

The National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor
Bandra-Kurla Complex
Mumbai-400 051
NSE Symbol – SEPC

BSE Ltd.,
14thFloor, P.J. Towers
Dalal Street
Mumbai-400 001
Scrip Code: 532945

13th April, 2023

Dear Sir/Madam,

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) - Details of voting results of the postal ballot and Scrutinizer’s report

We refer to our letter dated 09th February, 2023 and 13th March, 2023 intimating the decision of the Board to seek the approval of the shareholders vide postal ballot for Appointment of Mr. Rajesh Kumar Bansal (DIN: 09634747) as Independent Director of the Company and Appointment of Ms. Gayathri Sundaram (DIN: 07342382) as Independent Director of the Company. The resolutions as set out in the postal ballot notice for the aforementioned business have been passed with requisite majority on 12th April, 2023 (being the last date for remote e-voting).

In this regard, we are enclosing the following:

- a) The voting results of the business transacted through Postal Ballot in the prescribed format pursuant to Regulation 44(3) of the Listing Regulations;
- b) The report of the Scrutinizer on remote e-voting.

This is for your information and record

Thanking you,
Yours faithfully,
For **SEPC Limited**,

T. Sriraman
Company Secretary & Compliance Officer
Encl.:a.a.



RESOLUTION WISE DETAILS OF VOTING RESULTS ATTACHED

	SEPC LIMITED
Date of the AGM/EGM	12 th April, 2023 – Resolution passed through Postal Ballot
Total Number of Shareholders on record date	51458
No. of Shareholders present in the meeting either in person or through proxy	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	

For SEPC LIMITED

T Sriraman
Company Secretary & Compliance Officer



SEPC Limited
(Formerly Shriram EPC Ltd)
Regd. Office : 'Bascon Futura SV' - 4th Floor,
10/1, Venkatanarayana Road, T.Nagar, Chennai - 600 017. Phone : +91-44-4900 5555
E-mail: info@shriramepc.com Website : www.shriramepc.com
CIN: L74210TN2000PLC045167



Item No.1: Appointment of Mr. Rajesh Kumar Bansal (DIN: 09634747) as an Independent Director (Special Resolution).

Appointment of Mr. Rajesh Kumar Bansal (DIN: 09634747) as an Independent Director				Special Resolution				
Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	415849462	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	SUB TOTAL		415849462	0	0	0	0	0
PUBLIC-INSTITUTIONS	E-VOTING	541545981	1704808	0.31	1704808	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	SUB TOTAL		541545981	1704808	0.31	1704808	0	100
PUBLIC-NON INSTITUTIONS	E-VOTING	364133575	182351548	50.07	182346850	4698	99.9974	0.0026
	POLL		0	0	0	0	0	
	POSTALBALLOT		0	0	0	0	0	
	SUB TOTAL		364133575	182351548	50.07	182346850	4698	99.9974
GRAND TOTAL		1321529018	184056356	13.93	184051658	4698	99.9974	0.0026

For SEPC LIMITED
T Sriraman

Company Secretary & Compliance Officer



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(Formerly Shriram EPC Ltd)
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CIN: L74210TN2000PLC045167



Item No.2: Appointment of Ms. Gayathri Sundaram (DIN: 07342382) as an Independent Director of the Company (Special Resolution).

Appointment of Ms. Gayathri Sundaram (DIN: 07342382) as an Independent Director				Special Resolution				
Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	415849462	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTALBALLOT		0	0	0	0	0	
	SUB TOTAL		415849462	0	0	0	0	0
PUBLIC-INSTITUTIONS	E-VOTING	541545981	1704808	0.31	1704808	0	100	0
	POLL		0	0	0	0	0	
	POSTALBALLOT		0	0	0	0	0	
	SUB TOTAL		541545981	1704808	0.31	1704808	0	100
PUBLIC-NON INSTITUTIONS	E-VOTING	364133575	182350548	50.07	182346436	4112	99.9977	0.0023
	POLL		0	0	0	0	0	
	POSTALBALLOT		0	0	0	0	0	
	SUB TOTAL		364133575	182350548	50.07	182346436	4112	99.9977
GRAND TOTAL		1321529018	184055356	13.93	184051244	4112	99.9978	0.0022

