

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

25th September 2015

BSE Limited,
14th 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	24 th September 2015		
2	Cut-off Date	17 th September, 2015		
3	Total Number of Shareholders as of cutoff date	10424		
4	Number of Shareholders present in the meeting either in person or through proxy			
		Present in Person	Present through Proxy	Total
	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.

For Shriram EPC Limited

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

K.SURESH
Vice President & Company Secretary

Shriram EPC Limited

1st Floor, 'Rajah Annamalai Building', No.18/3, Rukmani Lakshmiipathi 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 Lakshmiipathi Road,
Egmore, Chennai - 600 008. Ph : +91 44 4901 5876 Fax : +91 44 4901 5655
E-mail : info@shriramepc.com, website : www.shriramepc.com
CIN : L74210TN2000PLC045167



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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


S. SURESH
*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	NO.OF SHARES HELD	NO.OF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES - IN FAVOUR	NO.OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTERS	165412862	165412862	100.00	165412862	0	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	59218113	0	0.00	0	0	0.00	0.0000
PUBLIC - OTHERS	24577482	10482649	42.65	10482649	1	100.00	0.0000
TOTAL	249208457	175895511	70.58	175895510	1	100.00	0.0000

FOR RESOLUTION NO 2.

PROMOTER / PUBLIC	NO.OF SHARES HELD	NO.OF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES - IN FAVOUR	NO.OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTERS	165412862	165412862	100.00	165412862	0	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	59218113	0	0.00	0	0	0.00	0.0000
PUBLIC - OTHERS	24577482	10482649	42.65	10482649	1	100.00	0.0000
TOTAL	249208457	175895511	70.58	175895510	1	100.00	0.0000

FOR RESOLUTION NO 3 -

PROMOTER / PUBLIC	NO.OF SHARES HELD	NO.OF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES - IN FAVOUR	NO.OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTERS	165412862	165412862	100.00	165412862	0	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	59218113	0	0.00	0	0	0.00	0.0000
PUBLIC - OTHERS	24577482	10482649	42.65	10482649	0	100.00	0.0000
TOTAL	249208457	175895511	70.58	175895511	0	100.00	0.0000

RESOLUTION - 4

PROMOTER / PUBLIC	NO.OF SHARES HELD	NO.OF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES - IN FAVOUR	NO.OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTERS	165412862	165412862	100.00	165412862	0	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	59218113	0	0.00	0	0	0.00	0.0000
PUBLIC - OTHERS	24577482	10482649	42.65	10482649	0	100.00	0.0000
TOTAL	249208457	175895511	70.58	175895511	0	100.00	0.0000

RESOLUTION - 5

For Shriram EPC Limited
K.SURESH

PROMOTER / PUBLIC	NO.OF SHARES HELD	NO.OF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES - IN FAVOUR	NO.OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTERS	165412862	165412862	100.00	165412862	0	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	58218113	0	0.00	0	0	0.00	0.0000
PUBLIC - OTHERS	24577482	10482649	42.65	10482649	0	100.00	0.0000
TOTAL	249208457	175895511	70.58	175895511	0	100.00	0.0000

RESOLUTION - 6

PROMOTER / PUBLIC	NO.OF SHARES HELD	NO.OF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES - IN FAVOUR	NO.OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTERS	165412862	165412862	100.00	165412862	0	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	58218113	0	0.00	0	0	0.00	0.0000
PUBLIC - OTHERS	24577482	10482649	42.65	10482649	0	100.00	0.0000
TOTAL	249208457	175895511	70.58	175895511	0	100.00	0.0000

RESOLUTION - 7

PROMOTER / PUBLIC	NO.OF SHARES HELD	NO.OF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES - IN FAVOUR	NO.OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTERS	165412862	165412862	100.00	165412862	0	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	58218113	0	0.00	0	0	0.00	0.0000
PUBLIC - OTHERS	24577482	10482649	42.65	10482649	0	100.00	0.0000
TOTAL	249208457	175895511	70.58	175895511	0	100.00	0.0000

