Elgi Rubber Company Limited

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

Date: 16th July, 2019

To
Listing Compliance
National Stock Exchange India Limited,
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (East),
Mumbai-400051

Dear Sir / Madam,

Sub: Intimation of 13th Annual General Meeting and the Book Closure pursuant to the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

It is informed that the 13th Annual General Meeting of the Company has been scheduled to be held on Monday, the 12th August, 2019 at 04:00 PM at "Siruthuli", Noyyal Life Centre, Sungam Bye-pass Road, South of Railway Bridge, Coimbatore-641045. A copy of the Notice is attached herewith for record and reference. The same is also available on the website of the company, viz., www.elgirubber.com.

Further, the Register of Member and Share Transfer Books of the Company will remain closed from 6th August, 2019 to 12th August, 2019 (both days inclusive) for the purpose of ascertaining the members entitled to attend the 13th Annual General Meeting of the Company.

The Company has provided electronic voting (e-voting) facility to the members through electronic voting platform of Link Intime India Private Limited (LIIPL). Members holding shares, either in physical or demat mode as on the cutoff date i.e., 5th August, 2019 may cast their votes electronically. The e-voting shall commence from 09:00 AM on Friday, 9th August, 2019 and ends at 5:00 PM on Sunday, 11th August, 2019.

Kindly take the above on your record and disseminate the same on the website of Stock Exchange.

For Elgi Rubber Company Limited

V Santhanakrishnan
Company Secretary & Compliance Officer

Notice of the 13th Annual General Meeting

NOTICE TO MEMBERS

NOTICE is hereby given that the 13th Annual General Meeting of the shareholders of the company will be held on Monday, the August 12, 2019 at 04:00 PM at "Siruthuli", Noyyal Life Centre, Sungam Bye pass Road, South of Railway Bridge, Coimbatore - 641045, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements of the company along with consolidated financial statements for the financial year ended March 31, 2019 together with the reports of the board of directors and the auditors thereon.

2. To appoint a Director in the place of Suresh Jagannathan (holding DIN: 00011326) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. **To consider and if thought fit, to pass the following resolution as a Special Resolution:**

   RESOLVED THAT pursuant to the provisions of section 149(10), 150(2), 152 and 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing regulations"), **MD Selvaraj (DIN: 00001608)** whose present term as an Independent Director expires on September 26, 2019, who has given his consent for re-appointment and has submitted a declaration that he meets the criteria for independence under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI listing regulations and is eligible for re-appointment, and whose reappointment has been recommended by Nomination and Remuneration Committee and by the Board of Directors, be and is hereby re-appointed as an Independent Director of the company, for a second term of five consecutive years with effect from September 27, 2019 and is not liable to retire by rotation.

4. **To consider and if thought fit, to pass the following resolution as a Special Resolution:**

   RESOLVED THAT pursuant to the provisions of section 149(10), 150(2), 152 and 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing regulations"), **P Vijay Raghunath (DIN: 00002963)** whose present term as an Independent Director expires on September 26, 2019, who has given his consent for re-appointment and has submitted a declaration that he meets the criteria for independence under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI listing regulations and is eligible for re-appointment, and whose reappointment has been recommended by Nomination and Remuneration Committee and by the Board of Directors, be and is hereby re-appointed as an Independent Director of the company, for a second term of five consecutive years with effect from September 27, 2019 and is not liable to retire by rotation.

5. **To consider and if thought fit, to pass the following resolution as a Special Resolution:**

   RESOLVED THAT pursuant to the provisions of section 149(10), 150(2), 152 and 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing regulations"), **V Bhuvaneshwari (DIN: 01628512)** whose present term as an Independent Director expires on September 26, 2019, who has given her consent for re-appointment and has submitted a declaration that she meets the criteria for independence under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI listing regulations and is eligible for re-appointment, whose reappointment has been recommended by Nomination and Remuneration Committee and by the Board of Directors, be and is hereby re-appointed as an Independent Director of the company, for a second term of five consecutive years with effect from September 27, 2019 and is not liable to retire by rotation.

