



Elgi Rubber Company Limited

2000 Trichy Road • Coimbatore 641 005 • India • CIN : L25119TZ2006PLC013144
+91 (422) 232 1000 • info@in.elgirubber.com • www.elgirubber.com

26th August, 2021

To

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra, East
Mumbai - 400 051

Scrip Code: ELGIRUBCO

Dear Sir/Madam,

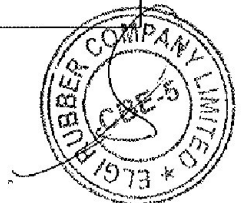
Sub: Proceedings of the 15th Annual General Meeting of the Company held on Thursday, the 26th day of August, 2021 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Pursuant to Regulation 30 read with para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 15th Annual General Meeting of the Company was duly held on Thursday the 26th day of August, 2021 at 10:00 AM (IST) through Video Conferencing (VC) / Other Audio Visual Means(OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No.2/2021 dated 13.01.2021 read with Circular No.20/2020 dated 05.05.2020, Circular No.14/2020 dated 08.04.2020 and Circular No.17/2020 dated 13.04.2020 (collectively referred to as "MCA Circulars") and the SEBI Circular No.SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12.05.2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.01.2021 issued by the SEBI (collectively referred to as "SEBI Circulars") and the proceedings of the said meeting is given hereunder:

Present:

The following Directors were present at the 15th Annual General Meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM):

| Name of the Director | Category / Designation |
|------------------------|---|
| Mr. Sudarsan Varadaraj | Chairman and Managing Director |
| Dr. Jairam Varadaraj | Non-Executive Director |
| Mr. M. D. Selvaraj | Independent Director and Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee |
| Mr. P. Vijay Raghunath | Independent Director and Member of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee |





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| Name of the Director | Category / Designation |
|----------------------|------------------------|
| Mr. Harsha Varadaraj | Whole-time Director |

In attendance

Mr. S R Venkatachalam, Chief Financial Officer
Mr. G Sasikumar, Company Secretary and Compliance Officer

Mr.K Thangamuthu, Vice-President Finance, Mr. M V Jeganathan of M/s. M S Jagannathan and Visvanathan, Chartered Accountants, Statutory Auditors, Mr. B. Anand of M/s. Reddy, Goud and Janardhan, Internal Auditors and Mr.R.Jayachandran, Partner of M/s. RJC Associates, Chartered Accountants, Scrutinizer for the 15th AGM were also present at the 15th Annual General Meeting through VC/OAVM.

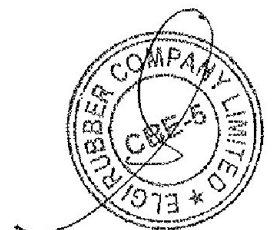
A total of 42 members representing 32,701,021 equity shares has attended the meeting through the video conferencing / other audio-visual means.

Mr. S R Venkatachalam, CFO, welcomed all the members and informed that the 15th Annual General Meeting of Elgi Rubber Company Limited was being conducted through Video Conferencing /Other Audio Visual Means ("VC/OAVM") facility.

Thereafter, the CFO briefed certain procedural and technical information regarding the participation by the members through video conferencing / other audio visual means. The CFO informed further that the Company had provided to the Shareholders, the facility to cast their vote electronically on all the resolution(s) set forth in the Notice of the 15th AGM through remote e-voting facility provided by the Link Intime India Private Limited (LIPL), which had commenced on Monday, August 23rd, 2021 at 9.00 a.m. (IST) and ended on Wednesday, August 25, 2021 at 5.00 p.m. (IST). He informed that the shareholders, who are present at the AGM and had not cast their vote through remote e-voting, has been provided an opportunity to cast their votes through e-voting at the Meeting. In this regard, the Board of Directors had appointed Mr.R.Jeyachandran, Partner of M/s. RJC Associates, Chartered Accountants, Coimbatore as the Scrutinizer to conduct the remote e-voting and e-voting process at the 15th AGM in a fair and transparent manner and to ascertain the requisite majority.

The CFO then introduced the Chairman and Managing Director and the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee and other Directors / Statutory Auditor / Internal Auditor / Scrutiniser / Company Secretary and the Senior Management present in the meeting through VC/OAVM facility. He informed that Mrs. V. Bhuvaneshwari, Independent Director has expressed her inability to attend this meeting due to preoccupation. He further informed that the Secretarial Auditor has expressed his inability to attend this meeting due to preoccupation and hence, he has been exempted from attending this meeting.

