

September 28, 2024

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Mumbai-400051
SYMBOL: SEPC

BSE Limited
14th Floor, PJ Towers,
Dalal Street,
Mumbai-400051
Scrip Code: 532945

Dear Sir/Madam,

Sub: Submission of Voting Results along with Scrutinizer Report of 24th Annual General Meeting of the Company

This is to inform you that the 24th Annual General Meeting (“AGM”) of SEPC Limited held on Friday, September 27, 2024 through Video Conferencing/ Other Audio Visual Means (OAVM) and Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, the Ordinary Business and Special Business as set out in the Notice dated August 14, 2024 has been passed by the members of the Company with requisite majority. In this regard, we herewith enclosed the consolidated report of the Scrutinizer on e-voting and combined voting results.

We request you to take the same on record.

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

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



SEPC Limited
(Formerly Shriram EPC Ltd)
Regd. Office : 'Bascon Futura SV', - 3rd Floor,
10/1, Venkatanarayana Road, T. Nagar, Chennai - 600 017. Phone : +91-44-4900 5555
E-mail : info@sepc.in Website : www.sepc.in
CIN: L74210TN2000PLC045167



CONSOLIDATED REPORT OF THE SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To

**The Chairperson,
SEPC Limited**

3rd Floor, Bascon Futura SV,
No.10/1 Venkatanarayana Road,
T. Nagar,
Chennai – 600 017

Sub: Consolidated Scrutinizer's Report of the Remote e-Voting and e-Voting conducted at the Twenty Fourth (24th) Annual General Meeting (AGM) of SEPC Limited held on Friday, September 27, 2024 at 12.00 Noon (IST) to 12.40 P.M through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

1. **I D. Saravanan** representing M/s. M. Alagar & Associates, a firm of Company Secretaries in Practice, Chennai were appointed by the Board of Directors of SEPC Limited ("**the Company**") vide Resolution dated August 14, 2024 as Scrutinizer for the purpose of scrutinizing the votes cast through remote e-Voting and e-Voting at 24th Annual General Meeting ("**AGM**") on the resolutions contained in the Notice dated August 14, 2024, as prescribed under Section 108 of the Companies Act, 2013 ("**the Act**") as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR Regulations**"), placed for the approval of members of the Company, be carried out in a fair and transparent manner.
2. The Ministry of Corporate Affairs ("**MCA**") vide its Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 (Collectively referred to as "**MCA Circulars**") has permitted conducting the AGM through VC or OAVM without the physical presence of the members for the meeting at a common venue. The AGM was held without the physical presence of the members of the Company, hence the facility for appointment of proxies by the members was also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

3. As required under Section 101 of the Act read with aforementioned circulars issued by MCA and Securities and Exchange Board of India ("**SEBI**") vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (collectively referred to as "**SEBI Circulars**"), the Notice of 24th AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by permitted means as per the Circulars in respect of the resolutions passed at the AGM of the Company. The intimation regarding notice was also published in "**Business Standard**" (English) and "**Makkal Kural**" (Tamil) on September 06, 2024.
4. The Company had availed the voting facility offered by Central Depository Service (India) Limited ("**CDSL**"), for facilitating remote e-Voting and e-Voting at the AGM, to enable the members to exercise their right to vote by electronic means.
5. The members of the Company holding shares as on the "**Cut-off**" date (i.e. on Friday, September 20, 2024) were entitled to vote on the Resolution as set out in the AGM Notice.
6. The remote e-Voting commenced on Tuesday, September 24, 2024 at 9:00 AM (IST) and ended on Thursday, September 26, 2024 at 5:00 PM (IST) and the CDSL e-Voting platform was closed in due time.
7. The members who had voted by remote e-Voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted through remote e-Voting were allowed to cast their votes through e-Voting system during the AGM.
8. As confirmed by the Chairperson of the AGM, the Company has conducted the 24th AGM with the presence of requisite quorum throughout the meeting.
9. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and SEBI and the applicable regulations of the SEBI LODR Regulations relating to remote e-Voting and e-Voting at the AGM on the resolutions contained in the aforesaid Notice of the AGM.
10. Our responsibility as a Scrutinizer is to scrutinize and ensure that the vote cast through remote e-Voting and e-Voting at AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the system related to remote e-Voting and e-Voting as per the facility provided by CDSL, the agency engaged by the Company to provide remote e-Voting facility and e-Voting facility at the AGM.

