

**Samriddhi**



**A Mahindra Group Company**

**EPC Industrié Limited**

(A Mahindra Group Company)

Plot No. H - 109, MIDC, Ambad,  
Nashik 422 010, Maharashtra, India.  
Tel. +91 253 2381081 / 82, 6642000

Fax +91 253 2382975

E-mail : info@epcind.com

CIN No. : L25200MH1981PLC025731

Website : www.epcmahindra.com

February 9, 2019

The Secretary,  
BSE Limited  
Corporate Relationship Department  
Phiroze Jeejeebhoy Towers,  
Dalal Street, MUMBAI - 400 001

**Scrip Code : 523754**

**Sub : Sub: Result of Postal Ballot Process and e-Voting - Section 110 of the Companies Act, 2013 read with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir,

Pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company had conducted the process of Postal Ballot for seeking the approval of the Shareholders for - a) Change of name of the Company to Mahindra EPC Irrigation Limited, b) amendment to Memorandum and Articles of Association and c) continuation of current term of Mr. Vinayak Patil as Independent Director passed through Special Resolutions.

Further, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting the results of the voting by Postal Ballot (including e-voting).

We are also enclosing Scrutinizer's Report dated February 8, 2019 for your record.

The said Postal Ballot result is being displayed at the Registered Office of the Company.

The said result will also be uploaded on the website of the Company - www.epcmahindra.com and on the website of Karvy Fintech Private Limited - www.evoting.karvy.com

This is for your information and records.

Thanking you,

Very truly yours,  
**For EPC Industrié Limited**

**Ratnakar Nawghare**  
Company Secretary



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**EPC INDUSTRIE LIMITED**

<b>A. DETAILS OF THE VOTING RESULTS BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF SEBI (LODR) REGULATION, 2015.</b>		
<b>Sr. No</b>	<b>Particulars</b>	<b>Details</b>
1.	Date of Notice of Postal Ballot	December 22, 2018
2.	No of Shareholders as on Record Date	21,001 as on Cut-off Date i.e. January 5, 2019
3.	Special Resolutions	a) Change in name of the Company to Mahindra EPC Irrigation Limited b) Amendment to Memorandum and Articles of Association c) Continuation of current term of Mr. Vinayak Patil as Independent Director
4.	Mode of Voting	Through Physical Postal Ballot Form and e-voting process

<b>B. RESULTS OF THE VOTING.</b>				
<b>Sr. No.</b>	<b>Agenda</b>	<b>Resolution Required</b>	<b>Mode of Voting</b>	<b>Remarks</b>
1.	Change in name of the Company to Mahindra EPC Irrigation Limited	Special	Through Physical Postal Ballot Form and e-voting process	Passed with requisite majority.
2.	Amendment to Memorandum and Articles of Association	Special	Through Physical Postal Ballot Form and e-voting process	Passed with requisite majority.
3.	Continuation of current term of Mr. Vinayak Patil as Independent Director	Special	Through Physical Postal Ballot Form and e-voting process	Passed with requisite majority.



## C. RESOLUTION WISE DETAILS OF VOTING RESULTS

### EPC INDUSTRIE LIMITED

Resolut on required: (Ordinary/ Special)	SPECIAL						
Whether promoter/ promoter group are interested in the	No						
<b>Resolution No. 1- Resolution for change in the name of the Company to Mahindra EPC Irrigation Limited.</b>							
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – In favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	15144433	15144433	100.00	15144433	0	100.00	0.00
		0	0.00	00	0	0.00	0.00
		0	0.00	00	0	0.00	0.00
Public- Institutions	200200	0	0.00	00	0	0.00	0.00
		0	0.00	00	0	0.00	0.00
		0	0.00	00	0	0.00	0.00
Public- Non Institutions	12401188	138943	1.12	138873	70	99.95	0.05
		0	0.00	00	0	0.00	0.00
		3300	0.03	3300	0	100.00	0.00
	27745821	15286676	55.095	15286606	70	100.000	0.000



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Resolution required: (Ordinary/	SPECIAL						
Whether promoter/ promoter group are interested in the	No						
<b>Resolution No. 2 - Resolution to alter/ amend the Memorandum of Association.</b>							
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/ (1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	15144433	15144433	100.00	15144433	0	100.00	0.00
		0	0.00	00	0	0.00	0.00
		0	0.00	00	0	0.00	0.00
Public- Institutions	200200	0	0.00	00	0	0.00	0.00
		0	0.00	00	0	0.00	0.00
		0	0.00	00	0	0.00	0.00
Public- Non Institutions	12401188	138943	1.12	138873	70	99.95	0.05
		0	0.00	00	0	0.00	0.00
		2300	0.02	2300	0	100.00	0.00
	27745821	15285676	55.092	15285606	70	100.000	0.000



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Resolution required: (Ordinary/	SPECIAL						
Whether promoter/ promoter group are interested in the	No						
<b>Resolution No. 3 - Resolution to approve for continuation of current term of Mr. Vinayak Patil, Independent Director.</b>							
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	15144433	15144433	100.00	15144433	0	100.00	0.00
		0	0.00	00	0	0.00	0.00
		0	0.00	00	0	0.00	0.00
Public- Institutions	200200	0	0.00	00	0	0.00	0.00
		0	0.00	00	0	0.00	0.00
		0	0.00	00	0	0.00	0.00
Public- Non Institutions	12401188	138909	1.12	137539	1370	99.01	0.99
		0	0.00	00	0	0.00	0.00
		2300	0.02	2300	0	100.00	0.00
	27745821	15285642	55.092	15284272	1370	99.991	0.009



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**Sujata R. Rajebahadur**

B.Com., F.C.S.