Thereafter, he invited Mr. Sudarsan Varadaraj (DIN: 00133533), Chairman and Managing Director of the Company to conduct the 15th Annual General Meeting.





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Mr. Sudarsan Varadaraj (DIN: 00133533), Chairman and Managing Director announced that the requisite quorum is present and he called the meeting to order. Further, he welcomed all the Directors, Auditors, Scrutinizer and the shareholders for the 15th Annual General Meeting held through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility. Thereafter, the Chairman informed that the registers as required under the Companies Act, 2013 has been made available electronically for inspection by the members during the AGM.

The Chairman and Managing Director further informed that since the notice of the AGM along with the audited standalone and consolidated financial statements and the Directors report for the year ended 31st March, 2021 has already been circulated to all the members, the same was taken as read. Further he stated that as there are no qualifications or comments or remarks in the Statutory Auditors Report and the Secretarial Auditor's Report for the financial year ended 31st March, 2021, the same was taken as read.

Thereafter, the Chairman and Managing Director read the summary of the resolutions set out in the agenda Item No.1 of the Notice of the 15th Annual General Meeting dated 23rd July, 2021 as follows;

Ordinary Business:

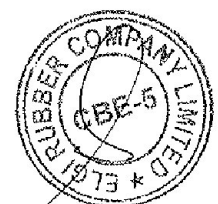
1. Adoption of the audited standalone and consolidated financial statements of the company for the financial year ended 31st March, 2021, together with the reports of the Board of Directors and the Auditors thereon.

Since he was interested in the agenda Item No.2 of the Notice of the 15th Annual General Meeting dated 23rd of July 2021, he vacated the Chair and Mr. M D Selvaraj, Independent Director, took the Chair and read the summary of the resolution set out in the agenda Item No.2 of the Notice as follows;

Ordinary Business:

2. Re-appointment of Harsha Varadaraj (holding DIN: 06856957) as Director, who retires on rotation.

After transacting the resolution set out in the agenda Item No.2 of the Notice, Mr. M D Selvaraj invited Mr. Sudarsan Varadaraj, Chairman and Managing Director to take the Chair and accordingly, the Chairman and Managing Director took the Chair and read the summary of the resolutions set out in the agenda Item No.3 and 4 of the Notice as follows;





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Special Business:

3. Ratification of the appointment and the payment of remuneration to M/s. P. Mohan Kumar & Co., (Firm Registration No.100490), Cost Accountants, for the financial year 2021-22.
4. Divest by way of sale, transfer or dispose of upto 100% shareholding held in Rubber Resources B.V., The Netherlands, a step-down subsidiary, by Elgi Rubber Company Holdings B.V., a Wholly-owned Subsidiary of the company.

The Chairman and Managing Director then informed that there are 2 shareholders registered as speakers for the 15th Annual General Meeting and accordingly, he asked the moderator to invite the registered speaker shareholders to raise their queries and also, he invited queries through chat box. Accordingly, the speaker shareholders raised their queries and the same were suitably answered by the Chairman and Managing Director. The moderator informed to the Chairman and Managing Director that there were no queries through chat box.

The Chairman and Managing Director then asked the CFO to inform the members about the e-voting facility at the meeting and propose the vote of thanks.

The CFO informed that the e-voting facility provided by the Link Intime India Private Limited (LIPL) would remain open for the next 15 minutes to enable the shareholders, who are present at the meeting and had not cast their votes through remote e-voting, to cast their votes electronically. He informed further that the results of the voting shall be declared within the prescribed time and the consolidated scrutinizer's report along with the voting results would be submitted to the Link India Private Limited (<https://instavote.linkintime.co.in>), National Stock Exchange of India Limited (www.nseindia.com) and would also be placed on the Company's website (www.elgirubber.com).

The CFO then thanked all the shareholders / Directors / Auditors / Scrutinizer, who have joined the 15th Annual General Meeting through video conferencing facility/other audio visual means.

The 15th AGM was concluded at 10:32 AM (IST).

Kindly take the above on record.

Thank you.

Yours faithfully
For Elgi Rubber Company Limited

G Sasikumar
Company Secretary & Compliance Officer
ICSI M.No. ACS 29379

