

The National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Bandra-Kurla Complex, MUMBAI-400 051.

25th September 2015

BSE Limited., 14<sup>th</sup> Floor, P.J. Towers, Dalal Street, MUMBAI-400 001.

Dear Sirs,

Sub: Clause No. 35A of the Listing Agreement – Voting Rights

As required under Clause 35-A of the Listing Agreement, please find given below the details of our 15th Annual General Meeting held on 24th September 2015. The Members of the Company transacted the business as per the Notice dated 11th August 2015 and the details of the Meeting are as follows:-

S.No.	Description	Details		
1	Date of Annual General Meeting	24th Septemb	ber 2015	
2	Cut-off Date	17th Septeml	oer, 2015	
3	Total Number of Shareholders as	10424		
	of cutoff date			
4	Number of Shareholders present in	the meeting of	either in person or	: thtough
	ргоху			
		Present in	Present	Total
		Person	through Proxy	
	Promoter and Promoter Group	1	0	1
	Public	753	0	753

The Annual General Meeting of the Members of the Company was held as Scheduled on Thursday, the 24th of September 2015 at the Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam Road, T.Nagar, Chennai – 600 017. The Voting was conducted by way of Poll / E-voting and all the ELEVEN Resolutions placed before the Members have been passed with requisite majority.

...Contd.....2..

Vice President & Company of executy





CIN: L74210TN2000PLC045167



The duly certified statement of voting details are enclosed in Clause-35A Format and Combined Report of our Scrutinizer dated 25th September 2015 for your records.

We request you to take the same on record and confirm.

Thanking you,

Yours faithfully For Shriram EPC Limited

₩:SUKESH Vice President &

Company Secretary

Encl.: a.a.

# SHRIRAM EPC LIMITED - E-VOTING / POLL AT AGM: 24-09-2015 CLAUSE 35 A RESOLUTION - 1

PROMOTER / PUBLIC		POLLED	POLLED ON	VOTES -	NO.OF VOTES - AGAINST	IN FAVOUR ON VOYES	% OF VOTES AGAINST ON VOTES POLICO
[	(1)	(2)	(3)	[4]	<b>(</b> 5)	[6]	(7)
PROMOTERS	166412862	165417862	1,00,00	1654)2862	0	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	59218113	ó	0.00	0	0	0.66	0.0000
PUBLIC - OTNEAS	24577482	10482649	42.65	10492648	1	100,00	0.0000
TOTAL	249208457	175895511	70.58	175895510	1	100.00	0,0000

FOR RESOLUTION ND 2.

PROMOTER / PUBLIC			POLLED ON	NO.OF VOTES - IN FAVOUR	VOTES.	IN FAVOUR ON VOTES	X OF VOTES AGAINST ON VOTES POLLED
1	(1)	(2)	(8)	[4]	[5]	(6)	(7)
·							
PROMOTERS	165412862	166412862	100.00	165412862	D	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	59218113	û	0.00	0		0.00	0.0000
	I						
PUBLIC - OTHERS	24577482	10462549	42.65	10482648	1	100.00	0.0000
TOTAL	249208457	175895511	70.58	175895510	1	100.00	0.0000

FOR RESOLUTION NO 9 -

PROMOTER / PUBLIC	NO.OF SMARES	NO, OF SHARES	% OF VOTES	NO.OF	NO.0X	% OF VOYES	% OF VOTES
PROMOTER/ POBLIC		p			VOTE5 /		AGAINST ON VOTES
	HELD		POLIED ON	VOTES-	ACTES		
			OUTSTANDING	IN FAVOUR	AGAINST	POLLED	POLLED
			SHARES				
	(4)	[2]	(3)	(4)	<u>[ [5] </u>	(6)	(7)
		L					
PROMOTERS	165412862	165412862	100.00	165412862	0	100.00	0.0000
					ļ		
PUBLIC ~ INSTITUTIONAL WOLDERS	59218113	0	0.00	0	0	0.00	0.0000
PUBLIC-OTHERS	24577482	10492649	42-65	1.0482649	0	100.00	0.0000
	ĺ						
TOYAL	249208657	175895511	76.58	175995511	0	100.00	0.0000

