

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

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

NSE Symbol SHRIRAMEPC

Scrip Code : 532945

Date: February 11, 2016

Sub: Regulation 44(3) of SEBI (LODR) Regulations, 2015 - Voting Results – Postal  
Ballot – Reg.

Please find enclosed herewith the Scrutinizer Report of the Postal Ballot results announced today pertaining to the Notice dated 11<sup>th</sup> January 2016 circulated to all the Shareholders.

The Members of the Company transacted the business as per the Postal Ballot Notice dated 11<sup>th</sup> January 2016 and the details of the Meeting are as follows:-

S.No.	Description	Details
1	Date of Deemed General Meeting	February 11, 2016
2	Cut-off Date	January 01, 2016
3	Total Number of Shareholders as of cutoff date	10400

The results of the Postal Ballot notice dated 11<sup>th</sup> January 2016 was declared at 11.00 a.m. today, Thursday the 11<sup>th</sup> February, 2016 at the Registered Office of the Company. We are also enclosing herewith the particulars of Voting Results as per Regulation 44(3) of SEBI (LODR) Regulations, 2015. (Physical & E-voting) is enclosed. The Voting was conducted by way of Physical / E-voting and all the THREE Resolutions placed before the Members have been passed with requisite majority.

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

Thanking you,

Yours faithfully  
For **Shriram EPC Limited**

  
**K. SURESH**  
Company Secretary

*Encl.: a.a.*

## 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 5678 Fax: +91 44 4901 5655

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

CIN: L74210TN2000PLC045167



11<sup>th</sup> February, 2016

**The Chairman**

**Messrs. Shriram EPC Limited**

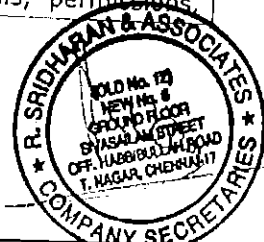
4<sup>th</sup> Floor, Slgappi Achi Building,  
18/3, Rukmini Lakshmi pathi Salai,  
Egmore, Chennai-600 008.

Dear Sir,

**Sub: Passing of Resolutions through Postal Ballot**

Pursuant to the resolutions passed by the Board of Directors of **M/s. Shriram EPC Limited** on 18<sup>th</sup> December, 2015, we have been appointed as Scrutinizer to receive, process and scrutinize the postal ballot papers and e-voting in respect of the following resolutions:

Reference to the Companies Act, 2013	Type and Description of the resolutions
Section 62(1)(c) and other applicable provisions, if any, of Companies Act, 2013	<p><b>Special Resolution</b></p> <p>"RESOLVED THAT pursuant to the provisions of Section 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the equity listing agreements entered into by the Company with BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE), together with the BSE, the Stock Exchanges, provisions of Chapter VII - Preferential Issue and other applicable provisions, if any, of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, from time to time (the ICDR Regulations), and subject to the applicable rules, notifications, guidelines and circulars issued by various authorities including but not limited to the Government of India, the Securities and Exchange Board of India (SEBI), the Reserve Bank of India (RBI) and any other competent authorities and subject to the approvals, permissions, sanctions and consents as may be necessary from any regulatory and other appropriate authorities (including but not limited to the SEBI, CDR EG, RBI, the Government of India, etc.), and all such other approvals (including approvals of the existing lenders of the Company, if required), and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions,</p>





