

September 15, 2016

The National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor Bandra 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: 16th Annual General Meeting ("AGM") and voting results

In continuation to our letter dated August 25, 2016, the 16th Annual General Meeting (AGM) of the Company was held today and the businesses mentioned in the Notice dated August 12, 2016 were transacted.

In this regard, Please find enclosed the following:-

- 1. Summary of proceedings as required under Regulation 30, Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2. Voting Results as required under Regulation 44, Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 3. Report of Scrutinizer dated September 15, 2016, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014.
- 4. Annual Report for the financial year 2015-2016 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

Kindly take the above information on record.

Thanking you, Yours faithfully,

For SHRIRAM-EPC LIMITED

KSURESH

VICE PRESIDENT & COMPANY SECRETARY

Encl.:a/a.



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NAME OF THE COMPANY: SHE-SHRIRAM EPC LIMITED

Resolution Required:(Ordinary/Special)	Aesolution Required:(Ordinary/Special)		ì	Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?	rested in the agenda/resolution?			ON				
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	% OF VOTES AGAINST ON VOTE POLLED
							POLLED	
		(E)	(3)	(3)=(2/1)*100	(4)	3	(6)=(4/2)=100	001-(05)=(2)
PROMOTER AND PROMOTER~GROUP E-VOTING	E-VOTING	165412862	0	0				0
	POLL		165412862		165412862			
	POSTAL BALLOT		0		0			
	SUB TOTAL	165412862	165412862	1001	165412862		700	
PUBLIC-INSTITUTIONS	E-VOTING	140630912	0	U	0	5	200	
	POLL					0		0
	POSTAL BALLOT							
	SUB TOTAL	140630912	0					
PUBLIC-NON INSTITUTIONS	E-VOTING	24582648	320	C	320			
	POLL		4357	C	4357	6		
	POSTAL BALLOT	ı	0					
	SUB TOTAL	24582648	4677	0.02	4677			
GRAND TOTAL		330626422	165417539	50.03	165417539		200	
							3	5

- Neuppointment of INTS, Defolite Haskins And Sells, Charleted Accountaits as Statulory	nd Sells, Chartered Accountants as Statulory							
Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?	ested in the agenda/resolution?	ON		ON				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES	% OF SHARES POLLED ON	NO OF VOTES IN	NO OF VOICE	W STROWNS W	more of the second and the
				OUTSTANDING SHARES	FAVOUR	AGAINST	FAVOUR ON VOTES	% OF VOIES AGAINST ON VOTE POLLED
		į					POLLED	
		3	(2)	(3)=(2/1)*100	€	(3)	(6)=(4/2)=100	(7)=(5/2)=100
PROMOTER AND PROMOTER~GROUP E-VOTING	E-VOTING	165412862	0	0	0	ď		
	POLL		165412862		165412862		200	
	POSTAL BALLOT		0					
	SUB TOTAL	165412862	165412862	1001	165/17862			
PUBLIC-INSTITUTIONS	E-VOTING	140630912			200714001			
		T	0		0	0	0	0
	POLL		0	0	U	c		
	POSTAL BALLOT		0					
	SUB TOTAL	140630912	0					
PUBLIC-NON INSTITUTIONS	E-VOTING	24582648	320		220	100	72 03	04 25
	POLL		4357		4957		6.00	57.15
	POSTAL BALLOT		C					
	CITR TOTAL	07.0000776	100		5)	0	O	0
Charles wowar	2010100	24207040	46//	0.02	4577	100	92.86	2.14
WAND IOIAL		330626422	165417539	50.03	165417439	100	100	
							200	•

K-SURESH Vine President & Company Secretary

NAME OF THE COMPANY: SHE-SHRIRAM EPC LIMITED

 Ke-Appointment of Mr. R Sundaranjan (DIN-00498404) as a Director 	N-00498404) as a Director							
Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?	ested 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	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)=100	(4)	(5)	FOLLED (6)=(4/2)*100	(7)=(5(2)=100
PROMOTER AND PROMOTER~GROUP E-VOTING	E-VOTING	165412862	0	0	0	0	O	0
	POLL		165412862		165412862		1001	
	POSTAL BALLOT		0		0			
	SUB TOTAL	165412862	165412862	100	165412862		100	
PUBLIC-INSTITUTIONS	E-VOTING	140630912	0	0	0			
	POLL		0					
	POSTAL BALLOT			0				
	SUB TOTAL	140630912	0	0			C	
PUBLIC-NON INSTITUTIONS	E-VOTING	24582648	320	0	220	100	68 75	31.25
	POLL		4357	0	4357		100	
	POSTAL BALLOT		0	0	O	0		
	SUB TOTAL	24582648	4677	0.02	4577	100	97.86	2.14
GRAND TOTAL		330626422	165417539	50.03	165417439		1001	