RESOLUTION - 4

PROMOTER / PUBLIC	NO.OF SHARES	NO, OF SHARES	51 DF VOTES	NO.OF	NO.OF	% OP VOTES	% OF VOTES
	MELD	POLLED	POLLED ON	VOTES-	VOTES -	IN FAVOUR OR VOTES	AGAINST ON VOTES
			OUTSTANDING	IN FAVOUR	AGAINST	PÓLLEÓ	POLLED
			SHARES				
]	(1)	[2]	(3)	(4)	[5]	(6)	(7)
				L			
PADMOTEAS	1,654,12862	165412862	100.00	365412862	0	100,00	0.000.0
						L	
PUBLIC - INSTITUTIONAL HOLDERS	59218113	0	0.00	D	0	0.00	0.0000
PUBLIC-OTHERS	24 <i>5</i> 77482	10492649	42.65	10482649	0	100.00	0.0000
~~~	1						
YOYAL	249208457	175895511	70.58	175895511	0	100.00	0.0000
	_~_						

For Shriram ERC Limited K.SURESH

PROMUTER / PUBLIC	NO-OF SHARES HELD	NO.OF SHARES POLLED	POLLED DIN	VOTES-	VOTES - AGAINST	IN FAVOUR ON VOTES POLLED	SK OF VOTES AGAINST ON VOTES POLLED
	[1]	(2)	(9)	(4)	(5)	(6)	[7]
PROMOTERS	165412862	165413862	100.00	165412862	û	1,00.00	0.0000
PUBLIC-INSTITUTIONAL HOLOFRS	59218113	0	0.00	0	. 0	0.00	0.0000
PUBLIC - DYHERS	245774.82	10492649	42.65	10482649	0	100.00	0.0000
TOTAL	1/9208457	175895511	76.58	175895511	Û	100.00	0.0000

RESOLUTION - 6

PROMOTER / PUBLIC		PÓILED	POLLED ON	VOTES~	VOTES -	IN FAYOUR ON VOTES	% OF VOTES AGAINST ON VOTES POLLED
	[1]	(2)	(3)	[4]	(5)	(6)	[7]
PROMOTERS	165417962	165412962	100,00	165492962		100.00	0,0000
PUBLIC - INSTITUTIONAL HOLDERS	59229119		00.0	0	û	0.00	0.0000
PUBLIC - OTHERS	24577482	10492649	42.65	10482649	0	100.00	d.8000
TOTAL	2/92/08/157	175895511	70.5B	175895511	0	00.007	0.0000

RESOLUTION - 7

PAGMOTER / PUBLIC	NO.OF SHARES	NO.OF SHARES	% QF VÖYES	NO.DA	NO.OF	/- · · · · · · · · · · · · · · · · · · ·	% OF VOTES
	HEro	POLLED	POLLED DW	vores -	VOTES -	IN FAVOUR ON VOTES	AGAINST ON VOTES
			OUTSTANGING	IN FAVOUR	AGAINST	POLLED	POLLEO
		l	SHARES				L
	[1]	(2)	(3)	[4]	(5)	(6)	[7]
	<u> </u>					<u> </u>	
	<u></u>					~	0.0000
PROMOTERS	165452862	165412862	100.00	165417867	D	100,00	8.000
						۵۵٥	0,0000
PUBLIC - INSTITUTIONAL HOLDERS	59218113	0	0,00	a	0	- 0.00	- 0.000
				44457545	_	100.00	0.0000
PUBLIC - DTHERS	24577482	1,04,82649	42.65	10482549		700'00	8.000
			20.68	175895511	_	100.00	0,0000
TOTAL	249208457	175895511	70.5B	173880311	<u>_</u>	100.00	- 0.000
1	I	l .	l			L	

RESOLUTION - B

PAOMOTER / PÚBLIC	NO.OF SHARES HELD	NO.OF SHARES POLLED	M OF VOTES POLLED ON DUTSTANDING SHARES	NO.05 VOTES - IN FAVOUR	NO.05 VOTES - AGAINST		SLOF VOTES AGAINST ON VOTES POLLEO
	[1]	(2)	(3)	4)	(5)	(6)	[7]
PROMOTER5	165432862	166412862	300.00	165412862		100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDSAS	59216113	0	0.00	0		0.00	0.0000
PUBLIC - DYHERS	24577482	10492649	42.65	10482649		100.00	0,0000
TOTAL	249208457	1,75295511	70.58	175895511		100.00	a.p000

RESOLUTION - 9

∲ROMOTER / PШВСС	1	NO.OF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.DF VOTES - IN FAYOUR	YOTES -	IN FAVOUR DIN VOTES	% OF VOYES AGAINSY ON VOTES POLLED
	(1)	(2)	[3)	[6]	(5)	(6)	(3)
PROMOTERS	165412862	165412862	100.00	16541286Z	0	100.00	0.0000
PUBLIC - INSTITUTIO NAL HOLDERS	59318113		0.00	0		0.00	0.0000
PÚBLIC - OTHERS	24577482	10482649	47.65	10482649	D	100.00	0.0000
TOTAL	249208457	475895511	70,58	1758955)1	0	100.00	0.4800

RESOLUTION-10	

PAOMOTEA / PUBLIC	NO.OF SHARES HELD	NO.OF SHARES POLLED	M OF VOTES POU&O ON OUTSYANDING SHARES	VOTES-	VOTES -	IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTES POLIED