6. **To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

   RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of M/s. P. Mohan Kumar & Co, Cost Accountants, (Firm Registration No.100490) by the board of directors of the company to conduct the audit of cost records of the company for the financial year 2019-20, on a remuneration of ₹ 75,000/- (Rupees seventy five thousand only) exclusive of taxes as applicable and reimbursement of conveyance on actual basis as incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No 3, 4 & 5

M D Selvaraj (DIN: 00001608), P Vijay Raghunath (DIN: 00002963) and V Bhuvaneshwari (DIN: 01628512) were appointed as Independent Directors of the Company, at the Annual General Meeting held on September 27, 2014, for a period of 5 consecutive years with effect from September 27, 2014 in accordance with the provisions of Section 149, 150(2), 152, 160 and other applicable provisions, if any, read with Schedule IV of the Companies Act, 2013. Accordingly, the first term of office of M D Selvaraj (DIN: 00001608), P Vijay Raghunath (DIN: 00002963) and V Bhuvaneshwari (DIN: 01628512) as the Independent Directors of the Company expires on September 26, 2019 and they are eligible for re-appointment for another term of five consecutive years, subject to the approval of the members by way of passing a special resolution.

Based on the recommendations of the Nomination and Remuneration Committee and considering the qualifications, skills, experience and expertise knowledge, the performance evaluation and the eligibility criteria stipulated under Section 149(6) of the Companies Act, 2013 read with Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has recommended the re-appointment of M D Selvaraj (DIN: 00001608), P Vijay Raghunath (DIN: 00002963) and V Bhuvaneshwari (DIN: 01628512) as the Independent Directors of the Company for a second term of five consecutive years with effect from September 27, 2019. During their tenure of appointment, they shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013.

Further, all the Appointee Independent Directors have expressed their consent to act as the Independent Directors of the Company for the second term of five consecutive years. The Company has also received necessary declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under sub-section 6 of Section 149 of the Act and as per Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and confirmation that they do not suffer from any disqualifications barring their re-appointment as the Independent Directors.

In the opinion of the Board of Directors, they fulfill the conditions for re-appointment as Independent Directors and they are independent of the Management. The brief profile of all the Appointee Independent Directors is annexed and forms part of this Notice and details of the sitting fees paid to them are provided in the Corporate Governance Report forming part of the annual report for the year 2018-2019. The Board considers that the continued association of the Appointee Independent Directors would be of immense benefit to the Company and it is desirable to continue to avail their services as the Independent Directors.

The Company has also received notices from a Member under Section 160 of the Companies Act, 2013 (the Act) proposing their re-appointment as Independent Directors for the second term of 5 consecutive years.

Pursuant to Section 149(10) of the Companies Act, 2013, the re-appointment of Independent Directors for the second term of five consecutive years shall require the approval of the members by way of a special resolution. Accordingly, the Board recommends the Special Resolutions as set out in Item Nos.3, 4 and 5 of the Notice for the approval of the Members.

A copy of the draft letter for re-appointment of the Independent Directors setting out the terms and conditions of their re-appointment would be available for inspection by the Members at the Registered Office of the Company during the normal business hours of the Company, other than Saturdays and Sundays, till the date of the ensuing Annual General Meeting.

Except the Appointee Independent Directors, none of the other Directors or Key Managerial Personnel of the Company and their relatives are in anyway deemed to be concerned or interested, financially or otherwise, in the Resolutions as set out in Item Nos.3, 4 and 5 of the Notice.

Item No. 6

The board of directors of the company, on the recommendation of the audit committee, has approved the appointment and remuneration of M/ s. P. Mohan Kumar & Co, Cost Accountants, (Firm Registration No.100490) to conduct the audit of the cost records of the company for the financial year ending March 31, 2020, at a remuneration of Rs.75,000/- (Rupees seventy five thousand only), plus taxes as applicable and reimbursement of conveyance at actuals, subject to ratification by shareholders.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors during the year 2019-20 as set out in the Item No.6 for the aforesaid services to be rendered by them. The board recommends the resolution set out in Item No.6 of the notice for the approval of the members.

None of the directors and key managerial personnel of the company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.6 of the Notice.

