

Summary of proceedings of the 20th Annual General Meeting ('AGM/Meeting') of Shriram EPC Limited

The 20th AGM of the Members of Shriram EPC Limited ('Company') was held on Wednesday, September 23, 2020 at 10.00 a.m. (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM').

The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI'), in this regard, and other social distancing norms in view of the global outbreak of the COVID-19 pandemic.

Mr. K Suresh, Company Secretary & Compliance Officer, welcomed the Members to the Meeting and briefed them on certain points relating to their participation at the Meeting through audio visual means.

Mr. P D Karandikar, Chairman of the Board, chaired the Meeting. The Chairman welcomed the shareholders to the Meeting and on requisite quorum being present, called the Meeting to order.

All the Directors of the Company, other than Mr. S Bapu (absent due to indisposed) were present at the Meeting through VC from their respective locations. The Chairman welcomed the Directors and requested them to introduce themselves to the Members.

The Chairman informed the Members that the representatives of M/s MSKA & Associates, Chartered Accountants, Statutory Auditors, Mr. Rajib Lochan Sarangi, Company Secretary in Practice, Secretarial Auditor and Scrutinizer for the remote e-voting and the e-voting during the proceedings of the AGM, were also present at the Meeting through VC.

The Chairman then informed the Members that, the Company had taken the requisite steps to enable Members to participate and vote on the items being considered at this AGM. The details of authorized representations received from corporate shareholder was informed to the Members. Since there was no physical attendance of Members, and in compliance with the Circulars issued by the MCA and SEBI, Members were informed that the requirement of appointing proxies was not applicable. Further, it was informed to the Members that the Registers as required under the Companies Act, 2013 were available for inspection in electronic mode, should any Member request for the same.

With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the year ended March 31, 2020 were taken as read. For the Audit qualifications, the Company had presented their management comments, which forms a part of the Annual report 2020. There were no qualifications and observations by the Secretarial Auditors in their report for the financial year ended March 31, 2020, and the report of the Secretarial Auditors also forms a part of the Board's Report.

In terms of the Notice dated August 12, 2020 convening the 20th AGM of the Company, the following business were transacted at the Meeting through remote e-voting. All Resolutions were Ordinary Resolutions.

Item No. 1: ADOPTION OF ANNUAL ACCOUNTS FOR THE YEAR ENDED MARCH 31 2020 TOGETHER WITH REPORT OF DIRECTORS' AND AUDITORS' REPORT THEREON

Item No. 2: RE-APPOINTMENT OF MR. S BAPU AS DIRECTOR

Item No.3: RE-APPOINTMENT OF MR. AMJAT SHARIFF, AS DIRECTOR

Item No. 4: APPOINTMENT OF MR. PRABHAKAR KARANDIKAR, AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM UPTO THE 25th AGM OF THE COMPANY

Item No. 5: APPOINTMENT OF Ms. CHANDRA RAMESH, AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM UPTO THE 25th AGM OF THE COMPANY

Item No. 6: APPOINTMENT OF MR. G SUNDARESAN, CMA AS COST AUDITORS

Members present at the Meeting were given an opportunity to ask questions and seek clarification(s).

The Managing Director appropriately responded to the questions raised. Post the question and answer session, the Chairman authorized Mr. K Suresh to carry out the e-voting process and conclude the Meeting.

The Chairman further informed the Members that the consolidated voting results will be disseminated to the Stock Exchanges on which the Company's shares are listed and will also be made available on the website of the Company at www.shriramepc.com and the Central Depository Services Limited at www.evotingindia.com within 48 hours of the conclusion of the Meeting.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually... This is for your information and records.

Thanking you,

Yours faithfully
For Shriram EPC Limited



K.SURESH
Vice President & Company Secretary

ANNEXURE B

20th Annual General Meeting Voting Results Shriram EPC Limited

| | |
|--|--|
| Date of the Annual General Meeting | September 23, 2020 |
| Total number of Shareholders on record date (September 17, 2020) | 24170 |
| No. of Shareholders present in the meeting either in person or through proxy | |
| Promoter and Promoter Group | No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM |
| Public | |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoter and Promoter Group | 1 |
| Public | 34 |