sanctions and consents, which may be agreed to by the Board of Directors (hereinafter referred to as the Board, which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred hereunder or any person(s) authorized by the Board to exercise the powers conferred on the Board and in furtherance to the scheme of corporate debt restructuring (the CDR Package) by and between the Company and the lenders of the Company whose loans are restructured (the CDR Lenders) which has been approved by the Corporate Debt Restructuring Empowered Group (the CDR EG) on August 20, 2014, and communicated to the Company by the Corporate Debt Restructuring Cell (the CDR Cell) vide its letter of approval dated August 27, 2014 (CDR LOA) and any modifications to the terms thereof, as approved by the CDR Lenders and the Company, and in terms of the Master Restructuring Agreement dated 20th September 2014 (the MRA) executed by and between the Company and the CDR Lenders, the consent of the Company be and is hereby accorded to the Board to create, offer, issue and allot, in one or more tranches, upto 14,91,29,776 fully paid-up equity shares of the Company, having face value of Rs. 10/- (Rupees Ten Only) each, at a price of Rs. 32.98/- per equity share being the price calculated with reference to the "Relevant Date" i.e. August 20, 2014 for an amount not exceeding Rs.491.84 crores in consideration of the amounts outstanding from the Company to the CDR Lenders under the Working Capital Term Loan, subject to reconciliation and price certification by auditors the cut-off date i.e. from April 1, 2014 to March 31, 2016 on the Working Capital Term Loan, as and when the same accrues and is payable to the CDR Lenders as per the MRA and as and when approved by their individual sanctioning authority, by way of preferential allotment and in such manner and on such other terms and conditions, as the Board may, in its absolute discretion, think fit."

"RESOLVED FURTHER THAT in accordance with Regulation 71(a) of the ICDR Regulations, the "Relevant Date", for determining the price of the equity shares being allotted to the CDR Lenders, on a preferential basis, is August 20, 2014, being the date on which the CDR Package of the Company was approved by the CDR EG."

"RESOLVED FURTHER THAT the equity shares to be allotted in terms of this resolution within the period prescribed under the ICDR Regulations and shall be in dematerialized form, fully paid-up at the time of allotment and shall rank pari passu in all respects including as to dividend, with the existing equity shares of the Company and the same shall be subject to lock-in for such period that may be prescribed under the ICDR Regulations."

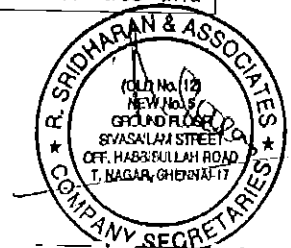
"RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board/Committee of the Board/be and is hereby authorized on behalf of the Company to take all actions and to do all such acts, deeds, matters and things (including sub-delegating its powers to Authorised





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	<p>Representatives) as it may, in its absolute discretion, deem necessary, proper or desirable for such purpose, including negotiating the price in the best interests of the Company, deciding/revising the dates of allotment, deciding and/or finalizing other terms of issue and allotment in consonance with the ICDR Regulations, listing of the equity shares to be issued and allotted, and to modify, accept and give effect to any modifications to the terms and conditions of the issue as may be required by the statutory, regulatory and other appropriate authorities including but not limited to the SEBI, CDR EG, RBI, the Government of India, etc., and all such other approvals (including approvals of the existing lenders of the Company, if required) and as may be agreed by the Board, and to settle all questions, difficulties or doubts that may arise in the proposed issue, pricing of the issue, issue and allotment of the equity shares arising there from, including utilization of issue proceeds and to execute all such deeds, documents, applications, offer letters, forms, writings, agreements, and to appoint such consultants, advisors and all such agencies as may be required, in connection with the proposed issue as the Board may, in its absolute discretion, deem necessary or desirable without being required to seek any further consent or approval of the shareholders or otherwise with the intent that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution."</p> <p>"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any other Committee of the Board to give effect to this resolution."</p> <p>RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved and confirmed in all respects."</p>
<p><b>Section 62 and other applicable provisions, if any, of Companies Act, 2013</b></p>	<p><b>Special Resolution</b></p> <p>"RESOLVED THAT pursuant to the provisions of Section 62 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the equity listing agreements entered into by the Company with BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE), together with the BSE, the Stock Exchanges, provisions of Chapter VII – Preferential Issue and other applicable provisions, if any, of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, from time to time (the ICDR Regulations), and subject to the provisions of the Foreign Exchange Management Act, 1999, the applicable rules, notifications, guidelines and circulars issued by various authorities including but not limited to the Government of India, the Securities and</p>



