



Elgi Rubber Company Limited

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Ref: ERCL/SEC/2012/NOV-05

15.11.2012

National Stock Exchange of India Limited
Exchange Plaza
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051

Dear Sir,

Sub: Results of Postal Ballot- declared on 15th November 2012

We wish to inform you that the members of the Company have by way of Postal Ballot passed the Ordinary Resolution, pursuant to Section 293(1)(a) of the Companies Act, 1956 relating to Sale/ transfer/ Lease/ Slump Sale or otherwise dispose off the whole or part of the undertaking of "Tread rubber & Bonding Gum plant" situated at Kuruchi, Coimbatore, Tamil Nadu to Treadsdirect Limited, a Wholly owned subsidiary of the Company, as per the Notice dated 29th September 2012.

The copy of the declaration of voting result of Postal Ballot in terms of Clause 35 A of the Listing Agreement is enclosed herewith for your records.

Thank you

Sincerely,

For Elgi Rubber Company Limited

C. Shankar
GM - Finance & Company Secretary

Encl : a/a

Declaration of Result of voting by Postal Ballot in terms of Postal Ballot notice dated 29.9.2012.

Result of the voting in respect of the item of agenda conducted through Postal Ballot as per Notice dated 29.9.2012, pursuant to Section 192A of the Companies Act, 1956 read with Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 and as per Clause 35A of the Listing Agreement is as follows. These results are based on the Report dated 14th November 2012 received from the Scrutinizer, Mr.C.N.Paramasivam, Practicing Company Secretary.

- A. Last Date of receipt of the Postal Ballot : 10th November 2012
- B. Date of Declaration of Results : 15th November 2012
- C. Total number of shareholders on record date : 13220
- D. No. of shareholders participated in the Postal Ballot:
- I) Promoters and Promoter Group :8
- II) Public :522
- E. No. of invalid Postal Ballot Forms rejected : 6

Item:

Details of Agenda	Resolution required (Ordinary/Special)	Mode of Voting (Show of Hands / Poll / Postal Ballot / E-voting)	Remarks
Resolution under Section 293(1)(a) of the Companies Act, 1956 for the sale / transfer / lease /slump sale or otherwise dispose of the whole or part of the undertaking of “Tread Rubber & Bonding Gum plant situated at Kurichi, Coimbatore District, Tamil Nadu)	Ordinary	Postal Ballot	The Resolution was passed with requisite majority

Result of the Postal Ballot

Promoter /Public	No. of shares held - 1	No. of votes polled - 2	% of votes polled on outstanding shares – 3 = $[(2)/(1)] \times 100$	No. of votes in favour - 4	No. of votes against - 5	% of Votes in favour on votes polled-6 = $[(4)/(2)] \times 100$	% of Votes against the votes polled.-7 = $[(5)/(2)] \times 100$
Promoter and Promoter Group	2,90,82,584	2,81,45,256	96.77%	2,81,45,256	--	100.00%	--
Public – Institutional holders	26,71,989	--	--	--	--	--	--
Public-Others	1,82,95,427	6,44,132	3.52%	5,98,845	45287	92.97%	7.03%
Total	5,00,50,000	2,87,89,388	57.52%	2,87,44,101	45287	99.84%	0.16%

The resolution under the Item (Ordinary Resolution) as set out in the Postal Ballot Notice dated 29.9.2012 was accordingly, approved and passed by the shareholders with requisite majority.

For Elgi Rubber Company Limited


Sudarsan Varadaraj
Chairman & Managing Director