

# **ELGI**

BOMBAY STOCK EXCHANGE LIMITED  
CORPORATE SERVICES  
FLOOR 25, P.J. TOWERS  
DALAL STREET  
MUMBAI 400001.

FAX: 22723121/2037  
2041/2061/2039/3719

E:SEC:

DATE: 07/08/2012

Sirs,

Sub: Submission of 52<sup>nd</sup> AGM Proceedings – reg.

We are enclosing herewith the proceedings of the 52<sup>nd</sup> Annual General Meeting of the Company held on 06/08/2012.

Kindly take into your record.

Thanking you,

Yours faithfully  
For ELGI EQUIPMENTS LIMITED

  
S. RAVEENDAR  
COMPANY SECRETARY.

Encl: As Above.



**ELGI EQUIPMENTS LIMITED**

Singanallur, Coimbatore - 641 005. Tamil Nadu, India. Tel : +91-422-2589555, Fax : +91-422-2573697  
Internet://www.elgi.com



# **ELGI**

## **52<sup>nd</sup> ANNUAL GENERAL MEETING HELD ON 06/08/2012**

**Proceedings of the 52<sup>nd</sup> Annual General Meeting of the Company held on Monday, 6<sup>TH</sup> Day of August, 2012 at 4.30 PM at "ARDRA BUILDING", No.9, North Huzur Road, Coimbatore - 641 018.**

### **Election of Chairman**

Proposed : Mr. Ramprasad  
Seconded : Dr. T. Balaji Naidu

Mr. Jairam Varadaraj, was elected to the Chair. Chairman informed that the requisite quorum for the meeting is present and proceeded to commence business.

With the permission of the members present at the meeting, the Notice convening the meeting, the Directors' Report and Audited Accounts were taken as read.

Statutory Books were kept open for inspection by members.

The Auditors of the Company read the Auditors' Report for the year ending 31/03/2012.

### **ORDINARY BUSINESS**

#### **Subject No: 01**

#### **ADOPTION OF ACCOUNTS.**

Before proceeding to adoption of accounts, Chairman requested members for any clarification or comments on the Annual Accounts of the Company. After clearing the query of one of the shareholders, the ordinary resolution was taken up.

#### **Ordinary Resolution**

Proposed : Mr. Gopal  
Seconded : Mr. S.V. Krishnamoorthy

**RESOLVED THAT** the Audited Balance Sheet & Profit and Loss Account for the year ended 31<sup>st</sup> March, 2012 and the Auditors' Report and Directors' Report thereon, be and are hereby received and adopted."

For ELGI EQUIPMENTS LIMITED

  
RAVEENDAR S  
COMPANY SECRETARY



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The ordinary resolution was put to vote by the Chairman on show of hands and declared as carried unanimously.

**Subject No: 02**

**DECLARATION OF DIVIDEND FOR THE YEAR ENDED 31/03/2012.**

**Ordinary Resolution**

Proposed : Mr. M. Sankaran  
Seconded : Mr. C.N. Subramanian

Chairman mentioned that the Board of Directors had recommended payment of dividend of Re. 1/- per share (100%) towards paid up equity share capital of the Company for the year ended 31/03/2012 at their meeting held on 14/05/2012, subject to the approval of the Shareholders. The outflow (excl.taxes) was Rs. 158.45 million as same in the previous financial year 2010-11. Hence the Board of Directors have recommended to pass the following resolution towards payment of dividend for the year ended 31/03/2012.

**RESOLVED THAT** the Dividend of Re. 1/- per equity share (100%), as recommended by the Board of Directors at their meeting held on 14/05/2012, be declared for the Financial year ending 31/03/2012."

The ordinary resolution was put to vote by the Chairman on show of hands and declared as carried unanimously.

**Subject No: 03**

**RETIREMENT OF DIRECTORS (DR. T. BALAJI NAIDU)**

**Ordinary Resolution**

Proposed : Mr. N. Kathirvel  
Seconded : Mr. T.L Gopalakrishnan

**RESOLVED THAT** Dr. T. Balaji Naidu, who retires by rotation and is eligible for reappointment, be and is hereby reappointed as a Director of the Company."

The ordinary resolution was put to vote by the Chairman on show of hands and declared as carried unanimously.

For ELGI EQUIPMENTS LIMITED

  
RAVEENDAR S  
COMPANY SECRETARY



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**Subject No: 04**

**RETIREMENT OF DIRECTORS (SRI. M. RAMPRASAD)**

**Ordinary Resolution**

Proposed : Mrs. G. Kuppulakshmi  
Seconded : Mr. T.K Subramanian

**RESOLVED THAT** Sri. M. Ramprasad, who retires by rotation and is eligible for reappointment, be and is hereby reappointed as a Director of the Company."

The ordinary resolution was put to vote by the Chairman on show of hands and declared as carried unanimously.

**Subject No: 05**

**APPOINTMENT OF AUDITORS & FIXING THEIR REMUNERATION.**

Proposed : Mr. M.D. Selvaraj  
Seconded : Mr. M. Sankaran

**Ordinary Resolution**

**RESOLVED THAT** the retiring Auditor, M/s. RJC Associates, Chartered Accountants, Coimbatore be and is hereby reappointed as Auditors of the Company to hold office till the conclusion of the next Annual General Meeting at such remuneration as may be decided by the Board of Directors in addition to reimbursement of out of pocket expenses incurred by them in connection with the Audit."

The ordinary resolution was put to vote by the Chairman on show of hands and declared as carried unanimously.

**SPECIAL BUSINESS**

**Subject No: 06**

**INCREASE IN BORROWING LIMIT**

**Resolution**

Proposed : Mr. T.N. Palanisamy  
Seconded : Mr. C.N. Subramanian

For ELGI EQUIPMENTS LIMITED

  
**RAVEENDAR. S**  
COMPANY SECRETARY



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**RESOLVED THAT,** in supersession of all earlier resolutions passed, pursuant to the provisions of Section 293(1)(d) and other applicable provisions of the Companies Act, 1956 consent of the Company be and is hereby accorded to the Board of Directors of the Company to borrow from time to time any sum or sums of monies in any manner as may be required for the purpose of business of the Company, with or without security and upon such terms and conditions as they may think fit, notwithstanding that the monies to be borrowed

together with monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount so borrowed by the Board of Directors and outstanding at any time exceed the sum of Rs. 300 Crores (Rupees Three Hundred Crores only)."

The ordinary resolution was put to vote by the Chairman on show of hands and declared as carried unanimously.

Mr. G. Gopal shareholder proposed a vote of thanks and the meeting concluded at 5.30 PM.

For ELGI EQUIPMENTS LIMITED

  
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