For Shriram EPC Limited



K.SURESH

Vice President & Company Secretary

NAME OF THE COMPANY: SHE-SHIRAM EPC LIMITED

1 To receive, consider and adopt the Standalone and Consolidated Audited Financial

| Resolution Required:(Ordinary/Special) | | | | Ordinary Resolution | | | | |
|--|----------------|-------------------|--------------------|--|-----------------------|---------------------|--------------------------------------|-----------------------------------|
| Whether promoter/ promoter groups are interested in the agenda/resolution? | | | | | | | | |
| 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 POLLED | % OF VOTES AGAINST ON VOTE POLLED |
| | | (1) | (2) | (3)=(2/1)*100 | (4) | (5) | (6)=(4/2)*100 | (7)=(5/2)*100 |
| PROMOTER AND PROMOTER-GROUP | E-VOTING | 279391356 | 279391356 | 100 | 279391356 | 0 | 100 | 0 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 0 | 0 | 0 | 0 | 0 | 0 |
| | SUB TOTAL | | 279391356 | 100 | 279391356 | 0 | 100 | 0 |
| PUBLIC-INSTITUTIONS | E-VOTING | 637684347 | 124230155 | 19.48 | 124230155 | 0 | 100 | 0 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 0 | 0 | 0 | 0 | 0 | 0 |
| | SUB TOTAL | | 637684347 | 19.48 | 124230155 | 0 | 100 | 0 |
| PUBLIC-NON INSTITUTIONS | E-VOTING | 54453315 | 12918 | 0.02 | 12632 | 286 | 97.79 | 2.21 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 82057 | 0 | 82057 | 0 | 100 | 0 |
| | SUB TOTAL | | 54453315 | 0.17 | 94689 | 286 | 99.7 | 0.3 |
| GRAND TOTAL | | 971529018 | 403716486 | 41.55 | 403716200 | 286 | 100 | 0 |

2 Re-Appointment of Mr. S Babu (DIN: 02541697) as a Director

| Resolution Required:(Ordinary/Special) | | | | Ordinary Resolution | | | | |
|--|----------------|-------------------|--------------------|--|-----------------------|---------------------|--------------------------------------|-----------------------------------|
| Whether promoter/ promoter groups are interested in the agenda/resolution? | | | | | | | | |
| 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 POLLED | % OF VOTES AGAINST ON VOTE POLLED |
| | | (1) | (2) | (3)=(2/1)*100 | (4) | (5) | (6)=(4/2)*100 | (7)=(5/2)*100 |
| PROMOTER AND PROMOTER-GROUP | E-VOTING | 279391356 | 279391356 | 100 | 279391356 | 0 | 100 | 0 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 0 | 0 | 0 | 0 | 0 | 0 |
| | SUB TOTAL | | 279391356 | 100 | 279391356 | 0 | 100 | 0 |
| PUBLIC-INSTITUTIONS | E-VOTING | 637684347 | 124230155 | 19.48 | 124230155 | 0 | 100 | 0 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 0 | 0 | 0 | 0 | 0 | 0 |
| | SUB TOTAL | | 637684347 | 19.48 | 124230155 | 0 | 100 | 0 |
| PUBLIC-NON INSTITUTIONS | E-VOTING | 54453315 | 12918 | 0.02 | 12332 | 586 | 95.46 | 4.54 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 82057 | 0 | 82057 | 0 | 100 | 0 |
| | SUB TOTAL | | 54453315 | 0.17 | 94389 | 586 | 98.38 | 0.62 |
| GRAND TOTAL | | 971529018 | 403716486 | 41.55 | 403715900 | 586 | 100 | 0 |

3 Re-Appointment of Mr. M Amjat Shariff (DIN No 00009562) as a Director

| Resolution Required:(Ordinary/Special) | | | | Ordinary Resolution | | | | |
|--|----------------|-------------------|--------------------|--|-----------------------|---------------------|--------------------------------------|-----------------------------------|
| Whether promoter/ promoter groups are interested in the agenda/resolution? | | | | | | | | |
| 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 POLLED | % OF VOTES AGAINST ON VOTE POLLED |
| | | (1) | (2) | (3)=(2/1)*100 | (4) | (5) | (6)=(4/2)*100 | (7)=(5/2)*100 |
| PROMOTER AND PROMOTER-GROUP | E-VOTING | 279391356 | 279391356 | 100 | 279391356 | 0 | 100 | 0 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 0 | 0 | 0 | 0 | 0 | 0 |
| | SUB TOTAL | | 279391356 | 100 | 279391356 | 0 | 100 | 0 |
| PUBLIC-INSTITUTIONS | E-VOTING | 637684347 | 124230155 | 19.48 | 124230155 | 0 | 100 | 0 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 0 | 0 | 0 | 0 | 0 | 0 |
| | SUB TOTAL | | 637684347 | 19.48 | 124230155 | 0 | 100 | 0 |
| PUBLIC-NON INSTITUTIONS | E-VOTING | 54453315 | 12918 | 0.02 | 12332 | 586 | 95.46 | 4.54 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |

NAME OF THE COMPANY: SHE-SHRIRAM EPC LIMITED

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|-------------|--------------|-----------|-----------|-------|-----------|-----|-------|------|
| | VENUE-VOTING | | 82057 | 0 | 82057 | 0 | 100 | 0 |
| | SUB TOTAL | 54453315 | 94975 | 0.17 | 94389 | 586 | 99.38 | 0.62 |
| GRAND TOTAL | | 971529018 | 403716486 | 41.55 | 403715900 | 586 | 100 | 0 |