<u> </u>	[1]	(2)	(8)	[4]	(5)	(6)	(7)
PROMOTERS	165412862	165412862	199.00	165417867		100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	59219119	0	0.00	0	0	0.00	0.6000
PUBLIC - OTHERS	24937482	10482649	42.65	10482649	0	1.00.00	0.0000
70TAL	249308457	175895511	70.58	175895511		100.00	0.0000

RESOLUTION - 11			
			ľ

PROMOTER / PUBLIC	NO.OF SHARES HELIO	NOLOF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES - IN FAVOUR	VOTES -	1	% OF VOTES AGAINSY ON VOTES POLLED
	(1)	(2)	(3)	[0]	(5)	(6)	(2)
PROMOTERS	165412862	165412962	1,00.00	16541286Z		100.00	9,0000
PUBLIC - INSTITUTIONAL HOLDERS	59216113	0	0.00	0		0.00	0.0000
PUBLIC - OTHERS	2457748z	10482649	42,65	10482649	,0	100.00	0.0000
TOTAL	249208457	175895511	70.59	175895532		100.00	0.0000

For Shriram EPC Limited

K.SURESH Vice Prosident & Company Secretary



New No. 5, (Old No.12), Sivasailam Street

T.Nagar, Chennai - 600 017.

Phone: 42166988, 43502997, 42555587

Telefax: 044-42137082

email : satheesh.k@aryes.in

sridharan.r@aryes.in

# Consolidated Scrutinizer's Report

25th September, 2015

The Chairman

# Messrs, Shriram EPC Limited

Sigappi Achi Building,4th Floor No.18/3 Rukmini Lakshmlpathi Road, Egmore Chennai – 600008

# Ref: The 15th Annual General Meeting of the members of Messrs. Shriram EPC Limited.

Dear Sir,

The Board of Directors of **Messrs. Shriram EPC Limited** vide resolution dated 28<sup>th</sup> May, 2015, pursuant to Section 108 and 109 of the Companies Act, 2013 (ead with Rule 20 (as amended) and 21 of the Companies (Management and Administration) Rules, 2014 have appointed us viz. M/s. R.Sridharan & Associates, Company Secretaries, as the Scrutinizer to conduct the remote evoting process for the period commencing from Monday, 21<sup>st</sup> September, 2015 to Wednesday, September 23<sup>rd</sup>, 2015 and to conduct the Polling process relating to the 15th AGM of the members of the Company, held on Thursday, the 24th September, 2015 at 10:00 a.m. at Minl Hall, Srl Krishna Gana Sabha 20, Maharajapuram Santhanam Road, T. Nagar, Chennai – 600017.

We now submit our consolidated Report as under:

- 1. After the announcement of the poll by the Chairman, one ballot box kept for polling was locked in our presence with due identification marks placed by us.
- 2. After the time fixed for closing of the poll, the locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- Neither were there any invalid polling papers nor were any invalid votes on remote e-voting.
- 4. We have scrutinized and reviewed the voting at the conclusion of AGM. Subsequently, we have unblocked the votes cast through remote e-voting in the presence of Mr K Satheesh and Mr. V. Narasimhan, who are the witnesses and not in the employment of the company. The votes tendered therein in respect of the remote e-voting system are based on the data downloaded from the Official website of the Central Depository Services (India) Limited [CD5L].
- The consolidated result (Remote E-voting and poll) of the said Resolutions are as under:



Item No. 1 - Adoption of Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2015 and the Reports of the Board of Directors' & Auditors (Ordinary Resolution)

# (I) Votes in favour of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
11	175895467	4	43	175895510	99.999999%