Notes:

1. ***A member entitled to attend and vote at the annual general meeting ("the meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the company.***

   The instrument appointing the proxy should, however, be deposited at the registered office of the company not less than forty eight hours before the commencement of the meeting. A proxy form for the annual general meeting is enclosed.

   A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.

3. Members / proxies should bring the attendance slips duly filled and signed for attending the meeting.

4. Members may note that M/s M. S. Jagannathan & Visvanathan (FRN 001209S), Chartered Accountants, were appointed as statutory auditors of the Company, at the 11th Annual General Meeting (AGM) held on August 26, 2017, to hold office for a period of five years till the conclusion of 16th Annual General Meeting to be held during the year 2022, subject to ratification by the shareholders at every AGM. However, the Ministry of Corporate Affairs vide notification dated 7th May 2018 has amended Section 139 of the Companies Act, 2013 by omitting the requirement of seeking ratification of the members for appointment of statutory auditors at every AGM. Accordingly, the members, at their 12th Annual General Meeting held on August 9, 2018 has approved to continue the appointment of M/s M. S. Jagannathan & Visvanathan (FRN 001209S), Chartered Accountants, as the statutory auditors without ratification till the conclusion of the 16th Annual General Meeting to be held in the year 2022. Hence, no resolution is being proposed for ratification of appointment of Statutory Auditors at this 13th Annual General Meeting.

5. Details under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2) on General Meetings, in respect of the directors seeking re-appointment at the Annual General Meeting are furnished and forms part of the notice.

6. The register of members and share transfer books of the company will remain closed from August 6, 2019 to August 12, 2019 (both days inclusive).

7. Members holding shares in electronic form may note that bank particulars registered against their depository accounts will be used by the company for payment of dividend. The company or its registrar and share transfer agent, M/s. Link Intime India Private Limited cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the depository participant by the members. Members holding shares in physical form and desirous of registering bank particulars against their respective folios for payment of dividend, are requested to write to the registrar and share transfer agent of the company.

8. **Change of Address:** Members holding shares in physical form are requested to notify immediately any change in their address along with respective address proof and bank particulars to the company or its registrar & share transfer agent and in case their shares are held in dematerialized form, this information should be passed on directly to their respective depository participants and not to the company/ registrar and transfer agent.

9. As per the green initiative taken by the Ministry of Corporate Affairs, members are advised to register their email address with the company in respect of shares held in physical form and with the concerned depository participant / M/s. Link Intime India Private Limited in respect of shares held in demat form to enable the company to serve documents in electronic form.

10. Members desirous of receiving any information on the accounts or operations of the company are requested to forward his/her queries to the company at least seven working days prior to the meeting, so that the required information can be made available at the meeting.

11. **Dividend of prior years:** Pursuant to Section 124 of the Companies Act, 2013, the dividend which remained un-encashed / unclaimed for a period of seven years from the date of transfer to the unpaid dividend account is required to be transferred to the "Investor Education and Protection Fund" established by the Central Government. The shareholders, whose unclaimed or unpaid amount has been transferred to the "Investor Education and Protection Fund (IEPF)", may claim the same from IEPF authority by filing form IEPF-5 along with requisite documents. Members who have not encashed the dividend warrant(s) so far, since the financial year 2010-11, are requested to send their claim with a cancelled cheque containing name of the shareholder (for their Bank details) immediately to the company/ registrar and transfer agent for receiving the amounts through electronic channels such as RTGS/NEFT in lieu thereof.

12. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the company or Registrar and Share Transfer Agent, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such members after making requisite changes thereon.

13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat account(s). Members holding shares in physical form can submit their PAN details to the company or to M/s. Link Intime India Private Limited, 35, May Flower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore - 641028.

14. The members are requested to forward all their communications directly to the Registrar and Share Transfer Agent of the company, M/s. Link Intime India Private Limited, "Surya", 35, Mayflower Avenue, 2nd Floor, Behind Senthil Nagar, Sowripalayam Road, Coimbatore - 641028.

15. Electronic copy of the Annual Report for 2018-19, the notice of the 13th Annual General Meeting of the company and instructions for e-voting, along with the attendance slip and proxy form, are being sent to all the members whose email IDs are registered with the company/ depository participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2018-19 is being sent in the permitted mode.