4. Remuneration of Cost Accountant								
Resolution Required:(Ordinary/Special)				Ordinary Resolution		1		
Whether promoter/ promoter groups are interested in the agenda/resolution?	ssted in the agenda/resolution?			NO				
PARTICULARS	MÖDE OF VOTING	NO OF SHARES HELD	NO OF VOTES	% OF SHARES POLLED ON	NO OF VOTES IN	NO OF VOTES	% OF VOTES IN	% OF VOTES AGAINST
			LOPPED	OUISIANDING SHAKES	FAVOUR	AGAINSI	FAVOUR ON VOTES POLLED	ON VOTE POLLED
		(i)	(2)	(3)=(2/1)=100	(4)	(2)	(6)=(4/2)=100	(7)=(5/2)*100
PROMOTER AND PROMOTER-GROUP E-VOTING	E-VOTING	165412862	0	0		0	C	2 (2)
	POLL		165412862	0	165412862	0	100	
	POSTAL BALLOT		0	0	0	0		
	SUB TOTAL	165412862	165412862	100	165412862	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	140630912	0	0	0	0	0	
	POLL			0	0			
	POSTAL BALLOT			0	0	C		
	SUB TOTAL	140630912	0	0	d			
PUBLIC-NON INSTITUTIONS	E-VOTING	24582648	320	0	220	100	68 75	31.25
	POLL		4357	0	4357	0	100	
	POSTAL BALLOT		0	0	0	0	0	
	SUB TOTAL	24582648	4677	0.02	4577	100	97.86	2.14
GRAND TOTAL		330626422	165417539	50 03	165/17/120	100	100	

For Shringm

NAME OF THE COMPANY: SHE-SHRIRAM EPC LIMITED

5. Approval for the proposed related party transaction	action							
Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?	sted in the agenda/resolution?			ON				
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	% OF VOTES AGAINST ON VOTE POLLED
							POLLED	
TO TO THE WAY ON THE WAY OF THE PARTY OF THE		(1)	(3)	(3)=(2/1)*100	(4)	(9)	(6)=(4/2)=100	(7)=(5/2)*100
FROMULER AND PROMOTER-GROUP E-VOILING	E-VOLING	165412862	0	0	0	0	C	0
	POLL		165412862	o	165412862		100	
	POSTAL BALLOT		0	C			001	
	SUB TOTAL	165412862	165412862	100	185413063			
PUBLIC-INSTITUTIONS	E-VOTING	140630912			2021400	3	100	0
	DOI 1				0	0	0	0
	LOUI		0	0	0	ō	0	
	POSTAL BALLOT		0	0				
	SUB TOTAL	140630912	0					
PUBLIC-NON INSTITUTIONS	E-VOTING	24582648	320	0	320		100	
	POLL	<u> </u>	4357	0	4357	0 0	100	
•	POSTAL BALLOT					1		
	SUB TOTAL	24582648	4677	200	7537			٥
GRAND TOTAL		330626422	165417530	50 03	40544476	3	001	0
			505 (1405)	20:00	10341/338	D	100	0

6. Appointment of M/s. R. Sridharan & Associates as Secretarial Auditor of the Company	ciates as Secretarial Auditor of the Company							
Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agendu/resolution?	ested in the agendu/resolution?			NO				
PARTICULARS	MODE OF VOTING	NO OF SHARES RELD	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	% OF VOTES AGAINST ON VOTE POLLED
		į					POLLED	
STATE OF THE STATE	CA CHICAGO II	(1)	(2)	(3)=(2/1)=100	(4)	(2)	(6)=(4/2)*100	(7)=(5/2)=100
FROMOTER AND FROMOTER-GROOF E-VOITING	E-VOITING	165412862	0	0	10	0	O	
	POLL		165412862	O	165412862		100	
	POSTAL BALLOT		C				001	
	SUB TOTAL	165412862	165412862	200	406443060	5		D
PUBLIC-INSTITUTIONS	E-VOTING	140620042			7007 4001	2	TOD	D
	, iOa	7			D	0	0	0
	TOTAL		0	0	0	0	0	C
	POSTAL BALLOT		0	0	C	0		
	SUB TOTAL	140630912	0	0		-		
PUBLIC-NON INSTITUTIONS	E-VOTING	24582648	320	0	220	00-	68.75	34.35
	POLL		4357	0	4357	c	100	67.15
	POSTAL BALLOT		0	C		0		
	SUB TOTAL	24582648	4677	0.02	4577	2	98 28	
GRAND TOTAL		330626422	165417539	50.03	165417439	100	1001	4.7