		on the Water	e saladab	Deletar	

# (ii) Votes against the resolution

Number	of	Number	öf	Number of	Number of Total	% of total
members		votes	cast/	members/_Proxies	votes cast Number of	number of
voted	In	(Shares)	. –	members/ Proxiss voted by Poll	(Shares) Poll Votes cast	valid votes
Remote		Remote			through	cast
E- Voting		E-Voting			Remote	[
_				1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Ĕ Voting	
			200		and Poli	
0		0	7	2000 <b>1</b> 0000	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	0.000001%
				30-74-72 D		

#### (III) Invalid Votes:

Number members voted Remote E- Voting	of in	Number of votes cast (Shares) Remote E- Voting		NUmber of votes cest (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL		NIL	NIL .	NIL	NIL

#### RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.

15TH AGM - CONSOLIDATED SCRUTINIZER'S REPORT - SHRIRAM EPC LIMITED

Item No. 2 - Ratification of the appointment of M/s Deloitte Haskins & Sells (Firm's Registration No. 015125N), as Statutory Auditors of the Company (Ordinary Resolution)

#### (I) Votes in favour of the resolution:

Number members voted Remote E- Voting	of In	Number votes (Shares) Remote E-Voting	of cast –	Number members/ Proxies by Poll	of / voted	Number votes (Shares) Poll	of cast		e l	% num valid cast		total of votes
11		1758954	167	4	J. a	43		17589	95510	99.9	1999	999%

# (ii) Votes against the resolution:

members	of In	Number votes (Shares) Remote E-Voting	of cast	Numbe membe voted b	ers/ Proxies by Holl	Number votes (Shares	r of cast ) Poll	through Remote E-Voting	of cast	% of number valid cast	total of votes
0	$\top$	0			1	(100) (100)				0.0000	01%

### (iii) Invalid Votes:

Number members voted Remote E- Voting	of In	Number of Votes cast (Shares) Remote E- Voting	1000 m 2000 8888 90 m 1 m 1 m 1 m 1 m 1 m 1 m 1 m 1 m 1 m	Number of votes cast (Shares) – Poll	
NIL		NIL	NIL	NIL	NIL

#### RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.

15TH AGM - CONSOLIDATED SCRUTINIZER'S REPORT - SHRIRAM EPC LIMITED

Item No. 3 - Appointment of Mr. S. Krishnamurthy (DIN: 00140414) as an Independent Director (Ordinary Resolution)

# (I) Votes in favour of the resolution:

Number of members voted In Remote E- Voting	votes cast	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
11	175895467	5	44	175895511	100%

# (ii) Votes against the resolution:

Number of members voted li Remote E- Voting	votes	) -   voted by Pöll	votes cast Number of (Shates) Poll votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL

# (iii) Invalid Votes:

Number members voted Remote E- Voting	of In	cast (Shares) -	Number of members/Proxies voted by Poll	Number of votes cast (Shares) — Poll	Total Number of votes cast through Remote E-Voting and Poll
NIL		NIL	NIL	NIL	NIL

#### RESULT:

As no votes were cast against the Resolution, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed unanimously in favour of the Resolution.

# Item No. 4 - Appointment of Mr. S. Bapu (DIN: 02541697) as an Independent Director (Ordinary Resolution)

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

11	175895467	5	44	175895511	100%
Number , of members voted In Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poli	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast

