
UDIN: F004654G000906797