| 4. Appointment of Mr. P.D Karandikar (DIN: 02142050) as an Independent Director Resolution Required:(Ordinary/Special) | | | | Ordinary Resolution | | | | |
|---|----------------|-------------------|--------------------|--|-----------------------|---------------------|--------------------------------------|-----------------------------------|
| Whether promoter/ promoter groups are interested in the agenda/resolution? | | | | | | | | |
| 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 POLLED | % OF VOTES AGAINST ON VOTE POLLED |
| | | (1) | (2) | (3)=(2/1)*100 | (4) | (5) | (6)=(4/2)*100 | (7)=(5/2)*100 |
| PROMOTER AND PROMOTER-GROUP | E-VOTING | 279391356 | 279391356 | 100 | 279391356 | 0 | 100 | 0 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 0 | 0 | 0 | 0 | 0 | 0 |
| | SUB TOTAL | | 279391356 | 100 | 279391356 | 0 | 100 | 0 |
| PUBLIC-INSTITUTIONS | E-VOTING | 637684347 | 124230155 | 19.48 | 124230155 | 0 | 100 | 0 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 0 | 0 | 0 | 0 | 0 | 0 |
| | SUB TOTAL | | 637684347 | 19.48 | 124230155 | 0 | 100 | 0 |
| PUBLIC-NON INSTITUTIONS | E-VOTING | 54453315 | 12918 | 0.02 | 12332 | 586 | 95.46 | 4.54 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 82057 | 0 | 82057 | 0 | 100 | 0 |
| | SUB TOTAL | | 54453315 | 0.17 | 94389 | 586 | 99.38 | 0.62 |
| GRAND TOTAL | | 971529018 | 403716486 | 41.55 | 403715900 | 586 | 100 | 0 |

| 5. Appointment of Ms. Chandra Ramesh (DIN: 00938694) as an Independent Director Resolution Required:(Ordinary/Special) | | | | Ordinary Resolution | | | | |
|---|----------------|-------------------|--------------------|--|-----------------------|---------------------|--------------------------------------|-----------------------------------|
| Whether promoter/ promoter groups are interested in the agenda/resolution? | | | | | | | | |
| 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 POLLED | % OF VOTES AGAINST ON VOTE POLLED |
| | | (1) | (2) | (3)=(2/1)*100 | (4) | (5) | (6)=(4/2)*100 | (7)=(5/2)*100 |
| PROMOTER AND PROMOTER-GROUP | E-VOTING | 279391356 | 279391356 | 100 | 279391356 | 0 | 100 | 0 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 0 | 0 | 0 | 0 | 0 | 0 |
| | SUB TOTAL | | 279391356 | 100 | 279391356 | 0 | 100 | 0 |
| PUBLIC-INSTITUTIONS | E-VOTING | 637684347 | 124230155 | 19.48 | 124230155 | 0 | 100 | 0 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 0 | 0 | 0 | 0 | 0 | 0 |
| | SUB TOTAL | | 637684347 | 19.48 | 124230155 | 0 | 100 | 0 |
| PUBLIC-NON INSTITUTIONS | E-VOTING | 54453315 | 12918 | 0.02 | 12332 | 586 | 95.46 | 4.54 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 82057 | 0 | 82057 | 0 | 100 | 0 |
| | SUB TOTAL | | 54453315 | 0.17 | 94389 | 586 | 99.38 | 0.62 |
| GRAND TOTAL | | 971529018 | 403716486 | 41.55 | 403715900 | 586 | 100 | 0 |

| 6. To consider and if thought fit, to pass with or without modification(s), the following Resolution Required:(Ordinary/Special) | | | | Ordinary Resolution | | | | |
|---|----------------|-------------------|--------------------|--|-----------------------|---------------------|--------------------------------------|-----------------------------------|
| Whether promoter/ promoter groups are interested in the agenda/resolution? | | | | | | | | |
| 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 POLLED | % OF VOTES AGAINST ON VOTE POLLED |
| | | (1) | (2) | (3)=(2/1)*100 | (4) | (5) | (6)=(4/2)*100 | (7)=(5/2)*100 |
| PROMOTER AND PROMOTER-GROUP | E-VOTING | 279391356 | 279391356 | 100 | 279391356 | 0 | 100 | 0 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 0 | 0 | 0 | 0 | 0 | 0 |
| | SUB TOTAL | | 279391356 | 100 | 279391356 | 0 | 100 | 0 |
| PUBLIC-INSTITUTIONS | E-VOTING | 637684347 | 124230155 | 19.48 | 124230155 | 0 | 100 | 0 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 0 | 0 | 0 | 0 | 0 | 0 |
| | SUB TOTAL | | 637684347 | 19.48 | 124230155 | 0 | 100 | 0 |

NAME OF THE COMPANY: SHE-SHRIRAM EPC LIMITED

| | | | | | | | | |
|-------------------------|---------------|----------|-----------|-------|-----------|-----|-------|------|
| PUBLIC-NON INSTITUTIONS | E-VOTING | 54453315 | 12918 | 0.02 | 12332 | 586 | 95.46 | 4.54 |
| | POLL | | 0 | 0 | 0 | 0 | 0 | 0 |
| | POSTAL BALLOT | | 0 | 0 | 0 | 0 | 0 | 0 |
| | VENUE-VOTING | | 82057 | 0 | 82057 | 0 | 100 | 0 |
| | SUB TOTAL | | 54453315 | 0.17 | 94389 | 586 | 99.38 | 0.62 |
| GRAND TOTAL | | | 971529018 | 41.55 | 403715900 | 586 | 100 | 0 |


K.SURESH
VICE PRESIDENT
COMPANY SECRETARY