

25th August, 2016

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Banda Kurla Complex,
Mumbai - 400 051

BSE Limited
14th Floor, P.J.Towers
Dalal Street,
Mumbai - 400 051

NSE Symbol SHRIRAMEPC

Scrip Code:532945

Dear Sir,

Sub: Notice of the 16th Annual General Meeting, Intimation of remote E-voting Facility and Book Closure intimation

Please find enclosed herewith copy of the Notice of the 16th Annual General Meeting of the Company to be held on Thursday, 15th September, 2016 at 10.20 A.M. at Kamakoti Hall, Sri Krishna Gana Sabha, 20 Maharajapuram Santhanam Road, T.Nagar, Chennai-600 017 and copies of the Advertisement published in Newspaper, one in English language in Financial Express and other in Tamil regional Language in Maalai Thamizhagam.

As per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is providing to its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice. The Instructions for e-voting are mentioned in the said notice.

The Register of Members & Share Transfer Books of the Company shall remain closed from Monday, 12th September, 2016 to Wednesday, 14th September, 2016 (both days inclusive) for the purpose of 16th Annual General Meeting (AGM) of the Company to be held on 15th September, 2016.

Thanking you,

Yours faithfully,
For Shriram EPC Limited,


K SURESH
VICE PRESIDENT & COMPANY SECRETARY

Encl: As above

Shriram EPC Limited

1st Floor, 'Rajah Annamalai Building', No.18/3, Rukmani Lakshmi pathi Road,
Egmore, Chennai - 600 008, India. Ph: +91 44 4900 5555, Fax: +91 44 4900 5599 / 4269 2155

Regd. Office : 4th Floor, 'Sigapi Achi Building', No.18/3, Rukmani Lakshmi pathi Road,

Egmore, Chennai - 600 008. Ph: +91 44 4901 5678 Fax: +91 44 4901 5655

E-mail: info@shriramepc.com, website: www.shriramepc.com

CIN: L74210TN2000PLC045167



Shriram epc

Engineering the future

Regd. Office: Sigappi Achi Building, 4th Floor, 18/3, Rukmini Lakshmi pathi Road, Egmore, Chennai-600008
Tel: +91(44)49015678, Fax: 91(44)4901 5655, E-mail:suresh@shriramepc.com, Website:www.shriramepc.com
CIN:L74210TN2000PLC045167

NOTICE OF SIXTEENTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Sixteenth Annual General Meeting of the Members of the Company will be held at 10.20 A.M on Thursday, the 15th September, 2016 at Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam Road, T. Nagar, Chennai - 600 017 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Directors' Report and Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31st March, 2016 and the reports of the Auditors thereon.

2. Appointment of Statutory Auditors

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to Section 139, 142 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), pursuant to the recommendations of the Audit Committee, the appointment of M/s. Deloitte Haskins And Sells, Chartered Accountants, Chennai, bearing Firm Registration No.008072S as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of Seventeenth Annual General Meeting to be held in the year 2017 be and is hereby approved on a remuneration of Rs. 35,00,000/- (Rupees Thirty five Lakhs only) plus the applicable taxes and reimbursement of travelling and out-of-pocket expenses incurred by them.

3. Re-Appointment of Mr. R. Sundararajan (DIN-00498404) as a Director:

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

RESOLVED THAT Mr. R. Sundararajan, Director (DIN: 00498404) retires by rotation and who is eligible for re-appointment be and is hereby re-appointed as a Director of the Company.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to Section 148(3) and all other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs.50000/- (Rupees Fifty thousand only) (exclusive of service tax as may be applicable) and payment of such out-of-pocket expenses approved by the Board of Directors to be paid to Mr. G. Sundaresan, Cost Accountant (Membership No: 11733), for conduct of the audit of the cost accounting records of the Company for the Financial Year ended 31st March, 2017 be and is hereby ratified and confirmed.

5. To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:-

RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 under Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and the Equity Listing Agreement entered with the Stock Exchanges, Regulation 23 of SEBI(LODR) Regulations, 2015 governing the Related Party Transaction and such other rule as may be applicable and amended from time to time, consent of the members of the Company be and is hereby accorded for the following proposed Related Party Transactions with respect to rendering of services by the Company with effect from April 1, 2016 and every year thereafter, up to the maximum per annum amounts as appended in table below:

Sl No	Name of the Related party	Relationship	Maximum Value of Transactions per annum (Rs. In crores)
1	Ennore Coke Limited	Fellow Associate Company	33.00
2	Orient Green Power Company Limited	Company over which Key Management Personnel exercise significant influence	0.50
3	Bharat Wind Farm Limited	Company over which Key Management Personnel exercise significant influence	0.05
4	Shriram SEPL Composites (Pvt) Limited	Fellow Associate Company	0.10
5	Leitwind Shriram Manufacturing Ltd	JV Company	90.00
6	Haldia Cokes & Chemicals (Pvt) Limited	Associate Company	55.00
7	Hamon Shriram Cottrell (Pvt) Limited	JV Company	0.25

RESOLVED FURTHER THAT Mr.T.Shivaraman - Managing Director & CEO (DIN: 01312018), Mr. M. Amjat Shariff, Joint Managing Director (DIN: 00009562) and Mr. K. Suresh, Vice President & Company Secretary be and are hereby severally authorised to sign any document or agreement for above proposed transactions on behalf of the Company and take necessary steps and to do all acts, deeds and things as may be necessary and incidental to give effect to this resolution.