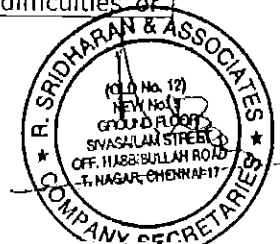


Exchange Board of India (SEBI), the Reserve Bank of India (RBI) and any other competent authorities and subject to the approvals, permissions, sanctions and consents as may be necessary from any regulatory and other appropriate authorities (including but not limited to the SEBI, RBI, the Government of India, etc.), and all such other approvals (including approvals of the existing lenders of the Company, if required), and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, sanctions and consents, which may be agreed to by the Board of Directors (hereinafter referred to as the Board, which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred hereunder or any person(s) authorized by the Board to exercise the powers conferred on the Board), the consent of the Company be and is hereby accorded to the Board to create, offer, issue and allot, in one or more tranches, upto 3,12,50,000 fully paid-up equity shares of the Company, having face value of Rs. 10/- each, at a minimum price of Rs. 32/- (including a premium of Rs. 22/-) per equity share or such other higher price as may be arrived at in accordance with Regulation 76 of the ICDR Regulations for an amount not exceeding Rs. 100 crores (Rupees Hundred Crores only), to SVL Limited, the promoter of the Company, by way of preferential allotment and in such manner and on such other terms and conditions, as the Board may, in its absolute discretion, think fit."

"RESOLVED FURTHER THAT the "Relevant Date" for the purpose of determining the issue price under ICDR Regulations for the Preferential Allotment shall be January 11, 2016 i.e. 30 days prior to the date of declaration of results of postal ballot.

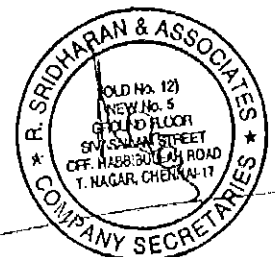
"RESOLVED FURTHER THAT the equity shares to be allotted in terms of this resolution within the period prescribed under the ICDR Regulations shall be in dematerialized form, fully paid-up at the time of allotment and shall rank pari passu in all respects including as to dividend, with the existing equity shares of the Company and the same shall be subject to lock-in for such period that may be prescribed under the ICDR Regulations."

"RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board/Committee of the Board be and is hereby authorized on behalf of the Company to take all actions and to do all such acts, deeds, matters and things (including sub-delegating its powers to Authorised Representatives) as it may, in its absolute discretion, deem necessary, proper or desirable for such purpose, including negotiating the price in the best interests of the Company, deciding/revising the dates of allotment, deciding and/or finalizing other terms of issue and allotment in consonance with the ICDR Regulations, listing of the equity shares to be issued and allotted, and to modify, accept and give effect to any modifications to the terms and conditions of the issue as may be required by the statutory, regulatory and other appropriate authorities including but not limited to the SEBI, RBI, the Government of India, etc., and all such other approvals (including approvals of the existing lenders of the Company if required) and as may be agreed by the Board, and to settle all questions, difficulties or





	<p>doubts that may arise in the proposed issue, pricing of the issue, issue and allotment of the equity shares arising there from, including utilization of issue proceeds and to execute all such deeds, documents, applications, offer letters, forms, writings, agreements, and to appoint such consultants, advisors and all such agencies as may be required, in connection with the proposed issue as the Board may, in its absolute discretion, deem necessary or desirable without being required to seek any further consent or approval of the shareholders or otherwise with the intent that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution."</p> <p>"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any other Committee of the Board to give effect to this resolution."</p> <p>RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved and confirmed in all respects."</p>
<p><b>Section 13 and other applicable provisions, if any, of the Companies Act, 2013</b></p>	<p><b>Special Resolution</b></p> <p>"RESOLVED THAT pursuant the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, Clause V of the Company's Memorandum of Association be and is hereby substituted with the following:</p> <p>"V. The Authorized Share Capital of the Company is Rs.550,00,00,000/- (Rupees Five Hundred and Fifty Crores Only) divided into 55,00,00,000 (Fifty five Crores) equity shares of Rs. 10/- (Rupees Ten Only) each aggregating to Rs. 550,00,00,000/- (Rupees Five Hundred and Fifty Crores Only) with power to increase or reduce the capital and to divide and subdivide the shares into several classes and to attach there to respectively such preferential qualified or special rights, privileges or conditions, as may be determined by or in accordance with the Articles of Association of the Company for the time being and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 2013 or as provided by the Articles of Association of the Company for the time being."</p> <p>"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the following officials of the Company, Mr. T Shivaraman, Managing Director &amp; CEO and Mr. K Suresh, Vice President &amp; Company Secretary be and are hereby severally authorised, on behalf of the Company, to do all such acts, deeds, matters and things as deemed necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form(s) with the Registrar of Companies, Tamilnadu, Chennai."</p>



