



Elgi Rubber Company Limited

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

28th August, 2020

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,

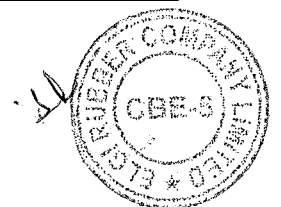
Sub: Proceedings of the 14th Annual General Meeting of the Company held on Friday, the 28th day of August, 2020 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

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 14th Annual General Meeting of the Company was duly held on Friday the 28th day of August, 2020 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.20/2020 dated 5th May 2020 read with Circular No. 14/2020 dated 8th April 2020 and Circular No. 17/2020 dated 13th April 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular dated 12th May, 2020 issued by the SEBI and the proceedings of the said meeting is given hereunder:

Present:

The following Directors were present at the 14th 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. Suresh Jagannathan	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
Mrs. V. Bhuvaneshwari	Independent Director Member of Audit Committee and Nomination and Remuneration Committee





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In attendance

Mr. S R Venkatachalam, Chief Financial Officer
Mr. V. Santhanakrishnan, Company Secretary and Compliance Officer

Mr.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 14th AGM were also present at the 14th Annual General Meeting through VC/OAVM.

A total of 34 members representing 32,503,011 equity shares has attended the meeting through the video conferencing / other audio-visual means.

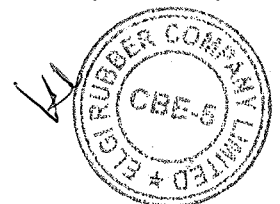
S R Venkatachalam, CFO, welcomed all the members and informed that this 14th Annual General Meeting of Elgi Rubber Company Limited is being held through Video Conferencing /Other Audio Visual Means ("VC/OAVM") facility.

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 resolutions set forth in the Notice of the AGM through remote e-voting facility provided by the Link Intime India Private Limited (LIPL), which had commenced on Tuesday, August 25, 2020 at 9.00 a.m. (IST) and ended on Thursday, August 27, 2020 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 has appointed Mr.R.Jayachandran, Partner of M/s. RJC Associates, Chartered Accountants, Coimbatore as the Scrutinizer to conduct the remote e-voting and e-voting process at the 14th 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 Key Executive present in the meeting through VC/OAVM facility. 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 14th Annual General Meeting.

Mr. Sudarsan Varadaraj (DIN: 00133533), Chairman and Managing Director informed that the requisite quorum being present, called the meeting to order and he welcomed the Directors and the shareholders for the 14th 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.





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The Chairman and Managing Director further informed that since the notice of the AGM along with the audited and consolidated financial statements and the Directors report has already been circulated to all the members, I take the same as read. Further, 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, 2020, I take the same as read.

Thereafter, the Chairman and Managing Director read the summary of the resolutions set out in the agenda Item No.1 and 2 of the Notice of the 14th Annual General Meeting dated 25th June, 2020 as follows;

Ordinary Business:

1. Adoption of the audited standalone and consolidated financial statements of the company for the financial year ended 31st March, 2020, together with the reports of the Board of Directors and the Auditors thereon.
2. Confirmation of the interim dividend already paid as final dividend for the financial year 2019-20.

Since he was interested in the agenda Item No.3 and 4 of the Notice of the 14th Annual General Meeting dated 25th June, 2020, he vacated the Chair and Mr. M D Selvaraj, Independent 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;

Ordinary Business:

3. Re-appointment of Jairam Varadaraj (holding DIN: 00003361) as Director, who retires on rotation.

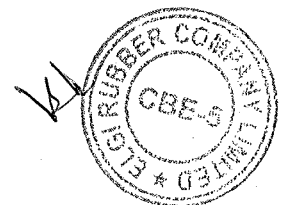
Special Business:

4. Re-appointment of Sudarsan Varadaraj (DIN: 00133533) as Chairman & Managing Director for a period of 3 years with effect from 1st January 2021 on the terms and conditions set out in the AGM notice.

After transacting the resolutions set out in the agenda Item No.3 and 4 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.5 and 6 of the Notice as follows;

Special Business:

5. Approval to invite, accept or renew fixed deposits from public and/or members of the company.
6. 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 2020-21.





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The Chairman and Managing Director then informed that there is no shareholder registered as speaker for this 14th Annual General Meeting and hence, he asked the moderator to invite the members to raise their queries through chat box. The moderator informed to the Chairman and Managing Director that there were no queries from any participating shareholders 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 / Scrutiniser, who have joined the 14th Annual General Meeting through video conferencing facility/other audio visual means.

The 14th AGM was concluded at 10:29 AM.

Kindly take the above on record.

Thank you.

Yours faithfully
For Elgi Rubber Company Limited


V Santhanakrishnan
Company Secretary