# (ii) Votes **against** the resolution: (1000)

E- Voting		E-Voting			NIL					Remote E-Voting Poll <b>NIL</b>		cas	NIL	
Number members voted Remote	of In	Number votes (Shares) Remote	of cast	Númbe memb voted	ers/ Pro by Poll	of xies	Num võtes (Sha	ber C res):= P	of( ast oll	Total X Number Votes	of cast	vali		total of otes

### (ili) Invalid Votès:

members	of In	Remote	Number of members/Proxies voted by Poli	Number of Votes cast (Shares) = Roll	Evotes cast through I
NIL		NIL	NIL	NIL	NIL .

# RESULT:

As no votes were cast against the Resolution, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed unanimously in favour of the Resolution.



Item No. 5- Appointment of Mr. P.D. Karandikar (DIN: 02142050) as an Independent Director (Ordinary Resolution)

#### (I) Votes in favour of the resolution:

11	175895467	5	44	175895511	100%
Number of members voted in Remote E- Voting	votes cast	Number of members/ Proxies voted by Poll		Total Number of votes cast through Remote E-Voting and Poll	

#### (ii) Votes against the resolution: (A)

Number-	of	Number	of Number of	Number of Total	% of total
members		votes		votes cast Number of	number of
voted	in	(Shares)	- Voted by Poll	L (Shares)⊶ Poll ∜L∨ôtes ≋   cast	valid votes
Remote		Remote	THE SAME OF SAME AND A SAME OF	L Michael Lithrough	cast
E- Voting		E-Voting			
				E-Voting and	
				Poll 5	
NIL		NIL	NILS A	NIL	NIL
			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	1 10 10 10 10 10 10 10 10 10 10 10 10 10	

### (III) Invalid Votes:

Number members voted	of In	Number of votes cast (Shares) Remote	Number of members/Rroxies voted by Poll	Number of Votes cast (Shares) Poll	Syntes cast through
Remote E- Voting		E- Voting		Poll	Voting and Poll
NIL		NIL	NIL	NIL	NIL

# RESULT:

As no votes were cast against the Resolution, we report that the Ordinary Resolution with regard to Ifem no. 5 as set out in the Notice of the AGM is passed unanimously in favour of the Resolution.



# Item No. 6 $\sim$ Appointment of Ms. Chandra Ramesh (DIN: 00938694), as Independent Director of the Company.

# (I) Votes in favour of the resolution:

# (ii) Votes against the resolution:

		<del></del>	13571 17	/ //\$\darkarrance \darkarrance \darkarra	
Number	of ,	Number	of Number of	Number of Total	% of total
members		votes	cast   members/- Proxies	votes cast Number of	number of
voted	ſn	(Shares)	yoted by Poll	(Shares) Poll votes cast	valid votes
Remote		Remote		l through	cast
E- Voting		E-Voting		Remote	
		_		5 E-Voting and	
				Poll	
NIL		NIL	NIL	NIL WE NIL	NIL

# (iii) Invalid Votes:

Number	of	Number of votes	Number of of members/Proxies voted by Poll	Number of yotes	Total Number of
members		cast (Sharës)	memberš/Prôžjes	cast (Shares) -	votes cast through
voted	lπ	Remote	voted by Poll	Pol(see	Remote E-
Remote		E- Voting			votes cast through Remote E- Voting and Poll
E- Voting				1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
NIL		NIL **	XV XXX NIL	NIL	NIL

# RESULT:

As no votes were cast against the Resolution, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed unanimously in favour of the Resolution.



Item No. 7 – Appointment of Mr. G. Sundaresan, CMA as Cost Auditor of the Company and payment of remuneration (Ordinary Resolution).

# (i) Votes in favour of the resolution:

Number of members voted in Remote E- Voting	Number of- votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