We report that the Postal ballot notice dated **11<sup>th</sup> January, 2016** under Section 110 of the Companies Act, 2013, was issued individually to all the members and the notices were dispatched on **11<sup>th</sup> January, 2016**.

We report that as stated in the notice sent to the members, the Company had fixed **10<sup>th</sup> February, 2016** as the last date for receipt of Postal Ballots and E-Voting. As stated in Rule 22 of the Companies (Management and Administration) Rules, 2014 advertisements were published by the Company in "**BUSINESS LINE**" in English and "**MALAI TAMIZHAGAM**" in Tamil on **13<sup>th</sup> January, 2016** informing about the despatch of the Postal Ballot forms, E-Voting and other related matters mentioned therein. We report that we have received the Postal Ballot forms and E-Voting from the members during the period beginning on **12<sup>th</sup> January, 2016 at 10.00 am** and ending on **10<sup>th</sup> February, 2016 at 5.00 pm**.

All the Postal Ballot forms and E-Voting received upto the closure of working hours (05:00 p.m) on **10<sup>th</sup> February, 2016**, the last date fixed by the Company for receipt of the Postal Ballot forms and E-Voting, were considered for our scrutiny.

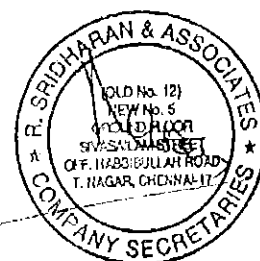
Envelopes containing Postal Ballot forms returned undelivered aggregating to 35 (Thirty five only). These envelopes were not opened and they are separately maintained.

During the course of scrutiny of Postal Ballot Forms we have not come across any mutilated Postal Ballot Forms.

We report that all the Postal Ballot forms and E-Voting were scrutinized and processed and a computer statement containing the Members Name, Address, Folio/Client ID Number, Postal Ballot Number, Number of Shares held, Number of Votes voted, Assented, Dissented and Rejected were generated.

We report that out of **10403** Members, we have received valid polled Ballot forms and E-Voting from **82** Members and the details of polling results are given below:

Receipt of Postal Ballot Forms and E-Voting	<b>12<sup>th</sup> January, 2016 to 10<sup>th</sup> February, 2016</b>		
Total No. of Members	<b>10403</b>		
Total No. of Shares	<b>282627386</b>		
Particulars	As per Postal Ballot	As per E-Voting	Total
Postal Ballot Forms Received	<b>72</b>	<b>13</b>	<b>85</b>
Less: Invalid Forms	<b>3</b>	<b>0</b>	<b>3</b>
<b>Net Valid Forms</b>	<b>69</b>	<b>13</b>	<b>82</b>



**ITEM NO.1 IN THE NOTICE OF POSTAL BALLOT**

**Special Resolution** pursuant to Section 62 (1) (c) and all other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder for Issue of equity shares on preferential basis in terms of ICDR Regulations on conversion of the Working Capital Term Loan (WCTL) to CDR Lenders in terms of the CDR Package.