16. Members may also note that the notice of the 13th Annual General Meeting and the Annual Report 2018-19 will be available on the company's website, www.elgirubber.com. The physical copies of the aforesaid documents will also be available at the company's registered office for inspection during normal business hours on any working day.

17. Members holding shares in electronic form are requested to promptly intimate all the changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, email address, contact numbers, etc., to their concerned depository participant (DP). The changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Share Transfer Agents to provide efficient and better services.

18. Pursuant to the provisions of Section 72 of the Companies Act, 2013, members may file nomination forms in respect of their physical shareholdings. Any member wishing to avail this facility may submit to the company's Registrar & Share Transfer Agent in the prescribed statutory form. Should any assistance be desired, members should get in touch with the company's Registrar & Share Transfer Agent.

19. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

20. Members are requested to note that the venue of the 13th Annual General Meeting at **"Siruthuli", Noyyal Life Centre, Sungam Bye pass road, South of Railway Bridge, Coimbatore - 641045,** and the route map containing the complete particulars of the venue is attached to this notice.

21. **Voting through electronic means:**

    a) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is pleased to provide its members the facility to exercise their right to vote at the 13th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Link Intime India Private Limited (LIIPL).

    b) The facility for voting, either through electronic voting system or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting may exercise their vote through polling paper at the meeting.

    c) The Members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again.

    The instructions for members for voting electronically are as under:-

    i. The voting period begins on Friday, August 9, 2019 at 9:00 AM and ends on Sunday, August 11, 2019 at 5:00 PM.

    ii. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, August 5, 2019, may cast their vote electronically. The e-voting module shall be disabled by LIIPL for voting thereafter.

    iii. The shareholders should log on to the e-voting website **https://instavote.linkintime.co.in**

    iv. Click on "Login" tab, available under 'Shareholders' section

    v. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".

a) **Shareholders holding shares in demat account with NSDL**: Your User ID is 8 Character DP ID followed by 8 Digit Client ID,

b) **Shareholders holding shares in demat account with CDSL**: Your User ID is 16 Digit Beneficiary ID,

c) **Shareholders holding shares in Physical Form (i.e. Share Certificate)**: Your User ID is Event No + Folio Number registered with the Company

vi) Your Password details are given below:

If you are using e-Voting system of LIIPL: **https://instavote.linkintime.co.in** for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on "Sign Up" tab available under 'Shareholders' section register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

For Shareholders holding shares in Demat Form or Physical Form

PAN Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN Field.
DOB / DOI Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Dividend Bank Details Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio number. Please enter the DOB/ DOI or Dividend Bank Details in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Dividend Bank Details field as mentioned in instruction (v-c).

If you are holding shares in demat form and had registered on to e-Voting system of LIIPL: **https://instavote.linkintime.co.in,** and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

Incase shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Cast your vote electronically

vii) After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View "Event No." of the company, you choose to vote.

viii) On the voting page, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting. Cast your vote by selecting appropriate option i.e., Favour/Against as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

ix) If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.

x) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "YES", else to change your vote, click on "NO" and accordingly modify your vote.

xi) Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

xii) You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.

xiii) **Note for Non-individual Shareholders and Custodians**:

(a) Institutional shareholders (i.e., other than Individuals, HUF, NRI, etc.,) and Custodian are required to log on to e-Voting system of LIIPL: **https://instavote.linkintime.co.in** and register themselves as 'Custodian / Mutual Fund / Corporate Body'.

(b) They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

(c) During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".

xiv) Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

xv) In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at **https://instavote.linkintime.co.in**, under Help section or write an email to enotices@linkintime.co.in or Call us:- Tel : 022 – 49186000.

d) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the company as on the cut-off date (record date) of August 5, 2019.

e) R Jayachandran, Partner, M/s. RJC Associates, Chartered Accountants, Coimbatore has been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

f) The scrutinizer shall immediately after the conclusion of the Annual General Meeting first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the company and make a scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the company.

g) The results shall be declared within 2 days of the conclusion of the 13th Annual General Meeting. The results declared along with the consolidated scrutinizer's report shall be placed on the company's website **www.elgirubber.com** and on the website of LIIPL and communicated to the Stock Exchange where the company's shares are listed.

