



Elgi Rubber Company Limited

2000 Trichy Road • Coimbatore 641 005 • India
Tel : +91 (422) 232 1000 • Fax : +91 (422) 232 2222 • email: info@in.elgirubber.com • www.elgirubber.com

Ref:ERCL/SEC/2013/AUG-09

28.08.2013

The Manager – Listing
The National Stock Exchange India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai – 400051.

Dear Sir

Sub: Furnishing of proceedings of the Annual General Meeting of the Company

Pursuant to Clause 31(d) of Listing Agreement, we are forwarding the proceedings of the Annual General Meeting of the our Company held on 12.08.2013 at 3.00 pm at Siruthuli, Noyyal Life Centre, Sungam Bye Pass Road, Coimbatore – 641 045.

Kindly acknowledge and take the same on record.

Thank you

Sincerely

For **Elgi Rubber Company Limited**

C Shankar
GM Finance & Company Secretary

Encl: a/a



Elgi Rubber Company Limited

2000 Trichy Road • Coimbatore 641 005 • India
Tel : +91 (422) 232 1000 • Fax : +91 (422) 232 2222 • email: info@in.elgirubber.com • www.elgirubber.com

PROCEEDINGS OF THE SEVENTH ANNUAL GENERAL MEETING OF SHAREHOLDERS OF M/S. ELGI RUBBER COMPANY LIMITED HELD ON MONDAY, THE 12TH AUGUST, 2013 AT 3.00 PM AT SIRUTHULI, NOYYAL LIFE CENTRE, SUNGAM BYE PASS ROAD, SOUTH OF RAILWAY BRIDGE, COIMBATORE – 641 045.

MEMBERS PRESENT IN PERSON/ PROXY: 43

Members Present in Person: 42

Members Present in Proxy : 1

Sudarsan Varadaraj, Chairman & Managing Director occupied the chair.

The Chairman of the Audit Committee was present at the meeting.

The quorum being present, the meeting commenced.

The Chairman delivered his address about the performance of the Company.

With the permission of the members present, Notice convening the meeting, Directors Report and Audited Accounts of the Company having been already circulated to all members were taken as read.

The Chairman informed the members that the Register of Director's shareholdings is kept open for inspection of members from the commencement of Annual General Meeting till the conclusion of Annual General Meeting.

The Auditor's Report for the year ended 31.03.2013 was read.

The subjects in the notice were taken for consideration.

**SUBJECT 1
ADOPTION OF ACCOUNTS**

The following resolution was proposed by A. P. George and seconded by A. Rajamani.

RESOLVED THAT the Audited Balance Sheet as at March 31, 2013 and the Statement of Profit and Loss for the year ended on that date together with the Report of the Board of Directors and the Auditors thereon be and are hereby received, approved and adopted.

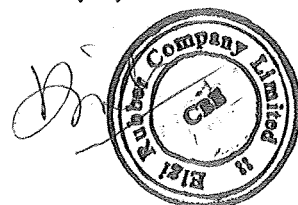
The resolution was put to vote by the chairman and declared carried unanimously by show of hands as an **Ordinary Resolution**.

**SUBJECT 2
DECLARATION OF DIVIDEND**

The following resolution was proposed by A. Rajamani and seconded by M Dominic.

RESOLVED THAT a dividend of 80 paise per equity share of Re. 1/- each being 80% on the paid-up value of the equity shares of the company, for the year ended March 31, 2013 be and is hereby declared out of the current year profits of the company to those shareholders whose names appear on the company's register of members on August 3, 2013.

The resolution was put to vote by the chairman and declared carried unanimously by show of hands as an **Ordinary Resolution**.





Elgi Rubber Company Limited

2000 Trichy Road • Coimbatore 641 005 • India

Tel : +91 (422) 232 1000 • Fax : +91 (422) 232 2222 • email: info@in.elgirubber.com • www.elgirubber.com

SUBJECT 3

RE-APPOINTMENT OF MD SELVARAJ, DIRECTOR WHO RETIRES BY ROTATION

The following resolution was proposed by V Ramanathan and seconded by A Rajamani.

RESOLVED THAT MD Selvaraj, a Director of the company retiring by rotation at this meeting and who has expressed his willingness for re-appointment be and is hereby re-appointed as director of the company and that his period of office is subject to determination by retirement of directors by rotation.

The resolution was put to vote by the chairman and declared carried unanimously by show of hands as an **Ordinary Resolution**.

SUBJECT 4

RE-APPOINTMENT OF SURESH JANGANNATHAN, DIRECTOR WHO RETIRES BY ROTATION

The following resolution was proposed by V Suguna and seconded by R Ramakishnan.

RESOLVED THAT Suresh Jangannathan, a Director of the company retiring by rotation at this meeting and who has expressed his willingness for re-appointment be and is hereby re-appointed as director of the company and that his period of office is subject to determination by retirement of directors by rotation.

The resolution was put to vote by the chairman and declared carried unanimously by show of hands as an **Ordinary Resolution**.

SUBJECT 5

RE-APPOINTMENT OF AUDITOR

The following resolution was proposed by S Parvathavardhini and seconded by S Chokkalingam.

RESOLVED THAT the retiring auditors, M/s Reddy, Goud and Janardhan, Chartered Accountants be and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting with an audit fees of Rs.550,000/- per annum, based on the recommendation of the Audit Committee, in addition to reimbursement of all out of pocket expenses in connection with the audit and applicable service tax thereon being extra.

The resolution was put to vote by the chairman and declared carried unanimously by show of hands as an **Ordinary Resolution**.

The meeting concluded with a vote of thanks to the Chair.

Sd/-

Chairman

12.08.2013

For Elgi Rubber Company Limited


Company Secretary