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to Section 204 Companies Act, 2013, M/s. R. Sridharan & Associates, a firm of Company Secretary in Practice be and is hereby appointed as Secretarial Auditors of the Company till the conclusion of the next Annual General Meeting (AGM) at Rs.1,00,000 (Rupees One lakh only) plus service tax, out-of-pocket expenses, travelling, etc.

By Order of the Board of Directors

Place: Chennai
Date: 12th August, 2016

K. SURESH
Vice President & Company Secretary

Notes

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll only instead of Him / Her. The proxy need not be a member of the Company. A blank form of proxy is enclosed herewith and if intended to be used, it should be returned duly completed at the Registered Office of the Company not later than forty eight hours before the scheduled time of the commencement of 16th Annual General Meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. The statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business is annexed herewith.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days of notice in writing is given to the Company.
5. Members / proxies should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
6. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
7. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
8. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
9. Additional information pursuant to Regulation 36 of the Listing Regulations viz. Soft Copy of full annual report to all those shareholders who have registered their email address(es) for the purpose, Hard copy of statement containing the salient features of all the documents as prescribed in Section 136 of Companies Act, 2013 or rules made thereunder to those shareholders who have not so registered, Hard copies of full annual reports to those shareholders, who request for the same *inter-se* are provided in the Explanatory Statement forming part of the notice.
10. The Register of Members and the Share Transfer Books of the Company shall remain closed from Monday, 12th September, 2016 to Wednesday, 14th September, 2016 (both days inclusive), for the purpose of Annual General Meeting.
11. Members are requested to notify the change in their address, if any, immediately, so that all communications can be sent to the latest address. In case of members holding shares in physical form, all intimations regarding change of address and change of bank account details are to be sent to **M/s. Cameo Corporate Services Limited**, Subramanian Building, No:1 Club House Road, Chennai-600002. Members, who hold shares in electronic form, are requested to notify any change in their particulars like change in address, bank particulars etc. to their Depository Participants immediately.
12. Pursuant to provisions of Section 205 C of the Companies Act, 1956 dividend which remain unpaid/unclaimed for a period of 7 years from the date of transfer of the same to the Company's unpaid dividend account shall be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

The following are the details of the dividends paid by the Company and respective due dates for claim by the Shareholders:

Financial Year	Date of Declaration of Dividend	Last date for claim
2008-09	till 25-06-2016	
2009-10	till 28-06-2017	
2010-11	till 26-06-2018	
2011-12	till 26-06-2019	

No claim shall lie against IEPF or the Company for the amounts so transferred prior to 31st March, 2016 nor shall any payment be made in respect of such claim.

Members who have not encashed their dividend warrants are requested to lodge their claims with the Company.
13. Copies of the Annual Report 2016 are being sent by electronic mode only to all the members, who's Email IDs are registered with the Company/Depository Participants for communication

purposes unless any member has requested for a hard copy of the same. In the case of members holding shares in physical mode whose Email IDs are registered with the Company / Registrars **M/s. Cameo Corporate Services Limited**, and have given consent for receiving communication electronically, copies of the Annual Report 2016 are being sent by electronic mode only. For members who have not registered their Email addresses, physical copies of the Annual Report 2016 are being sent by the permitted mode.

14. The Notice of the 16th Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form, is being sent by electronic mode to all the members whose Email addresses are registered with the Company / Depository Participants unless any member has requested for a hard copy of the same. In the case of members holding shares in physical mode whose Email IDs are registered with the Company / Registrars **M/s. Cameo Corporate Services Limited**, and have given consent for receiving communication electronically, the Notice of the 16th Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form, is being sent by electronic mode. For members who have not registered their Email addresses, physical copies of the aforesaid documents are being sent by the permitted mode.
15. Members may also note that the Notice of the 16th Annual General Meeting and the Annual Report 2016 will also be available on the Company's website www.shriramepc.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Chennai for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's Registrars **M/s. Cameo Corporate Services Limited** at investor@cameoindia.com.
16. All documents referred to in the Notice will be available for inspection at the Company's Registered Office during normal business hours on working days up to the date of the AGM.
17. Voting through Electronic means
 - (i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations and Secretarial standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide to the members the facility to exercise their right

to vote at the 16th Annual General Meeting (AGM) by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').

