

19th September 2020

To

The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001

Scrip Code: 522074

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra-East,
Mumbai- 400 051
Symbol: ELGIEQUIP

Dear Sir,

**Sub: Declaration of results on the voting on resolution(s) set out in the Postal Ballot
Notice dated 14th August 2020**

Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circulars No. 14/2020 dated 8th April 2020, No. 17/2020 dated 13th April 2020 and No. 22/2020 dated 15th June 2020, issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), the consent of the Members of the Company was sought, for passing the resolution(s) set out in the Postal Ballot Notice dated 14th August 2020 by means of voting through electronic means (remote e-voting) only.

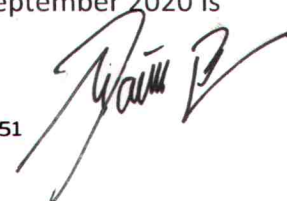
Postal Ballot Notice containing the resolution(s) together with the statement setting out material facts concerning each of the resolution(s) set out in the Notice was sent through email to all the Members whose names appeared in the Register of Members / List of Beneficiaries as on 14th August 2020 ("cut-off date") and in accordance with the aforesaid MCA circulars, the Company had provided the Members the facility to vote through remote electronic voting only. The last date for receipt of voting through electronic means was Friday, 18th September 2020, 5:00 PM. The Board of Directors at their meeting held on 14th August 2020 had appointed Mr. M D Selvaraj, FCS of M/s. MDS & Associates, Company Secretaries, Coimbatore, as Scrutinizer to conduct the postal ballot voting through remote electronic voting means in a fair and transparent manner and for the purpose of ascertaining the requisite majority.

Accordingly, the Scrutinizer has submitted his report on postal ballot (remote e-voting) and based on his report, it is hereby declared that the resolution(s) set out in the Postal Ballot Notice dated 14th August 2020, have been duly passed by the members of the Company with requisite majority. A copy of the report of the Scrutinizer dated 19th September 2020 is attached hereto.

ELGI EQUIPMENTS LIMITED

Trichy Road, Singanallur, Coimbatore - 641005, Tamilnadu, India

T : +91 422 2589 555, W : www.elgi.com, Toll - free No : 1800-425-3544, CIN : L29120TZ1960PLC000351



The details of the voting results on the resolutions passed through postal ballot process (remote e-voting) are given hereunder:

1.	Date of declaration of Postal Ballot Results	Saturday, 19 th September 2020
2.	Total number of Members as on cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights	19,697 (as on 14 th August 2020)
3.	No. of shareholders in the meeting either in person or through proxy: Promoters and Promoter Group: Public	Not Applicable
4.	No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	Not Applicable

Item No. 1 – Ordinary Resolution

Approval for increasing the Authorized Share Capital and consequent amendment to Memorandum of Association of the Company

Particulars	No. of remote e-votes	No. of shares	Percentage of valid votes
(a) Total remote e-votes received	149	8,56,07,924	-
(b) Less: Invalid ballot forms / abstained	-	-	-
(c) Net valid ballot forms / e-votes	149	8,56,07,924	100.00
- Assent	147	8,56,07,272	100.00
- Dissent	2	652	Negligible

Note:

- One shareholder holding 70 equity shares abstained from voting on the resolution

Accordingly, the above resolution has been declared as passed as an Ordinary Resolution with requisite majority.

Item No. 2 – Ordinary Resolution

Approval for issue of Bonus Shares

Particulars	No. of remote e-votes	No. of shares	Percentage of valid votes
(a) Total remote e-votes received	150	8,56,07,994	-
(b) Less: Invalid ballot forms / abstained	-	-	-
(c) Net valid ballot forms / e-votes	150	8,56,07,994	100.00
- Assent	148	8,56,07,332	100.00
- Dissent	3	662	Negligible

Note:

- One shareholder holding 50 equity shares voted in favour of the resolution for 40 equity shares and against the resolution for 10 equity shares

Accordingly, the above resolution has been declared as passed as an Ordinary Resolution with requisite majority.