For Shriram Evo mariou



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

T.Nagar, Chennai - 600 017.

Phone: 42166988, 43502997, 42555587

email : sridharan.r@aryes.in

satheesh.k@aryes.in

Consolidated Scrutinizer's Report

15th September, 2016

Mr.S.Krishnamurthy – Independent Director The Chairman of the Meeting, Messrs. Shriram EPC Limited, Sigappi Achi Building, 4th Floor, 18/3 Rukmini Lakshmipathi Road, Egmore, Chennai – 600 008.

Ref: The 16th 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 23rd May, 2016 pursuant to Section 108 and 109 of the Companies Act, 2013 read 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 e-voting process held between Monday, September 12, 2016 (9.00 AM) (IST) to Wednesday, September 14, 2016 (5.00 PM) (IST) and to conduct the Polling process relating to the 16th AGM of the members of the Company, 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. The shareholders of the Company as on the "cut off" date I.e. Thursday, 8th September, 2016 were entitled to vote as set out in the notice of the AGM.

We now submit our consolidated Report as under:

- 1. After the announcement of the poll by the Chairman of the Meeting ("Chairman"), one ballot box kept for polling was locked in our presence with due identification mark 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 Share Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3. The poll papers, which were incomplete, unsigned and/or which were otherwise found defective have been treated as invalid and kept separately.

16TH AGM – CONSOLIDATED SCRUTINIZER'S REPORT – SHRIRAM EPC LIMITED

- 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. R Alagarsamy, 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 [CDSL].
- 5. The consolidated result (Remote E-voting and Poll) of the said Resolutions voted are as under:

Item No. 1 - Adoption of Audited Standalone & Consolidated Financial Statements, Reports of Board of Directors & Auditors thereon (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	Poli	of s/ voted by	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
5		320		2 200 200	4	165417219	165417539	100%

(ii) Votes against the resolution:

Number members voted Remote E- Voting	of in	Number votes (Shares) Remote E-Voting	of cast	voted by Pol	of Proxies II	Number votes (Shares) -	of cast Poll	Total Number of Votes cast through Remote E-Voting and	
Nil		Nil		Nil		Nil	94.	Nil	0.0000

(iii) Invalid Votes:

NIL	NIL	NIL	NIL	NIL
Number members voted 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

RESULT:

As no votes were cast against the Resolution, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed unanimously.

16TH AGM - CONSOLIDATED SCRUTINIZER'S REPORT - SHRIRAM EPC LIMITED

Item No. 2 - Reappointment of M/s.Deloitte Haskins And Sells, Chartered Accountants, Chennai as Statutory 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
4	220	4	165417219	165417439	99.9999

(ii) Votes against the resolution:

Number of	Number of	Number of	Total	% of total
votes cast	members/	votes cast	Number of	number of
(Shares) -	Proxies voted by		10% 20% ON NOT 10000 1 NO.	valid votes
Remote	Poll	Poll	. a cuertina 10110 - 04000	cast
E-Voting				
		enigričji (delot de la j Arti Breta a gršj	and Poll	
100	NIL	NIL	100	0.0001
	votes cast (Shares) – Remote E-Voting	votes cast members/ (Shares) - Proxies voted by Remote Poll E-Voting	votes cast members/ votes cast (Shares) - Proxies voted by Remote Poll Poll Poll	votes cast members/ votes cast Number of (Shares) - Proxies voted by Remote E-Voting Poll E-Voting and Poll

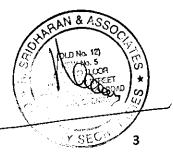
(iii) Invalid Votes:

Number members voted Remote E- Voting	of in	Number votes (Shares) Remote E- Voting	cast		Number of votes cast (Shares) - Poll	votes cast
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 AGM is passed with requisite majority.