**Summary of Postal Ballot**

Particulars	No. of Postal Ballot Forms	No. of shares (Postal Ballot votes)	No of E-Voting	No shares of (E-Voting)	Total No of Postal Ballot Forms and E-Voting	Total No. of shares (Votes)	% on Total Shares (Votes) Received
Assent	64	84871	12	175897604	76	175982475	99.9997%
Dissent	2	425	1	100	3	525	0.0003%
Total	66	85296	13	175897704	79	175983000	100%

**RESULT**

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the **Special Resolution** pursuant to Section 62 (1) (c) and all other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder with regard to Item No.1 as set out in the Notice of Postal Ballot is passed with requisite majority.

**ITEM NO.2 IN THE NOTICE OF POSTAL BALLOT**

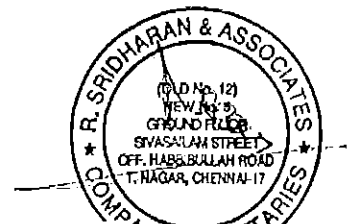
**Special Resolution** pursuant to Section 62 (1) (c) and all other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under for Issue of equity shares on preferential basis to SVL Limited, the promoter of the Company.

**Summary of Postal Ballot**

Particulars	No. of Postal Ballot Forms	No. of shares (Postal Ballot votes)	No of E-Voting	No shares of (E-Voting)	Total No of Postal Ballot Forms and E-Voting	Total No. of shares (Votes)	% on Total Shares (Votes) Received
Assent	63	84771	12	175897604	75	175982375	99.9996%
Dissent	3	525	1	100	4	625	0.0004%
Total	66	85296	13	175897704	79	175983000	100%

**RESULT**

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the **Special Resolution** pursuant to Section 62 (1) (c) and all other applicable provisions, if any, of the Companies Act, 2013 with regard to Item No.2 as set out in the Notice of Postal Ballot is passed with requisite majority.







**ITEM NO.3 IN THE NOTICE OF POSTAL BALLOT**

**Special Resolution** pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, for Amendment of Clause V of the Memorandum of Association of the Company.

**Summary of Postal Ballot**

Particulars	No. of Postal Ballot Forms	No. of shares (Postal Ballot votes)	No of E-Voting	No of shares (E-Voting)	Total No of Postal Ballot Forms and E-Voting	Total No. of shares (Votes)	% on Total Shares (Votes) Received
Assent	63	83368	13	175897704	76	175981072	99.9989%
Dissent	3	1928	0	0	3	1928	0.0011%
Total	66	85296	13	175897704	79	175983000	100%

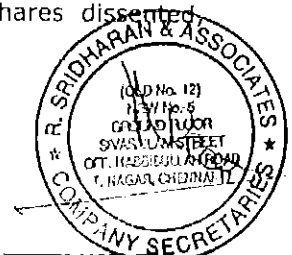
**RESULT**

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the **Special Resolution** pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, with regard to Item No.3 as set out in the Notice of Postal Ballot is passed with requisite majority.

The result of the resolutions passed through Postal Ballot pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 is annexed hereto.

We further report that as per the notice of Postal Ballot dated 11<sup>th</sup> January, 2016 approved by the Board of Directors on 18<sup>th</sup> December, 2015, Mr. T. Shivaraman - Managing Director & CEO or Mr. K. Suresh, Vice President & Company Secretary or any one of the Directors of the Company may declare and confirm the above results of voting by postal ballot and e-voting in respect of the resolutions referred to herein on Wednesday, the 11<sup>th</sup> February, 2016 at 11.00 a.m. at 4<sup>th</sup> Floor, Sigappi Achi Building, 18/3 Rukmini Lakshmi pathi Salai, Egmore, Chennai - 600 008. The results of the postal ballot will also be displayed at the registered office and posted on the Company's website - [www.shriramepc.com](http://www.shriramepc.com) besides communication to the Stock Exchanges where the Company's shares are listed.