For SEPC LIMITED
T Sriraman

Company Secretary & Compliance Officer



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13th April, 2023

The Chairman
SEPC Limited,
BASCON FUTURA SV
4th Floor, 10/1, Venkatnarayana Road,
T. Nagar, Chennai- 600 017

Dear Sir,

Sub: Passing of Resolutions through Postal Ballot

Pursuant to the resolution passed by the Board of Directors of **SEPC Limited** (hereinafter referred to as "**the Company**") on Thursday, the 09th February, 2023, we have been appointed as Scrutinizer for the purpose of scrutinizing the postal ballot voting conducted through remote e-voting process in respect of the following resolutions:

Reference to the Companies Act, 2013	Type and Description of the resolutions
Sections 149, 150, 152, Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013.	<p>SPECIAL RESOLUTION</p> <p>"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Rules made thereunder, and Regulations 16(1)(b), 17 & 25 and other relevant applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Rajesh Kumar Bansal (DIN: 09634747), who was appointed as an Additional Director in the capacity of Independent Director with effect from January 18, 2023, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is here by appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years from 18th January, 2023 to 17th January, 2028 (both days inclusive).</p> <p>RESOLVED FURTHER THAT the Board of Directors of the Company and Mr. T. Sriraman Company Secretary & Compliance officer be and are hereby severally authorised to do all such acts, deeds and things</p>



	as it may, in its absolute discretion, consider necessary, expedient, or desirable in order to give effect to this resolution.”
Sections 149, 150, 152, Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013	SPECIAL RESOLUTION “ RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with the Rules made thereunder, and Regulations 16(1)(b), 17 & 25 and other relevant applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Ms. Gayathri Sundaram (DIN: 07342382) who was appointed as an Additional Director in the capacity of Independent Director with effect from January 30, 2023, and who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is here by appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years from 30th January, 2023 to 29th January, 2028 (both days inclusive). RESOLVED FURTHER THAT the Board of Directors of the Company and Mr. T. Sriraman Company Secretary & Compliance officer be and are hereby severally authorised to do all such acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient, or desirable in order to give effect to this resolution.”

WE REPORT that in view of the pandemic COVID-19 and the resultant lockdown situation across the country restricting the movement of persons, in compliance with framework issued by the Ministry of Corporate Affairs (MCA) through its General Circular No.14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 03/2022 dated 5th May 2022 and 11/2022 dated 28th December, 2022, the Company has sent the Postal Ballot Notice dated 9th February, 2023 only through electronic mode to those Members whose names appear on the Register of Members / List of Beneficial Owners as on 10th March, 2023 (“Cut-Off Date”) received from the Depositories and whose e-mail address is registered with the Company / Depositories as on the said date. The communication of assent or dissent of the Members on the Resolution proposed in the Postal Ballot Notice took place only through remote e-voting system. Members holding equity shares of the Company as on 10th March, 2023 (“Cut-off Date”) were entitled to vote by Remote E-voting. The Company had engaged Central Depository Services (India) Limited, for providing remote e-voting facility for



enabling the members to cast their votes for the resolution set out in the Postal Ballot Notice.

WE REPORT that the management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to Postal Ballot E-voting, on the resolution contained in the Postal Ballot Notice. Our responsibility as a Scrutinizer for remote e-voting with respect to the postal ballot process is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency engaged by the Company.

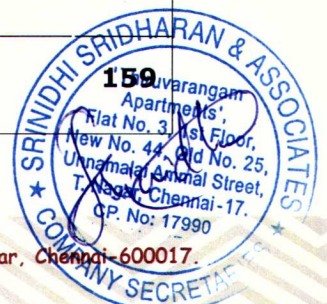
We REPORT that as stated in the Postal Ballot Notice sent to the members, the Company had fixed 12th April, 2023 as the last date for E-Voting. As required under Rule 22 of the Companies (Management and Administration) Rules, 2014 an advertisement was published by the Company in "**FINANCIAL EXPRESS**" in 'English' on 14th March, 2023 and "**MAALAI THAMIZHAGAM**" in vernacular language 'Tamil' on 14th March, 2023 informing about the despatch of the Postal Ballot Notice and other related matters mentioned therein. The Members of the Company have casted their votes through remote e-voting between the period **14th March, 2023 (9:00 a.m. IST) to 12th April, 2023 (5:00 p.m. IST) (e-voting period)**.