Item No. 3 – Special Resolution

Approval for creation of mortgages/ charges/ hypothecation of the properties of the company under section 180(1)(a) of the Companies Act, 2013 in respect of the borrowings of the company

Particulars	No. of remote e-votes	No. of shares	Percentage of valid votes
(a) Total remote e-votes received	148	8,56,07,774	-
(b) Less: Invalid ballot forms / abstained	-	-	-
(c) Net valid ballot forms / e-votes	148	8,56,07,774	100.00
- Assent	135	8,54,77,659	99.85
- Dissent	13	1,30,115	0.15

Note:

- Two shareholders holding 220 equity shares abstained from voting on the resolution

Accordingly, the above resolution has been declared as passed as a Special Resolution with requisite majority.

Item No. 4 – Special Resolution

Approval to make investments or grant loans or provide guarantee or security in excess of the limits specified under section 186 of the Companies Act, 2013

Particulars	No. of remote e-votes	No. of shares	Percentage of valid votes
(a) Total remote e-votes received	147	8,28,05,177	-
(b) Less: Invalid ballot forms / abstained	-	-	-
(c) Net valid ballot forms / e-votes	147	8,28,05,177	100.00
- Assent	129	8,26,70,854	99.84
- Dissent	18	1,34,323	0.16

Note:

- Three shareholders holding 28,02,637 equity shares abstained from voting on the resolution and one shareholder holding 200 equity shares abstained from voting for 180 equity shares held by him

Accordingly, the above resolution has been declared as passed as a Special Resolution with requisite majority.

For ELGI EQUIPMENTS LIMITED

Date: 19.09.2020

Place: Coimbatore



JAYARAM VARADARAJ
MANAGING DIRECTOR
DIN: 00003361



MDS & Associates

Company Secretaries in Practice

M.D. Selvaraj M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsassociates.in, Web : www.mdsservices.in

SCRUTINIZER'S REPORT ON POSTAL BALLOT (REMOTE E-VOTING)
CONDUCTED PURSUANT TO THE POSTAL BALLOT NOTICE
DATED 14TH AUGUST 2020

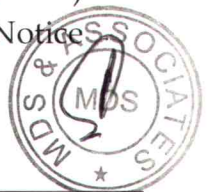
Date: 19th September 2020

To
The Managing Director,
M/s.Elgi Equipments Limited
(CIN: L29120TZ1960PLC000351)
Elgi Industrial Complex III, Trichy Road,
Singanallur, Coimbatore - 641005,
Tamil Nadu, India

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot through Remote E-voting conducted pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 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 MCA circulars issued thereunder

I, M D Selvaraj, FCS, Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. Elgi Equipments Limited**, ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting for postal ballot carried out in accordance with the provisions of Sections 108 & 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions of the Act and Rules made thereunder, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circulars No.14/2020 dated 8th April 2020, No. 17/2020 dated 13th April 2020 and No. 22/2020 dated 15th June 2020, issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") in respect of the Ordinary/Special Resolution(s) as set out in the Postal ballot Notice dated 14th August 2020.



Responsibility of the Management

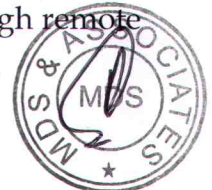
The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through Postal Ballot and electronic means on the Resolution(s), as set out in the Postal Ballot Notice dated 14th August 2020.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot through Remote E-voting process, is restricted to the preparation of the Scrutinizer's Report on the votes cast "in favour" or "against" the resolution(s), as set out in Item No.1 to 4 of the Postal Ballot Notice dated 14th August 2020, based on the reports generated from the e-voting system provided by the Link Intime India Private Limited (LIPL), the Authorized Agency engaged by the Company for providing remote e-voting facilities.

Further in addition to the above, I submit my report as under:

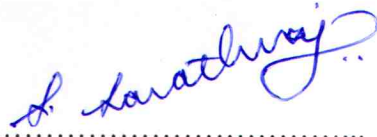
- The Postal Ballot Notice dated 14th August 2020 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on Wednesday, 19th August 2020 by the Registrar & Share Transfer Agent (RTA) viz. Link Intime India Private Limited through electronic mail to those members whose names appeared in the Register of Members / List of Beneficiaries as on Friday, 14th August 2020 ("cut-off date") and who had registered their email ID with the Company/ RTA/ Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on the website of the Company.
- The shareholders of the Company holding shares as on the "cut-off" date on Friday, 14th August 2020 were entitled to vote on the proposed resolutions as set out in Item No. 1 to 4 of the Postal Ballot Notice.
- The remote e-voting period remained open from Thursday, 20th August 2020, 9:00 AM to Friday, 18th September 2020, 5:00 PM. During the said period, the members of the Company, holding shares in physical and / or in dematerialized form, as on the cut-off date i.e. 14th August 2020 were entitled to vote on the resolutions set out in the Notice of postal ballot through remote e-voting.