We further report that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has generally complied with the applicable provisions of the Rules. We further report that as per the said Rules, the records maintained by us such as postal ballot papers including data relating to voting by electronic means, the computer register (to record the consent or otherwise received from the members, which includes all the particulars of the members such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented,






number of shares rejected), are in our safe custody which will be handed over to the Company Secretary after the Chairman of the meeting considers, approves and signs the minutes of the meeting.

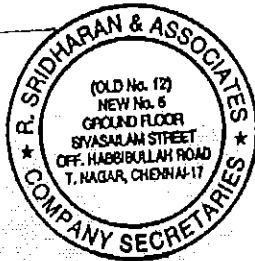
We thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Thanking You

Yours faithfully,

**For R. SRIDHARAN & ASSOCIATES**  
**COMPANY SECRETARIES**

  
**CS R. SRIDHARAN**  
**CP No. 3239**  
**FCS No. 4775**



Date of the Deemed Meeting (Postal Ballot)	11.02.2016	Engineering the future
Total number of shareholders on record date	10403	
No. of shareholders present in the meeting either in person or through proxy:		
Promoters and Promoter Group:		
Public:		NOT APPLICABLE
No. of shareholders attended the meeting through Video Conferencing		
Promoters and Promoter Group:		
Public:		NOT APPLICABLE

1. Pursuant to Section 62 (1) (c) and all other applicable provisions, If any, of the Companies Act, 2013, and the rules made thereunder for Issue of equity shares on preferential basis in terms of ICDR Regulations on conversion of the Working Capital Term Loan (WCTL) to CDR Lenders in terms of the CDR Package.

Resolution required (Ordinary / Special)		Special Resolution						
Whether Promoter/Promoter Group are Interested in the Resolution		No						
Category	Promoter / Public	No. of Shares held	No. of votes 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
Promoter and Promoter Group:	E-Voting	165,412,862	165,412,862	100	165,412,862	-	100.000	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	165,412,862	165,412,862	100	165,412,862	-	100.000	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	10,484,842	10,484,842	100	10,484,742	100	99.999	0.001
	Postal Ballot	85,296	85,296	100	84,871	425	99.502	0.498
	<b>Total</b>	10,570,138	10,570,138		10,569,613	525	99.995	0.005

2. Pursuant to Section 62 (1) (c) and all other applicable provisions, If any, of the Companies Act, 2013, and the rules made there under for Issue of equity shares on preferential basis to SVL Limited, the promoter of the Company

Resolution required (Ordinary / Special)		Special Resolution						
Whether Promoter/Promoter Group are		No						
Category	Promoter / Public	No. of Shares held	No. of votes 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
Promoter and Promoter Group:	E-Voting	165,412,862	165,412,862	100	165,412,862	-	100.000	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	165,412,862	165,412,862	100	165,412,862	-	100.000	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	10,484,842	10,484,842	100	10,484,742	100	99.999	0.001
	Postal Ballot	85,296	85,296	100	84,771	525	99.384	0.616
	<b>Total</b>	10,570,138	10,570,138		10,569,513	625	99.994	0.006

3. Pursuant to Section 13 and all other applicable provisions, If any, of the Companies Act, 2013, for Amendment of Clause V of the Memorandum of Association of the Company

Resolution required (Ordinary / Special)		Special Resolution						
Whether Promoter/Promoter Group are		No						
Category	Promoter / Public	No. of Shares held	No. of votes 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
Promoter and Promoter Group:	E-Voting	165,412,862	165,412,862	100	165,412,862	-	100.000	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	165,412,862	165,412,862	100	165,412,862	-	100.000	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	10,484,842	10,484,842	100	10,484,842	-	100.000	0.000
	Postal Ballot	85,296	85,296	100	83,368	1,928	97.740	2.260
	<b>Total</b>	10,570,138	10,570,138		10,568,210	1,928	99.982	0.018

For Shriram EPC Limited

  
K. SURESH  
Vice President & Company Secretary

**Shriram EPC Limited**

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