



Elgi Rubber Company Limited

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

Ref: ERCL/SEC/2019/May/06

27th May, 2019

The Manager – Listing,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East,
Mumbai – 400 051

Dear Sir,

Sub : Annual Secretarial Compliance Report for the year ended 31st March 2019

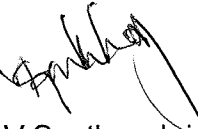
Symbol : ELGIRUBCO

In terms of Clause 3(b)(iii) of SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we are enclosing herewith the Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2019, issued by CN Paramasivam, Practicing Company Secretary on 20th May, 2019.

Please take the above on record and acknowledge the same.

Thanking you,

Yours Sincerely,
For Elgi Rubber Company Limited


V Santhanakrishnan
Company Secretary & Compliance officer

**Secretarial Compliance Report of M/s. Elgi Rubber Company Limited
for the year ended 31st March, 2019**

*[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015]*

I, C N Paramasivam (FCS 4654 / CP.No.3687), Company Secretary in Practice, have examined:

- all the documents and records made available to us and explanation provided by M/s. Elgi Rubber Company Limited (CIN: L25119TZ2006PLC013144) ("the listed entity");
- the filings/ submissions made by the listed entity to National Stock Exchange of India Limited ("the stock exchange");
- website of the listed entity;

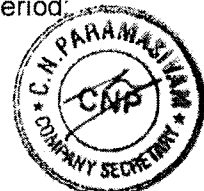
for the year ended 31st March, 2019 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations as applicable to the listed entity, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-


- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and
- circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:



- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder;
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- (c) There were no actions taken against the listed entity / its promoters / directors either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts / Regulations and circulars/ guidelines issued thereunder;
- (d) Since the requirement of Secretarial Compliance Report pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been made effective from the financial year ended 31st March, 2019, there were no previous reports and hence, reporting under this clause (d) does not arise.

Place : Coimbatore
Date : 20th May, 2019


C N PARAMASIVAM
FCS No.: 4654
C P No.: 3687