- (ii) The members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting.
- (iii) The members who have cast their vote by remote e-voting may also attend the Meeting, but shall not be entitled to cast their vote again.
- (iv) The Company has engaged the services of **Central Depository Securities Limited (CDSL)** as the Agency to provide e-voting facility.
- (v) The Board of Directors of the Company has appointed Mr. R Sridharan, Practicing Company Secretary (Membership No. FCS 4775) of R. Sridharan & Associates, Company Secretaries as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the same purpose.
- (vi) Voting rights shall be reckoned on the paid up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e 8th September, 2016.
- (vii) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e.8th September, 2016 only shall be entitled to avail the facility of remote e-voting.
- (viii) The remote e-voting facility will be available during the following period:

Commencement of remote e-voting :
From 9.00 a.m. (IST) on Monday 12th September, 2016
End of remote e-voting : Up to 5.00 p.m. (IST) on
Wednesday 14th September, 2016.

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by CDSL upon the expiry of the aforesaid period.

- a) The Scrutinizer, after scrutinising the votes cast at the meeting and through remote e-voting, will, within 48 hours of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.shriramepc.com and on the website of CDSL <https://www.evotingindia.com>. The results shall simultaneously be communicated to the Stock Exchange.
- b) Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting i.e. 15th September, 2016.

c) Instructions and other information relating to remote e-voting.

- i. The Company has entered into an arrangement with Central Depository Securities Limited (CDSL) for facilitating e-voting for AGM. The instructions for e-voting are as under:

In case of Members receiving an e-mail from CDSL:

- i. Open the PDF file 'SEPC e-Voting.pdf' attached to the e-mail, using your Client ID / Folio No. as password. The PDF file contains your User ID and Password for e-voting. Please note that the Password provided in PDF is an 'Initial Password'.
- ii. Launch an internet browser and open <https://www.evotingindia.com>
- iii. Click on Shareholder - Login.
- iv. Insert 'User ID' and 'Initial Password' as noted in step (i) above and click 'Login'.
- v. Password change menu will appear. Change the Password with a new Password of your choice. Please keep a note of the new Password.
1. It is strongly recommended not to share your Password with any person and take utmost care to keep it confidential.
- vi. Home page of e-voting will open. Click on e-Voting - Active Voting Cycles.
- vii. Select 'EVSN' of Shriram EPC Limited.
- viii. Now you are ready for e-voting as 'Cast Vote' page opens.
- ix. Cast your vote by selecting appropriate option and click on 'Submit'. Click on 'Confirm' when prompted.
- x. Upon confirmation, the message 'Vote cast successfully' will be displayed.

- xi. Once you have voted on the resolution, you will not be allowed to modify your vote.
- xii. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter, along with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by an e-mail at rsaevoting@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com

In case of Shareholders receiving physical copy of the Notice of AGM and Attendance Slip

(i) Initial Password is provided, as follows, at the bottom of the Attendance Slip.

EVSN (E-Voting Event Number)	USER ID	PASSWORD
-	shares	-

(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

- II. In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) and 'e-voting user manual' available in the downloads section of CDSL's e-voting website <https://www.evotingindia.com> and suresh@shriramepc.com
- III. If you are already registered with NSDL for e-voting then you can use your existing User ID and Password for casting vote.
- IV. The voting rights shall be as per the number of equity shares held by the Member(s) as on 8th September, 2016. Members are eligible to cast vote electronically only if they are holding shares as on that date.
- V. The e-voting module shall be disabled by CDSL at 5.00 p.m. on the same day.

By Order of the Board of Directors

K. SURESH
Vice President & Company Secretary

Place: Chennai
Date: 12th August, 2016

Registered Office:
Sigappi Achi Building, 4th Floor,
18/3 Rukmini Lakshmi pathi Road, Egmore, Chennai-600008
CIN: L74210TN2000PLC045167
Tel: +91(44)49015678 Fax: 91(44)4901 5655
E-mail: suresh@shriramepc.com
Website: www.shriramepc.com

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.4

Pursuant to Section 148(3) and all other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force) on recommendation of the Audit Committee, has approved the appointment of Mr. G. Sundaresan, Cost Accountant (Membership No: 11733) as Cost Auditor to conduct the audit of cost records of the Company for the Financial Year ending on 31st March 2017 on a remuneration of Rs.50000/- (exclusive of service tax as may be applicable) and payment of such out of pocket expenses. The remuneration payable to the cost auditor shall be ratified by the shareholders of the Company.

Accordingly, consent of members is sought for passing an Ordinary Resolution for ratification of remuneration payable to the Cost Auditor for the Financial Year ending 31st March, 2017 in terms of Section 148(3) and all other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014.

The Board of directors recommends the ratification of remuneration payable to Cost Auditors for the Financial Year ending 31st March, 2017.

None of the Directors or Key Managerial Personnel (KMP) or relatives of directors and KMPs is concerned or interested in the Resolution at Item No. 4 of the accompanying Notice.