11	1/509540/				

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

Number members voted Remote E- Voting	of In	Number votes (Shares) Remote E-Voting	of cast	Number of members/ Proxies voted by Poll	Number of Total votes cast Number of (Shares) Poll votes cast through Remote E-Voting and Poll	% of total   number of valid votes cast
NIL		NIL		NIL .	NIL	NIL

# (III) Invalid Votes:

Number of members voted in Remote E- Voting	Number of Votes cast (Shares) Remote E- Voting	Number of members/Proxles woted by Poll	Number of votes cast (Shares) - Poli	Total Number of Votes cast through Remote E-Voting and Poll
NIL	NÎL	NIL	NIL	NIL

# RESULT:

As no votes were cast against the Resolution, we report that the Ordinary Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed unanimously in favour of the Resolution.



Item No. 8 - Appointment of M/s R Sridharan & Associates as Secretarial Auditors of the Company and payment of remuneration (Ordinary Resolution).

# (I) Votes in favour of the resolution:

Number members voted Remote E- Voting	of In	Number votes (Shares) Remote E-Voting	cast	Number of members/ Proxies voted by Poll	1000	of cast	of votes through Remote E-Voting Poli	and	% of total number of valid votes cast
11		175895	467	5	44		175895	911 I	
		<u> </u>				m W			<del></del>

# (li) Votes against the resolution

Number of members voted In Remote E- Voting	Number votes (Shares) Remote E-Voting	- voted by		Number of votes cast (Shares) - Poll	E-Voting and Poll	% of total number of valid votes cast	
NIL	NIL	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	NIL .	<u> </u>	NIL		

# (iil) Invalid Votes:

members	Number of yotes cast (Shares)	Mumbers of	Number of votes cast (Shares)	Total Number of votes cast through Remote E-Voting and Poll
voted in Remote E- Voting NIL	Remote E- Voting NIL	NIL	NIL	NIL NIL

# <u>RESULT</u>:

As no votes were cast against the Resolution, we report that the Ordinary Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed unanimously in favour of the Resolution.

Item No. 9 - Re-appointment of Mr. T. Shivaraman as Managing Director & CEO of the Company for a period of three years with effect from 20th September, 2015 (Special Resolution)

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

11		175895	467	5		44		175895	511	100	10/0
								Poll			
E- Voting		E-Voting						E-Voting	and		
Remote		Remote		Poll		Poll		Remote		cast	
voted	in	(Shares)	_	Proxies voted	by	(Shares)	-	through		valid	votes
members		votes	cast	members/		votes	cast	of votes	cast	πumbe	r of
Number	of	Number	of	Number	of	Number	of	Total Nu	mber	% of	total

#### (ii) Votes against the resolution;

members	of Number votes (Shares) Remote E-Voting		(Shares) Poll yotes cast through Remote	% of total number of valid votes cast
			E-Voting and	
NIL	NIL	NIL NIL	NIL	NIL

### (iii) Invalid Votes:

Number	of	Number of Yotes	Number of	Number of votes	Total Number of
members		cast (Shares)	members/Proxies	cast (Shares) – Poli	votes cast through
voted	in <sub>l</sub>	Remote 🐣 🦠	voted by Poll	Pöll	Remote E-
Remote		E- Voting	Na. 1, 10. 1		Voting and Poll
E- Voting					
NIL		NIL	NIL	NIL	NIL
			· .		