All the votes received upto the closure of e-voting period (i.e. **5:00 p.m. IST**) on Wednesday, 12th April, 2023, the last date fixed by the Company for receipt of votes through remote e-Voting, were considered for our scrutiny.

WE REPORT that all the votes were scrutinized and processed and a computer statement containing the Shareholders Name, Address, Folio/Client ID Number, Postal Ballot Number, number of Shares held, Number of Votes voted, Assented, Dissented and Rejected were generated.

We report that out of **51458** Shareholders, we have received valid E-Voting from **159** Shareholders and the details of polling results are given below:

Receipt of Postal Ballot E-Voting	14th March, 2023 (9:00 a.m. IST) to 12th April, 2023 (5:00 p.m. IST)		
Total No. of Shareholders	51458		
Total No. of Shares	1321529018		
Particulars	As per Postal Ballot	As per E-Voting	Total
Postal Ballot (e-voting) Received	-	159	159
Less: Invalid Postal Ballot (e-voting)	-	-	-
Net Valid Postal Ballot (e-voting)	-	159	159



Item No.1: Appointment of Mr. Rajesh Kumar Bansal (DIN: 09634747) as an Independent Director (Special Resolution).

(i) Votes in **favour** of the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
142	184051658	99.9974%

(ii) Votes **against** the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
17	4698	0.0026%

(iii) **Invalid** Votes:

Number of members voted in E- Voting	Number of votes cast (Shares) –E- Voting
NIL	NIL

RESULT:

As the number of votes casted in favour of the resolution was not less than three times the number of votes cast against, we report that the **Special Resolution**, with regard to Item 1 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.



Item No.2: Appointment of Ms. Gayathri Sundaram (DIN: 07342382) as an Independent Director of the Company (Special Resolution).

(i) Votes in **favour** of the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
143	184051244	99.9978%

(ii) Votes **against** the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting	% of total number of valid votes cast
15	4112	0.0022%

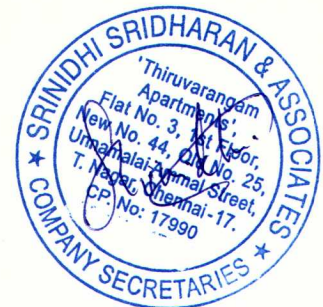
(iii) **Invalid** Votes:

Number of members voted in E- Voting	Number of votes cast (Shares) –E-Voting
NIL	NIL

Note: 1 Member abstained from postal ballot e-voting.

RESULT:

As the number of votes casted in favour of the resolution was not less than three times the number of votes cast against, we report that the **Special Resolution**, with regard to Item 2 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.



WE FURTHER REPORT that as per the notice of Postal Ballot dated 9th February, 2023, as approved by the Board of Directors on 9th February, 2023, the results in connection with the voting shall be declared by the Chairman or any other person authorised by the Board of Directors not later than Friday, 14th April, 2023. The results shall be also made available on the website of the Company at <http://www.sepc.in/>. The results shall also be communicated to BSE Limited and National Stock Exchange of India Limited, where the Equity Shares of the Company are listed and on the website of Central Depository Services (India) Limited, <https://www.evotingindia.com>.

WE FURTHER REPORT that as per the said Rules, the records maintained by us such as the computer register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares abstained, number of shares rejected), are in our safe custody which will be handed over to the Company Secretary after the Chairman considers, approves and signs the minutes of the postal ballot.

We thank you for the opportunity given to us to act as Scrutinizer for the above Postal Ballot E-Voting.

Thanking You

Yours faithfully,

**For SRINIDHI SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES**

**CS SRINIDHI SRIDHARAN
FCS No. 12510
C P No. 17990
P R No. 655/2020
UDIN: F012510E000087200**



Place: Chennai