Item No. 5

Pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 under Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and the Equity Listing Agreement entered with the Stock Exchanges, Regulation 23 of SEBI(LODR) Regulations, 2015 governing the Related Party Transaction and such other rule as may be applicable and amended from time to time, shall require approval of Shareholders through Ordinary Resolution to enable the Company to enter into Related Party Transactions in one or more trenches. The Particulars of the Related Party transactions, which are required to be stated in the Explanatory Statement, as per Rule 15 of the Companies (Meeting of Board and its Power) Rules, 2014 are as follows:

Sl no	Name of the Related party	Relationship	Maximum Value of Transactions per annum (Rs. In crores)	Nature and Material Terms/Particulars of the contract or arrangement
1	Ennore Coke Limited	Fellow Associate Company	33.00	Proportionate employee cost on behalf of the related party and Interest income
2	Orient Green Power Company Limited	Company over which Key Management Personnel exercise significant influence	0.50	Proportionate employee cost on behalf of the related party
3	Bharat Wind Farm Limited	Company over which Key Management Personnel exercise significant influence	0.05	Proportionate employee cost on behalf of the related party
4	Shriram SEPL Composites (Pvt) Limited	Fellow Associate Company	0.10	Proportionate employee cost on behalf of the related party
5	Leitwind Shriram Manufacturing P Limited	JV Company	90.00	Progressive billings-Tadapatri project and Proportionate employee cost
6	Haldia Coke & Chemicals (Pvt) Limited	Associate Company	55.00	Interest income
7	Hamon Shriram Cottrell (Pvt) Limited	JV Company	0.25	Interest income

Name of the Related Party	As per table above
Name of the Director or Key Managerial Personnel who is related, if any	Mr. T. Shivaraman may be deemed to be concerned in his capacity as Director of Orient Green Power Company Limited and Hamon Shriram Cottrell (Pvt) Limited
Nature of Relationship	As per table above
The nature, material terms, monetary value and particulars of the contract or arrangement	All proposed transactions are proposed to be carried out based on business requirements of the Company and shall be in ordinary course of business and at arms' length. All the transactions are for availing or rendering of services within SEPC group, details of value and material terms of which are given in table above
Any other information relevant or important for the members to take a decision on the proposed resolution	None

The other related information as envisaged under Companies (Meetings of Board and its Powers) Rules, 2014 and amendments thereto, and the Company's Related Party Transaction Policy are furnished hereunder:

The above contracts / arrangements / transactions were approved by the Audit Committee at its meeting held on May 23, 2016 and recommended by the Board of Directors to the unrelated shareholders of the Company for their approval.

As per Regulation 23(7) of SEBI (LODR) Regulations, 2015 all entities falling under the definition of related parties shall abstain from voting irrespective of whether the entity is a party to the particular transaction or not.

Accordingly, all related parties of the Company, including, the Directors and Key Managerial Personnel of SEPC will not vote on this resolution.

None of the Directors or any of the Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 5 of the Notice. However, Mr. T. Shivaraman may be deemed to be concerned in his capacity as Director of Orient Green Power Company Limited and Hamon Shriram Cottrell (Pvt) Limited.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the unrelated shareholders.

Item No.6

Pursuant to Section 204(1) of the Companies Act, 2013 read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the company is required to obtain Secretarial Audit Report from a Practising Company Secretary which shall be annexed with the report of the Board of Directors.

M/s R. Sridharan & Associates, Company Secretaries, has consented to be appointed as Secretarial Auditors for the Financial Year ended 2017. Therefore, the Company may appoint them from the conclusion of this annual general meeting until the conclusion of next annual general meeting by passing the proposed ordinary resolution as set out in the notice of the meeting. None of the Directors of the Company is concerned or interested in the proposed resolution.

By Order of the Board of Directors

Place: Chennai
Date: 12th August, 2016

K. SURESH
Vice President & Company Secretary

Registered Office:
Sigappi Achi Building, 4th Floor,
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CIN: L74210TN2000PLC045167
Tel: +91(44)49015678 Fax: 91(44)4901 5655
E-mail: suresh@shriramepc.com
Website: www.shriramepc.com

**Details of Directors seeking Appointment / Re-appointment
at the forthcoming Annual General Meeting**

Particulars	Mr. R Sundararajan
Date of Birth	28.4.1948
Date of Appointment	22/10/2005
Qualifications	Mechanical Engineer from the Jadhavpur University, Calcutta. Further, he completed his Master of Business Administration degree from the Indian Institute of Management, Ahmedabad.
Expertise in specific functional areas	He has experience of over 30 years in the pharmaceutical industry. Prior to joining our Company, he was the Executive Director -Operations and later the Executive Vice President-Strategic Business Planning of Matrix Laboratories Limited. He is currently an advisor to various companies including Shriram Financial Services Holdings Private Limited, Shriram Fortune Solutions Limited, Rambal Limited.
Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)	NAMO Technology Ventures India Private Limited Visionary RCM Infotech India Private Limited Take Solutions Limited Orient Green Power Limited Rambal Limited Shriram Asset Management Company Limited Shriram Credit Company Limited Shasun Pharmaceuticals Limited Medispan Limited
Chairmanships / Memberships of Committees of other Public Companies	
i. Audit Committee	Take Solutions Limited - Chairman Rambal Limited - Member Orient Green Power Company Limited - Member
ii. Stakeholders Relationship Committee	Orient Green Power Company Limited - Chairman Take Solutions Limited - Member
iii. Nomination and Remuneration Committee	Shasun Pharmaceuticals Limited - Chairman Take Solutions Limited- Member
iv. CSR Committee	NIL
Number of shares held in the Company	9800

Shriram EPC Limited

Registered Office: Sigappi Achi Building, 4th Floor,
18/3, Rukmini Lakshmi Pathi Road, Egmore, Chennai-600008.
Corporate Identity Number : L74210TN2000PLC045167
Ph: 044-49015678, Website:www.shriramepc.com

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholders may obtain additional Slip at the venue of the meeting.