RESOLUTION - 8

PROMOTER / PUBLIC	NO.OF SHARES HELD	NO.OF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES - IN FAVOUR	NO.OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTERS	165412862	165412862	100.00	165412862	0	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	58218113	0	0.00	0	0	0.00	0.0000
PUBLIC - OTHERS	24577482	10482649	42.65	10482649	0	100.00	0.0000
TOTAL	249208457	175895511	70.58	175895511	0	100.00	0.0000

RESOLUTION - 9

PROMOTER / PUBLIC	NO.OF SHARES HOLD	NO.OF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES - IN FAVOUR	NO.OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTERS	165412862	165412862	100.00	165412862	0	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	59218113	0	0.00	0	0	0.00	0.0000
PUBLIC - OTHERS	24577482	10482649	42.65	10482649	0	100.00	0.0000
TOTAL	249208457	175895511	70.58	175895511	0	100.00	0.0000

RESOLUTION - 10

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PROMOTER / PUBLIC	NO.OF SHARES HELD	NO.OF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES - IN FAVOUR	NO.OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTERS	165412862	165412862	100.00	165412862	0	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	59218113	0	0.00	0	0	0.00	0.0000
PUBLIC - OTHERS	24577482	10482649	42.65	10482649	0	100.00	0.0000
TOTAL	249208457	175895511	70.58	175895511	0	100.00	0.0000

RESOLUTION - 11

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PROMOTER / PUBLIC	NO.OF SHARES HELD	NO.OF SHARES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO.OF VOTES - IN FAVOUR	NO.OF VOTES - AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
PROMOTERS	165412862	165412862	100.00	165412862	0	100.00	0.0000
PUBLIC - INSTITUTIONAL HOLDERS	59218113	0	0.00	0	0	0.00	0.0000
PUBLIC - OTHERS	24577482	10482649	42.65	10482649	0	100.00	0.0000
TOTAL	249208457	175895511	70.58	175895511	0	100.00	0.0000

For Shriram EPC Limited

K.SURESH

Vice President & Company Secretary

Consolidated Scrutinizer's Report

25th September, 2015

The Chairman

Messrs. Shriram EPC Limited

Sigappi Achi Building, 4th Floor

No.18/3 Rukmini Lakshmi Pathi 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 28th May, 2015, 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 for the period commencing from Monday, 21st September, 2015 to Wednesday, September 23rd, 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 Mini Hall, Sri 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.
3. 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 [CDSL].
5. The consolidated result (Remote E-voting and poll) of the said Resolutions are as under:

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





Item No. 1 - Adoption of Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st 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%

(ii) Votes against 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
0	0	1	1	1	0.000001%

(iii) Invalid Votes:

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
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.





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 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%

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

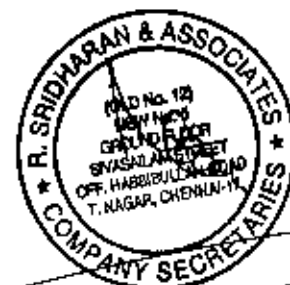
Number of members voted In Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
0	0	1	1	1	0.000001%

(iii) **Invalid** Votes:

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
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.





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	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	5	44	175895511	100%

(ii) Votes **against** 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
NIL	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/ 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:

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	5	44	175895511	100%

(ii) Votes **against** 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
NIL	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/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. 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:

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	5	44	175895511	100%

(ii) Votes **against** 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
NIL	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/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. 5 as set out in the Notice of the AGM is passed unanimously in favour of the Resolution.





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

(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	5	44	175895511	100%

(II) Votes **against** 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
NIL	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/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. 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	175895467	5	44	175895511	100%

(ii) Votes **against** 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
NIL	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/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. 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 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	5	44	175895511	100%

(ii) Votes **against** 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
NIL	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/ 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. 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:

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	5	44	175895511	100%

(ii) Votes **against** 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
NIL	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/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 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	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	5	44	175895511	100%

(ii) Votes **against** 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
NIL	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/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 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:

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	5	44	175895511	100%

(ii) Votes **against** 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
NIL	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/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 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



For Shriram EPC Limited

S. Sridharan

CHAIRMAN