By and on behalf of the Board
For Elgi Rubber Company Limited

Sudarsan Varadaraj
DIN: 00133533
Chairman & Managing Director

Place : Coimbatore
Date : May 20, 2019

Details of director seeking re-appointment in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2) on General Meetings

Name	Suresh Jagannathan	M D Selvaraj	P Vijay Raghunath	V Bhuvaneshwari
DIN	00011326	00001608	00002963	01628512
Date of Birth / Age	01.05.1957 / 62 years	08.12.1953 / 66 years	31.05.1967 / 52 years	05.02.1962 / 57 years
Nationality	Indian	Indian	Indian	Indian
Date of Induction on the Board	06.01.2011	06.01.2011	06.01.2011	31.07.2014
Relationship with other director	Not related to any director	Not related to any director	Not related to any director	Not related to any director
Qualification	Bachelor of Science from Rensselaer Polytechnic Institute, New York	M Com MBA FCS	B Com BL MA (Hons)	B Com BL
Experience	39 years of experience in food, textiles and engineering industries	34 years of experience in Corporate laws, Secretarial, Financial and other allied functions	17 Years of Practice in Legal Profession	20 Years of Practice in Legal Profession
Shareholding	Nil	116	Nil	Nil
List of Directorships held in other companies	1.Kovilpatti Lakshmi Roller Flour Mills Limited 2. Pricol Limited 3. Chempaka General Finance Private Limited 4. Eltex Precision Dies and Tools Private Limited 5. McKinnon India Private Limited 6. Cape Power Private Limited 7. Cape Flour Mills Private Limited	1.Suryavaradh Securities Private Limited	1. Precot Meridian Limited 2. Elgi Ultra Industries Limited 3. Elgi Ultra Limited 4. Space Ventures India Private Limited	1. Precot Meridian Limited 2. Chansuba Pumps Private Limited
Other Committee Memberships	1. Elgi Rubber Company Limited -Audit committee, Nomination and Remuneration Committee, CSR Committee 2.Kovilpatti Lakshmi Roller Flour Mills Limited Remuneration Committee Committee, CSR Committee and Finance & Administrative Committee	1. Elgi Rubber Company Limited -CSR Committee and Finance and Administrative Committee	1. Elgi Rubber Company Limited - Audit committee, Nomination and Remuneration Committee .2.Elgi Ultra Industries Limited -Nomination and Remuneration	1. Elgi Rubber Company Limited -Audit committee and Nomination and Remuneration Committee 2. Precot Meridian Limited Audit committee,Nomination and Stakeholders relationship Committee
Other Committee Chairmanships	Nil	1. Elgi Rubber Company Limited Audit committee, Nomination and Remuneration committee, Stakeholders relationship committee	1. Elgi Ultra Industries Limited Audit Committee	Nil
Remuneration sought to be paid (per annum)	₹ 10,000/- as Sitting fee for each Board meeting and Audit committee meeting attended	₹ 10,000/- as Sitting fee for each Board meeting and Audit committee meeting attended	₹ 10,000/- as Sitting fee for each Board meeting and Audit committee meeting attended	₹ 10,000/- as Sitting fee for each Board meeting and Audit committee meeting attended
Remuneration last drawn (per annum)	₹ 40,000 (sitting fees)	₹ 110,000/- (sitting fees)	₹ 110,000/- (sitting fees)	₹ 60,000/- (sitting fees)
Terms & Conditions of Re-appointment	Liable to retire by rotation	As per Special Resolution set out under Item No. 3 of the Notice	As per Special Resolution set out under Item No. 4 of the Notice	As per Special Resolution set out under Item No. 5 of the Notice
Number of Meetings of the Board attended during the year	2 out of 7 meetings	7 out of 7 meetings	7 out of 7 meetings	4 out of 7 meetings

Route Map to the AGM Venue

Siruthuli Noyyal Life Centre
Ukkadam Sungam Bypass Rd
Ramanathapuram
Coimbatore, Tamil Nadu
641045

siruthuli.com
0422 231 8333