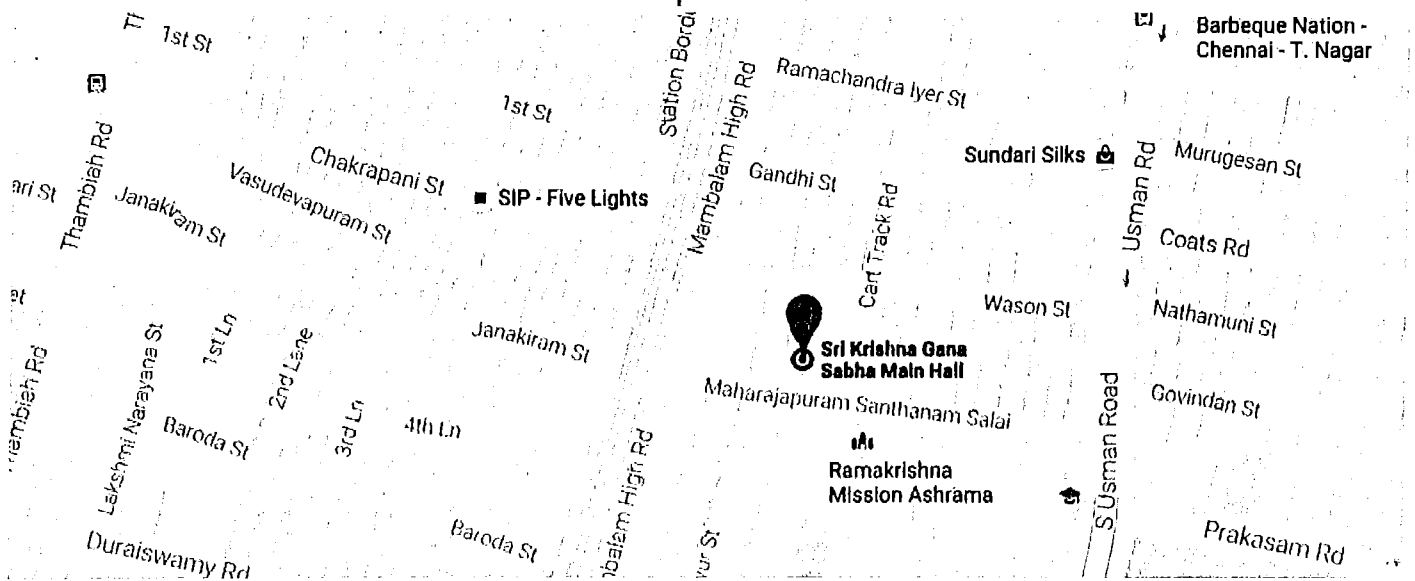
Full Name of the Member attending (in Block Letters)	
Full Name of the first joint-holder	
Name of the Proxy	

I/ We hereby record my/ our presence at the 16th ANNUAL GENERAL MEETING of the Company to be held on Thursday, 15th September, 2016 at 10.20 A.M. at Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam Road, T.Nagar, Chennai - 600 017.

No. of Shares held	
Registered Folio No.	
DP ID	
Client ID	

Member's/Proxy's Signature

Route Map to the Venue



Shriram  **epc**
Engineering the future

Shriram  **epc**
Engineering the future

Regd. Office: Sigappi Achi Building, 4th Floor,
18/3, Rukmini Lakshmi pathi Road, Egmore, Chennai-600008
Tel: +91(44)49015678, Fax: 91(44)4901 5655
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Shriram EPC Limited

Registered Office: Sigappi Achi Building, 4th Floor,
18/3, Rukmini Lakshmipathi Road, Egmore, Chennai-600008.

Corporate Identity Number : L74210TN2000PLC045167

Ph: 044-49015678, Website:www.shriramepc.com

FORM NO. MGT-11

PROXY FORM

Corporate Identity Number	L74210TN2000PLC045167
Name of the company	Shriram EPC Limited
Registered office	Sigappi Achi Building, 4 th Floor, 18/3, Rukmini Lakshmipathi Road, Egmore, Chennai-600008, Ph: 044-49015678, Website:www.shriramepc.com

Full Name of the Member attending (in Block Letters)	
Full Name of the first joint-holder	
Registered Address	
E-Mail	
Folio no./ Client ID	
DP ID	
Name of the Proxy	

I/We, being the member (s) of shares of the above named company, hereby appoint

Name:	Name:	Name:
Address:	Address:	Address:
E-mail Id:	E-mail Id:	E-mail Id:
Signature: or failing him	Signature: or failing him	Signature: or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the SIXTEENTH ANNUAL GENERAL MEETING of the Company to be held at 10.20 A.M on Thursday, the 15th September, 2016 at Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam Road, T.Nagar, Chennai - 600 017 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolutions :
Ordinary Business:	
1	To receive, consider and adopt the Directors' Report and Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31 st March, 2016 and the reports of the Auditors thereon.
2	Appointment of Statutory Auditors.
3	Re-Appointment of Mr. R. Sundararajan (DIN-00498404) as a Director.
Special Business:	
	Ordinary Resolution:
4	Appointment of Cost Auditor.
5	Approval for the proposed Related Party Transactions.
6	Appointment of Secretarial Auditors.