#### RESULT:

As no votes were cast against the Resolution, we report that the Special Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed unanimously in favour of the Resolution.

Item No. 10 - Re-appointment of Mr. M. Amjat Shariff as Joint Managing Director of the Company for a period of three years with effect from 20th September, 2015 (Special Resolution)

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

Number of members voted in Remote E- Voting	f Number of votes cast (Shares) Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valld votes cast
11	175895467	5	44		100%

# (ii) Votes against the resolution.

			~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	200000000000000000000000000000000000000	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	~ ~ ~ ~ ~ ~ ~ ~ ~ ~ · · · · · · · · · ·	~		
Number	of	Number	of Numb		Number	of Total		% of	total
members		votes	cast memb	iers/ Proxies		cast Number	of	numbe	
voted	in	(Shares)	∠ yoted	by Poll	(Shares) -	Poli Votes	çast	valid	votes
Remote		Remote				through		cast	
E- Voting		E-Voting				Remote			
					. `******	F-Aotiud	g and		
1					ib. 1988	Poll		<u> </u>	
NIL		NIL		NIL	NIL	NII	_	NI	L
				,4 <u>200,00</u>	498XXX				

# (iii) Invalid Votes:

Number of members voted in Remote E- Voting	cast (Shares) +	1	Nymber of yotes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll
NÍT	NIL	NIL	NIŁ	NIL

#### RESULT:

As no votes were cast against the Resolution, we report that the Special Resolution with regard to Item no. 10 as set out in the Notice of the AGM is passed unanimously in favour of the Resolution.

Item No. 11 – Issue of 2958801 equity shares of Rs.10/- each at a price of Rs.40.05/- per equity share on preferential basis to Indus Indbank in terms of ICDR Regulations in lieu of the Sacrifice amount (Special Resolution)

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

members	of In	Number votes (Shares) Remote E-Voting	of cast -	Number members/ Proxies voted Poll	of by	Number votes (Shares) Poll	of cast -	Total Nu of votes through Remote E-Voting Poll	mber cast and	% of number valld cast	total r of votes
11		175895	467	5		44		175895	511	100	)%

### (ii) Votes against the resolution;

Number	of	Number	of Numb		Number of	Total		% of	total
members		votes	cast memb	ers/ Proxies	voles cast	Number	of	numbe	r of
voted	In	(Shares)	- voted	by Poll	(Shares) - Poli	Votës d	tast	vaſid	votes
Remote		Remote				through		cast	
E- Voting		E-Voting			\ \tag{\tag{\tag{\tag{\tag{\tag{\tag{	Remote			
_				\$88897 .		E-Voting .	and		
1						:Roll			
NIL		NIL		NIL	NIL	NIL		NI	L
						XXXXX			

# (iii) Invalid Votes:

voted in Remote E- Voting	Remote E- Voting	members/Proxies	icast (Shares) - Pol	votes cast through Remote E- Voting and Poli
NIL .	NIL	NIL	NIL	NIL

#### RESULT:

As no votes were cast against the Resolution, we report that the Special Resolution with regard to Item no. 11 as set out in the Notice of the AGM is passed unanimously in favour of the Resolution.



- 6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" for each resolution is enclosed.
- 7. The electronic data relating to remote e-voting, poll papers and all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you, Yours faithfully,

For R. Sridharan & Associates Company Secretaries

CS R. Sridharan CP No. 3239 FCS No. 4775 CANAGE CHEMAT

For Shriram EPC Limited

CHAIRMAN