- The e-voting module of Link Intime India Private Limited ("LI IPL") was disabled on Friday, 18th September 2020 at 5:00 PM and I, as the Scrutinizer, unblocked the votes cast, on Friday, 18th September 2020 at 5:34 PM in the presence of Mr. Sarathraj S (the undersigned as Witness No.1) and Mr. A. Selten Jayaraj (the undersigned as Witness No.2), who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).

Witness No.1

Witness No.2



.....
Name: Mr. Sarathraj S



.....
Name: Mr. A Selten Jayaraj

- I have scrutinized the remote e-voting for the postal ballot and the votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).

I now hereby submit my report on the result of the remote e-voting in respect of the said resolutions, as under:



Resolution No: 1**Ordinary resolution**

Approval for increasing the Authorized Share Capital and consequent amendment to Memorandum of Association of the Company

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the resolution	Percentage of Total Number of votes cast
147	8,56,07,272	100.00

VOTES CAST AGAINST THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against the resolution	Percentage of Total Number of votes cast
2	652	Negligible

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
Nil	Nil

Note: One shareholder holding 70 equity shares abstained from voting on the resolution.

Note: Thus, the Ordinary Resolution as given in Item No. 1 may be considered as passed with requisite majority.



Resolution No: 2**Ordinary resolution**

Approval for issue of bonus shares

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the resolution	Percentage of Total Number of votes cast
148	8,56,07,332	100.00

VOTES CAST AGAINST THE RESOLUTION

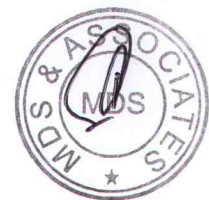
Number of Members Voted through electronic voting system	Number of votes cast against the resolution	Percentage of Total Number of votes cast
3	662	Negligible

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
Nil	Nil

Note: One shareholder holding 50 equity shares voted in favour of the resolution for 40 equity shares and against the resolution for 10 equity shares

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed with requisite majority.



Resolution No: 3**Special resolution**

Approval for creation of mortgages/ charges/ hypothecation of the properties of the company under section 180(1)(a) of the Companies Act, 2013 in respect of the borrowings of the company

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the resolution	Percentage of Total Number of votes cast
135	8,54,77,659	99.85

VOTES CAST AGAINST THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against the resolution	Percentage of Total Number of votes cast
13	1,30,115	0.15

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
Nil	Nil

Note: Two shareholders holding 220 equity shares abstained from voting on the resolution.

Note: Thus, the Special Resolution as given in Item No. 3 may be considered as passed with requisite majority.



Resolution No: 4**Special resolution**

Approval to make investments or grant loans or provide guarantee or security in excess of the limits specified under section 186 of the Companies Act, 2013

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the resolution	Percentage of Total Number of votes cast
129	8,26,70,854	99.84

VOTES CAST AGAINST THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against the resolution	Percentage of Total Number of votes cast
18	1,34,323	0.16

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
Nil	Nil

Note: Three shareholders holding 28,02,637 equity shares abstained from voting on the resolution and one shareholder holding 200 equity shares abstained from voting for 180 equity shares held by him.

Note: Thus, the Special Resolution as given in Item No. 4 may be considered as passed with requisite majority.

*Based on the Scrutinizer's Report
Resolution Nos. 1 to 4 have been passed
with requisite majority*

For Elgi Equipments Limited


Jairam Varadaraj
Managing Director
DIN: 00003361

Yours faithfully,



MDS & ASSOCIATES
Prop : M.D.SELVARAJ M.Com, MBA,FCS,
COMPANY SECRETARY IN PRACTICE
FCS - 960, CP - 411
"SURYA" 35, MAYFLOWER AVENUE
SOWRIPALAYAM ROAD, COIMBATORE - 641 028

UDIN: F000960B000734759