Signed this day of2016.

Affix
Revenue
Stamp

.....
Signature of Shareholder

.....
Signature of Proxy Holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Shriram EPC
Engineering the future
Shriram EPC Limited

Regd. Office : 4th Floor, Sigappi Achi Building, 18/3, Rukmini Lakshmi Pathi Salai, Egmore, Chennai 600 008. Ph.: 044-49015678; Fax: 044-49015655; Email: suresh@shriramepc.com
Website: www.shriramepc.com Corporate Identification Number: L74210TN2000PLC045167

NOTICE OF 16th ANNUAL GENERAL MEETING AND E-VOTING INFORMATION AND BOOK CLOSURE

NOTICE is hereby given that the 16th Annual General Meeting (AGM) of the Members of Shriram EPC Limited (the "Company") will be held on Thursday, 15th September, 2016 at 10.20 a.m. at Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam Road, T.Nagar, Chennai - 600 017. Notice of the meeting setting out the business to be transacted there at, together with the Annual Accounts of the Company for the year ended 31st March, 2016 have been sent in electronic mode to members whose e-mail IDs are registered with the Company or their Depository Participant(s) and physical copies of the same have been sent to those Members who have not registered their e-mail IDs with the Company. Members who have not received the Notice of AGM/Annual Report may download it from the Company's website www.shriramepc.com and copies of the said documents are also available for inspection at the Registered Office of the Company on all working days during business hours upto the date of the AGM.

NOTICE is also hereby given pursuant to Section 91 of the Companies Act, 2013, read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that the Register of Members and Share Transfer Books of the Company shall remain closed from Monday, 12th September 2016 to Wednesday, 14th September 2016 (both days inclusive).

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, members are provided with the facility to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system from a place other than the venue of the AGM ('remote e-voting'), provided by Central Depository Services (India) Limited (CDSL) and the business may be transacted through remote e-voting. Notice of the AGM shall also be available on the website of the CDSL (www.evotingindia.com).

The remote e-voting facility commences on Monday, 12th September 2016 at 09.00 a.m (IST) and ends on Wednesday, 14th September 2016 at 5.00 p.m (IST).

During this period, members may cast their vote electronically. The remote e-voting module shall be disabled for voting thereafter by CDSL and voting through electronic means shall not be allowed beyond the said date and time. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not casted their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The voting rights of Members shall be in proportion to the Equity Shares held by them in the paid up equity share capital of the Company as on Thursday, 8th September 2016 ('cut-off date'). Any person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be eligible to cast vote on all the resolutions set forth in the Notice of AGM either through remote e-voting or ballot paper at the AGM.

Any person, who becomes a member of the Company after the dispatch of Notice of AGM and holding shares as on the cut-off date, may obtain the User ID and password by sending a request at helpdesk.evoting@cdslindia.com or investor@cameoindia.com to cast their vote.

The detailed procedure for obtaining User ID and password is also provided in the Notice of AGM, which is available on the website of the Company. If a member is already registered with CDSL for e-voting he can use his existing User ID and password for casting the vote through remote e-voting. In case of any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (FAQs) and e-voting manual available at www.evotingindia.com under help section or write an e-mail to helpdesk.evotingindia@cdslindia.com

In case of any grievances connected with the facility of voting through electronic means, please contact Mr. Wenceslaus Futardo, Deputy Manager, CDSL, Phiroze Jeejeebhoy Towers, 16th Floor, Dalal Street, Fort, Mumbai - 400001, helpdesk.evoting@cdslindia.com, Tel: 18002005533. Persons entitled to attend and vote at the AGM, may vote in person or by proxy, provided that all proxies in the prescribed form duly signed by the person entitled to attend and vote at the meeting are deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the AGM.

