



Elgi Rubber Company Limited

S.F No. 164/2, Pollachi Road • Kurichi • Coimbatore 641 021 • India • CIN : L25119TZ2006PLC013144,
+91 (422) 232 1000 • info@in.elgirubber.com • www.elgirubber.com.

26th August, 2022

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 16th Annual General Meeting of the Company held on Friday, the 26th day of August, 2022 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 16th Annual General Meeting of the Company was duly held on Friday, the 26th day of August, 2022 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 the relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Securities and Exchange Board of India ("SEBI Circulars") during the year(s) 2020, 2021 & 2022 respectively and the proceedings of the said meeting is given hereunder:

Present:

The following Directors were present at the 16th Annual General Meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM):

Name of the Director	Category / Designation
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. Vijayraghunath	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. V. Bhuvaneshwari	Independent Director and Member of Audit Committee and Nomination and Remuneration Committee
Mr. Harsha Varadaraj	Whole-time Director

In attendance:

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

Mr. Thangamuthu K, Vice-President Finance, Mr. M V Jeganathan of M/s. M S Jagannathan and Visvanathan, Chartered Accountants, the retiring Statutory Auditors, Mr. A. Arun of M/s. Arun & Co., Chartered Accountant, the incoming Statutory Auditor, Mr. M. Ramakrishnan, Internal Auditor and Mr. R. Jeyachandran, Partner of M/s. RJC Associates, Chartered Accountants, Scrutinizer were also present at the 16th Annual General Meeting through VC/OAVM.

A total of 40 members representing 67,47,756 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 16th 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 16th AGM through remote e-voting facility provided by the Link Intime India Private Limited (LIPL), which had commenced on Tuesday, August 23, 2022 at 9:00 a.m. (IST) and ended on Thursday, August 25, 2022 at 5:00 p.m. (IST). He further informed that the shareholders, who are present at the AGM and who 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 16th AGM in a fair and transparent manner and to ascertain the requisite majority.

The CFO then introduced the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee and other Directors, Statutory Auditors, Secretarial Auditor, Internal Auditor, Scrutiniser, Company Secretary and the Senior Management present in the meeting through VC/OAVM facility.





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He then informed that Mr. Sudarsan Varadaraj (DIN: 00133533), Chairman and Managing Director had to unexpectedly travel and due to inconsistent internet connectivity, he is unable to join this meeting through Video conferencing facility. Accordingly, in terms of the Articles of Association of the Company, the Directors present at the meeting unanimously elected Mr. M D Selvaraj (DIN: 00001608), Independent Director, to Chair the 16th Annual General Meeting.

Accordingly, Mr. M D Selvaraj (DIN: 00001608), Independent Director, occupied the Chair. The requisite quorum being present, the Chairman called the meeting to order. Further, he welcomed all the Directors, Statutory Auditors, Secretarial Auditor, Scrutinizer and the shareholders for the 16th Annual General Meeting held through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility. Thereafter, the Chairman informed that the statutory registers as required under the Companies Act, 2013 has been made available electronically for inspection by the members during the AGM.

The Chairman of the meeting 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, 2022 has already been circulated to all the members, the same was taken as read. Further, he stated that with respect to the observations made by the Statutory Auditors and the Secretarial Auditor in their Reports for the financial year ended 31st March, 2022, necessary response(s) has been included in the Directors' report and circulated to all the members and with the consent of the members, the same was taken as read.

Thereafter, the Chairman of the meeting read the summary of the resolution(s) set out under agenda Item No.1 to Item No.4 of the Notice of the 16th Annual General Meeting dated 26th May 2022 as follows;

Ordinary Business:

1. Adoption of the audited standalone and consolidated financial statements of the company for the financial year ended 31st March, 2022, together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)
2. Re-appointment of Dr Jairam Varadaraj (holding DIN: 00003361) as Director, who retires by rotation. (Ordinary Resolution)
3. Appointment M/s. Arun & Co (Firm Registration No. 014464S), Chartered Accountants, Tirunelveli, in the place of the retiring auditors M/s M.S.Jagannathan & Visvanathan (FRN 001209S), Chartered Accountants, Coimbatore to hold such office for a period of five consecutive years from the conclusion of this 16th AGM until the conclusion of 21st AGM ought to be held during the year 2027 and approval of the remuneration payable to the statutory auditor. (Ordinary Resolution)





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Special Business:

4. Ratification of the re-appointment and the payment of remuneration to M/s. P. Mohan Kumar & Co., (Firm Registration No.100490), Cost Accountants, for the financial year 2022-23 (Ordinary Resolution)

The Chairman of the meeting then informed that there are 2 shareholders registered as speakers for the 16th 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 registered speaker shareholders raised their queries and the same were suitably answered by CFO. The moderator informed that there were no queries through chat box.

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

Accordingly, 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 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 National Stock Exchange of India Limited (www.nseindia.com) and would also be placed on the website of Link India Private Limited (<https://instavote.linkintime.co.in>) and on the Company's website (www.elgirubber.com).

The CFO then thanked all the shareholders, Directors, Statutory Auditors, Secretarial Auditor and the Scrutinizer, who had joined the 16th Annual General Meeting through video conferencing facility/other audio visual means.

The 16th AGM was concluded at 10:37 AM (IST).

Kindly take the above on record.

Thank you.

Yours faithfully
For Elgi Rubber Company Limited


G Sasikumar
Company Secretary & Compliance Officer
ACS No.29379