16TH AGM - CONSOLIDATED SCRUTINIZER'S REPORT - SHRIRAM EPC LIMITED



Item No. 3 - Reappointment of Mr.R Sundararajan (DIN:00498404) as director who retires by Rotation (Ordinary Resolution)

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

							14 (00)(00)		
4	4 220 4		165417	219	165417439	99.9999			
								E-Voting and Poll	_
E- Voting		E-Voting				i		Remote	
Remote		Remote		by Poll		Poll		through	cast
	,	(Shares)	-	Proxies	voted	(Shares)	- 1	votes cast	valid votes
members	- 1	votes	cast	members,	<i>f</i>	votes	cast	Number of	number of
Number o	of	Number	of	Number	of	Number	of	Total	% of total

(ii) Votes against the resolution:

Number of members voted in Remote E- Voting	. 1977/	Number of members/ Proxies voted by Poll	1 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	Total Number of votes cast through Remote E-Voting	% of total number of valid votes cast
1	100	NIL	NIL	and Poll	0.0001

(iii) Invalid Votes:

Number members voted Remote E- Voting	of in	Number votes (Shares) Remote E- Voting	of cast -	I was a second of the second o	Number of votes cast (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. 3 as set out in the Notice of AGM is passed with requisite majority.

16TH AGM - CONSOLIDATED SCRUTINIZER'S REPORT - SHRIRAM EPC LIMITED

Item No. 4 - Remuneration payable to Mr. G.Sundaresan, Cost Accountant as Cost Auditor for the Financial Year 2016-17 (Ordinary Resolution)

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

(ii) Votes against the resolution:

Number of members voted in Remote E- Voting	1.7	Number of members/ Proxies voted by Poll	Number of Total votes cast (Shares) - Votes cast Poll through Remote	% of total number of valid votes cast
1	100	NIL		0.0001

(iii) Invalid Votes:

				- 11, 441 a 40 C 10 C 10 C	the state of the s	2000	<u> </u>	<u> </u>
-	Number	of	Number	of		of	Number of votes	Total Number of
	members		votes	cast	members/Proxi	es	cast (Shares) -	votes cast
-1	voted	in	(Shares)		voted by Poll		Poll	through Remote
	Remote		Remote		10 (1.4) englen (220 englen)		11 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	E- Voting and Poll
Į	E- Voting		E- Voting					-
1	NIL NIL		_	NIL		NIL	NIL	
L				:				

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. 4 as set out in the Notice of AGM is passed with requisite majority.



Item No. 5 - Approval for the proposed Related Party Transactions with respect to rendering of Services by the Company with effect from 01.04.2016 (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
5	320	4	165417219	165417539	100%

(ii) Votes against the resolution:

Number of members voted in Remote E- Voting	votes cast	Number of members/ Proxies voted by Poll	A 10 (3 t 10 t	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	0.0000

(iii) Invalid Votes:

Number	of	Number	of	Number of	Number of votes	Total Number of
members		votes	cast	members/Proxies	cast (Shares) -	votes cast
voted	in	(Shares)	-	voted by Poll	Poll	through Remote
Remote		Remote		A Maria Paris		E- Voting and Poll
E- Voting		E- Voting				a roung and rou
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. 5 as set out in the Notice of the AGM is passed unanimously.



Item No. 6 - Appointment of M/s.R.Sridharan & Associates, Company Secretary in Practice as Secretarial Auditor (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
4	220	4	165417219	165417439	99.9999

(ii) Votes against the resolution:

Number of	Number of	Number of	Number of	Total	% of total
members	votes cast			Number of	number of
voted in	(Shares) -	Proxies voted by	(Shares) -	votes cast	valid votes
Remote	Remote	Poll	Poll	through	cast
E- Voting	E-Voting			Remote	
				E-Voting	
	<u> </u>		antern pier	and Poll	
1	100	NIL	NIL	100	0.0001

(iii) Invalid Votes:

Number	of	Number	of			Number	of votes	Total	Number	of
members		votes	cast	members/Proxie	s	cast (S	hares) - ,	votes	C	ast
voted	in	(Shares)		voted by Poll	5	Poll		throug	h Remo	ote
Remote		Remote							ing and Po	
E- Voting		E- Voting								
NIL		NII	<u>-</u>	NIL		N	IL		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. 6 as set out in the Notice of AGM is passed with requisite majority.



- 6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "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