By order of the Board
For Shriram EPC Limited
S/-
K Suresh
Company Secretary

Place : Chennai
Date : 23.08.2016

Shriram EPC
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ஸ்ரீராம் இபிசி லிமிடெட்

பதிவு அலுவலகம் : 4வது தளம், சிகப்பி ஆர்சி கட்டிடம், 18/3, ருக்மினி லக்ஷ்மிபதி சாலை, எழும்பூர், சென்னை 600 008. தொ.பே.: 044-4901 5678; ஃபேக்ஸ் : 044-4901 5655; ஈமெயில் : suresh@shriramepc.com
இணையதளம்: www.shriramepc.com CIN : L74210TN2000PLC045167

16வது வருடாந்திர பொதுக் கூட்டம் மற்றும் மின்னணு-வாக்குப்பதிவு மற்றும் புத்தகம் மூடும் பற்றிய அறிவிப்பு
ஸ்ரீராம் இபிசி லிமிடெட் (கம்பெனி) உறுப்பினர்களின் 16வது வருடாந்திர பொதுக் கூட்டம் (AGM), வியாழக்கிழமை, 15 செப்டம்பர் 2016 அன்று காலை 10.20 மணிக்கு, காமகோடி ஹால், ஸ்ரீ கிருஷ்ண கான சபா, 20, மஹாராஜபுரம் சந்தானம் ரோடு, தி.நகர், சென்னை 600 017ல் நடைபெறவுள்ளது என்பது அறிவிக்கப்படுகிறது. 31 மார்ச் 2016 அன்று முடிந்த ஆண்டிற்கான கணக்குகளுடன் பரிவர்த்தனை செய்யப்பட வேண்டிய அலுவலகக்குகளை அறிவிப்பு, கம்பெனியிடம் அல்லது அவர்களது முதலீட்டு பங்கேற்பாளர்களிடம் மின்னஞ்சல் முகவரியை பதிவு செய்துள்ள உறுப்பினர்களுக்கு மின்னணு முறையில் அனுப்பி வைக்கப்பட்டுள்ளன. மின்னஞ்சல் முகவரியை பதிவு செய்யாத உறுப்பினர்களுக்கு நேரிடையாக அனுப்பி வைக்கப்பட்டு உள்ளன. AGM அறிவிப்புவருடாந்திர அறிக்கையைப் பெறாத உறுப்பினர்கள், அவைகளை www.shriramepc.com என்ற கம்பெனி இணையதளத்திலிருந்து பதிவிறக்கம் செய்து கொள்ளலாம். மேற்கூறப்பட்ட ஆண்டின் கம்பெனியின் பதிவு அலுவலகத்தில் அனைத்து வேலை நாட்களிலும் அலுவல நேரங்களில், AGM நடைபெறும் தேதி வரை ஆய்வுக்கு கிடைக்கப்பெறும். கம்பெனிகள் சட்டம் 2013 பிரிவு 91, விதி 10ன்படி மற்றும் கம்பெனிகள் (மேலாண்மை மற்றும் நிர்வாகம்) விதிகள், 2014, விதி 42, செபி. (பட்டியல் பொறுப்புகள் மற்றும் வெளிப்படுத்துதல் தேவைகள்) ஒழுங்குமுறைகள் 2015ன்படி, உறுப்பினர்களின் பதிவேடும் மற்றும் பங்கு மாற்று புத்தகங்களும், திங்கட்கிழமை, செப்டம்பர் 12, 2016 முதல் புதன்கிழமை, செப்டம்பர் 14, 2016 வரை (இரு நாட்களும் உட்பட) மூடப்பட்டிருக்கும் என அறிவிக்கப்படுகிறது. கம்பெனிகள் சட்டம் 2013, பிரிவு 108, அத்தலுடன் விதி 20 கம்பெனிகள் (மேலாண்மை மற்றும் நிர்வாகம்) விதிகள் 2014, திருத்தப்பட்ட படி, கம்பெனிகள் (மேலாண்மை மற்றும் நிர்வாகம்) திருத்தப்பட்ட விதிகள் 2015 மற்றும் செபி ஒழுங்குமுறை 44 (பட்டியல் பொறுப்புகள் மற்றும் வெளிப்படுத்துதல் தேவைகள்) ஒழுங்குமுறைகள் 2015ன்படி, வருடாந்திர பொதுக் கூட்ட அறிக்கையில் தரப்படும் அனைத்து நிர்வாகக் கணக்குகள், AGM நடைபெறும் இடத்தில் அல்லாமல் (ரிமோட்) மின்னணு வாக்குப்பதிவு உறுப்பினர்கள் மின்னணு வாக்கெடுப்பின் மூலம் பதிவு செய்யும் வசதியை, சென்டரல் டெபாசிட்டுரி செக்யூரிட்டிஸ் (இந்தியா) லிமிடெட் (CDSL) வழங்கியுள்ளது. www.evotingindia.com என்ற CDSL இணையதளத்திலும் AGM அறிவிப்பு கிடைக்கப்பெறும். ரிமோட் மின்னணு வாக்குப்பதிவுக் காலம் திங்கட்கிழமை, 12 செப்டம்பர் 2016 இந்திய நேரம் காலை 9.00 மணிக்கு துவங்கி புதன்கிழமை, 14 செப்டம்பர் 2016 இந்திய நேரம் மாலை 5.00 