11. Based on the data downloaded from CDSL e-Voting system, we now submit our consolidated report on the results of remote e-Voting and e-Voting at the AGM in respect of the resolutions proposed in the Notice of the AGM as under:

Resolution No.1

Ordinary Resolution to consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial year ended March 31, 2024, along with the report of the Board of Directors and the Auditor's thereon.

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	369	341	28
2.	Number of votes cast by them	536004709	532472629	3532080
3.	% of votes cast	100	99.34	0.66

RESULT:

We report that the Ordinary Resolution with regard to Resolution No.1 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.

Resolution No.2

Ordinary Resolution to appoint a Director in place of Mr. N K Suryanarayanan, (DIN: 01714066) who retires by rotation and being eligible offers himself for re-appointment.

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	371	337	34
2.	Number of votes cast by them	536005193	535941398	63795
3.	% of votes cast	100	99.99	0.01

RESULT:

We report that the Ordinary Resolution with regard to Resolution No.2 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.

Resolution No.3

Ordinary Resolution for ratification of remuneration of Cost Auditor of the Company for the Financial year ending March 31, 2025.

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	370	337	33
2.	Number of votes cast by them	536005091	535942032	63059
3.	% of votes cast	100	99.99	0.01

RESULT:

We report that the Ordinary Resolution with regard to Resolution No.3 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.

12. Voting details as required under Regulation 44 of SEBI LODR is enclosed as **Annexure I** of this report.
13. The Electronic data and relevant records relating to remote e-Voting/e-Voting at the AGM shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe keeping.

Yours truly,

For M. Alagar & Associates
Practising Company Secretaries
Firm Registration No: P2011TN078800
Peer Review Certificate No.:1707/2022



D. Saravanan
Partner
ACS: 60177
COP: 22608
UDIN: A060177F001351863



Date: September 27, 2024
Place: Chennai

Annexure I

Date of the AGM	Friday, September 27, 2024
Total Number of Shareholders as on record date (i.e. September 20, 2024 – cut-off date for voting purposes)	273154
No. of Shareholders present in the meeting either in person or through proxy:	<p style="text-align: center;">Not Applicable</p> <p style="text-align: center;">(The meeting is conducted through Video Conferencing or Other Audio-Visual Means)</p>
Promoter and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing:	34
Promoter and Promoter Group:	2
Public:	32



The details of Voting Results with regard to the Ordinary/Special Resolution as required under Regulation 44 of the SEBI Listing Regulations, as under:

Resolution No.			1. To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 along with the report of the Board of Directors and the Auditor's thereon.					
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	530688255	530688255	100	530688255	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	530688255	530688255	100	530688255	0	100	0
Public-Institutions	E-Voting	311422458	3480212	1.12	0	3480212	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	311422458	3480212	1.12	0	3480212	0	100
Public- Non-Institutions	E-Voting	721549073	1836242	0.25	1784374	51868	97.18	2.82
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	721549073	1836242	0.25	1784374	51868	97.18	2.82
Total		1563659786	536004709	34.28	532472629	3532080	99.34	0.66



Resolution No.			2. To appoint a Director in place of Mr. N K Suryanarayanan, (DIN: 01714066) who retires by rotation and being eligible offers himself for re-appointment.					
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	530688255	530688255	100	530688255	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	530688255	530688255	100	530688255	0	100	0
Public-Institutions	E-Voting	311422458	3480212	1.12	3480212	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	311422458	3480212	1.12	3480212	0	100	0
Public- Non Institutions	E-Voting	721549073	1836726	0.25	1772931	63795	96.53	3.47
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	721549073	1836726	0.25	1772931	63795	96.53	3.47
Total		1563659786	536005193	34.28	535941398	63795	99.99	0.01



Resolution No.		3. Ratification of remuneration of Cost Auditor of the Company for the financial year ending March 31, 2025.						
Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda / resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	530688255	530688255	100	530688255	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	530688255	530688255	100	530688255	0	100	0
Public-Institutions	E-Voting	311422458	3480212	1.12	3480212	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	311422458	3480212	1.12	3480212	0	100	0
Public-Non Institutions	E-Voting	721549073	1836624	0.25	1773565	63059	96.57	3.43
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	721549073	1836624	0.25	1773565	63059	96.57	3.43
Total		1563659786	536005091	34.28	535942032	63059	99.99	0.01