மணிக்கு முடிவாகும். இந்தக் காலத்தில், உறுப்பினர்கள் மின்னணு முறையில் வாக்களிக்கலாம். அதன் பின்னர், ரிமோட் மின்னணு வாக்குமுறை, வாக்குப்பதிவு செய் இயலாமல் CDSL ஆல் செயலிழக்க செய்யப்படும் மற்றும் மேற்கூறிய தேதி மற்றும் நேரத்திற்கு பின் மின்னணு முறையில் வாக்களிக்க அனுமதிக்கப்பட மாட்டாது. வாக்குத் தள்ள மூலம் வாக்களிக்கும் வசதி AGMல் அளிக்கப்படுவதால், ரிமோட் மின்னணு வாக்குப்பதிவு மூலம் வாக்களிக்காத உறுப்பினர்கள், கூட்டத்தில் கலந்து கொள்ளும்போது வாக்குத் தள்ள மூலம் வாக்களிக்கலாம். AGMக்கு முன்னர் ஏற்கனவே ரிமோட் மின்னணு வாக்குப்பதிவு மூலம் வாக்களித்த உறுப்பினர்கள் AGMல் கலந்து கொள்ளலாம், ஆனால் மீண்டும் வாக்களிக்க அனுமதிக்கப்பட மாட்டார்கள். இறுதி தேதியான வியாழக்கிழமை, செப்டம்பர் 8, 2016 அன்றுள்ளபடி, கம்பெனியின் சரி பங்கு மூலதனப் பங்கில் உறுப்பினர் வைத்துள்ள சரி பங்கு மூலதனப் பங்கின் எண்ணிக்கைக்கு நிகராக வாக்களிக்கும் உரிமை வழங்கப்படும். இறுதி தேதியன்றுள்ளபடி, உறுப்பினர் பதிவேட்டில் அல்லது டெபாசிட்டுரி பராமரிக்கும் பயனடையும் உரிமையாளர்கள் பதிவேட்டில் பெர் இடம் பெற்றுள்ள உறுப்பினர்கள் மட்டும், AGM அறிவிப்பில் தரப்பட்டிருக்கும் அனைத்து நிர்வாகக் கணக்குகளுக்கும், ரிமோட் மின்னணு வாக்குப்பதிவு அல்லது AGMல் வாக்குத்தள்ள மூலம் வாக்களிக்கலாம். AGM அறிக்கை அனுப்பிய பின்னர் கம்பெனியில் உறுப்பினராகச் சேர்ந்து, இறுதி தேதியன்று பங்குகளை வைத்துள்ளவர்கள் helpdesk.evoting@cdslindia.com அல்லது investor@cameoindia.com என்ற முகவரிக்கு மின்னஞ்சல் அனுப்பி யூசர் ID மற்றும் ரகசியச் சொல்லைப் பெற்று வாக்களிக்கலாம். யூசர் ID மற்றும் ரகசியச் சொல்லைப் பெறும் விரிவான வழிமுறைகளும் கம்பெனி இணையதளத்திலுள்ள AGM அறிவிப்பில் தரப்பட்டுள்ளது. ஒரு உறுப்பினர் ஏற்கனவே CDSLல் பதிவு செய்திருந்தால், அவர் தற்போதுள்ள யூசர் ID மற்றும் ரகசியச் சொல்லைப் பயன்படுத்தி ரிமோட் மின்னணு வாக்குமுறை மூலம் வாக்களிக்கலாம். மின்னணு முறையில் வாக்களிப்பது தொடர்பாக வினாக்கள் அல்லது குறைகள் ஏதேனும் இருப்பின், அதனை அடிக்கடி கேட்கப்படும் கேள்விகள் பகுதியை அல்லது www.evotingindia.com என்ற இணையதளத்தின் உதவியுடன் பரிசீலிப்பதற்கான மின்னணு வாக்குக் கைபேட்டையைப் பார்செல் அல்லது helpdesk.evotingindia@cdslindia.com என்ற முகவரிக்கு மின்னஞ்சல் அனுப்பலாம். மின்னணு முறையில் வாக்களிக்கும் வசதியில் குறைகள் ஏதேனும் இருப்பின், திரு. வென்செஸ்லாஸ் ஃபுடார்டோ, துணை மேலாளர், CDSL, ஃபிரோஸ் ஜீஜீயாபு டவர்ஸ், 16வது தளம், தலால் தெரு, ஃபேரோட், மும்பை - 400001, helpdesk.evoting@cdslindia.com, தொ.பே.: 18002005533 அலுவலக அணுகலாம். AGMல் கலந்து கொண்டு வாக்களிக்க விரும்பும் நபர்கள், நேரிடையாக அல்லது பராக்ஸி மூலம் வாக்களிக்கலாம். கூட்டத்தில் கலந்து கொண்டு வாக்களிக்க விரும்பும் நபர்கள், உரிய படிவத்தில் முறையாக கையெழுத்திட்ட அனைத்து பராக்ஸிக்களையும், கம்பெனியின் பதிவு அலுவலகத்தில், AGM துவங்குவதற்கு 48 மணி நேரத்திற்கு முன்பாக சேப்பிக்க வேண்டும்.

இயக்குநர்கள் குழு ஆணைப்படி
ஸ்ரீராம் இபிசி லிமிடெட்டிற்காக

இடம் : சென்னை-600 008
தேதி : 23.08.2016

சு/-
கே.சுரேஷ்
நிறுவன செயலர்