Company Secretary

'Gokul', 199, M.G.Road,

Near Samarth Sahakari Bank, Nashik - 422 001

Phone: (0253) 2502561 Cell: 9922420220.

E-mail: [cssujata.rajebahadur@gmail.com](mailto:cssujata.rajebahadur@gmail.com)

To,  
The Chairman,  
**EPC Industrie' Limited**  
Reg. Office: Plot No. H-109, MIDC, Ambad,  
Nashik-422 010

Date: 08/02/2019

Sub. : Results of voting by Postal Ballot - e-voting and physical voting.

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of Special Resolutions for approvals as follows:

1. To change the name of the Company from EPC Industrie Limited to 'Mahindra EPC Irrigation Limited' and consequent amendment to Memorandum of Association and Articles of Association of the Company.
2. To alter/ amend the Memorandum of Association.
3. To approve the continuation of current term of Mr. Vinayak Patil, Independent Director.

I now enclose my report to the Chairman of the Company on the results of the postal ballots received from shareholders in physical mode and voting done through electronic mode.

Thanking you,  
Yours faithfully,

*Sujata Rajebahadur*

**CS Sujata Rajesh Rajebahadur**  
**Practicing Company Secretary**  
**FCS 5728 / C.P. no. 4241**

Date: 8 February 2019

Place: Nashik



Encl: As above



**Sujata R. Rajebahadur**  
B.Com., F.C.S.  
Company Secretary  
'Gokul', 199, M.G.Road,  
Near Samarth Sahakari Bank, Nashik - 422 001  
Phone: (0253) 2502561 Cell: 9922420220.  
E-mail: [cssujata.rajebahadur@gmail.com](mailto:cssujata.rajebahadur@gmail.com)

To,  
The Chairman,  
**EPC Industrie' Limited**  
Reg. Office: Plot No. H-109, MIDC, Ambad,  
Nashik-422 010

Date: 08/02/2019

### Report of Scrutinizer

Dear Sir,

I Sujata Rajesh Rajebahadur, Company Secretary, have been appointed by the Board of Directors of EPC Industrie' Limited (the Company) as scrutinizer to conduct the postal ballot process in respect of Special Resolutions for:

- (i) Approval for change in the name of the Company from EPC Industrie' Limited to 'Mahindra EPC Irrigation Limited' and consequent amendment to Memorandum of Association and Articles of Association of the Company;
- (ii) Alteration / amendment of the Memorandum of Association;
- (iii) Approval for continuation of current term of Mr. Vinayak Patil, Independent Director, pursuant to the Notice dated 22<sup>nd</sup> December, 2018, issued under Section 110 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration), Rules, 2014, as amended from time to time.

The management of the Company is responsible to ensure the compliance with requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolution contained in the Notice. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a scrutinizer's report of the votes cast "in favour" "against" or remain "abstain/invalid", if any on the resolutions stated above, based on the reports generated from the e-voting system provided by Karvy Fintech Private Limited (hereinafter called Karvy) the authorized agency to provide remote e-voting facility, engaged by the Company.

1. The e-voting period commenced on Thursday, January 10, 2019 (10:00 a.m. onwards) till Friday, February 8, 2019 (up to 5:00 pm) on <https://evoting.karvy.com>
2. The shareholders holding shares as on the "cut-off" i.e. Friday, January 4, 2019 were entitled to vote on the proposed resolutions stated in Postal Ballot Notice of the Company.
3. The votes were unblocked on Friday, February 8, 2019 at 05.30 p.m.





**Sujata R. Rajebahadur**  
B.Com., F.C.S.

Company Secretary  
'Gokul', 199, M.G.Road,  
Near Samarth Sahakari Bank, Nashik - 422 001  
Phone: (0253) 2502561 Cell: 9922420220.  
E-mail: [cssujata.rajebahadur@gmail.com](mailto:cssujata.rajebahadur@gmail.com)

4. The votes cast through physical postal ballot forms received up Friday, February 8, 2019 upto 05:00 p.m. (IS1) were also considered.
5. The details containing *inter alia*, list of the equity shareholders, who voted "for", "against" or "abstain" on each of the resolutions that were put to vote, were generated from e-voting website of Karvy Fintech Private Limited.
6. Based on the aforesaid, the consolidated results of the postal ballot process, by electronic as well as physical ballot are as under:

**(a) Resolution: Item No. 1**

**Change in the name of the Company from EPC Industrié Limited to 'Mahindra EPC Irrigation Limited' and consequent amendment to Memorandum of Association and Articles of Association of the Company.**

	Remote E-voting		Voting through Polling paper		Consolidated		
	Number of members who voted	Number of Shares for which votes cast	Number of members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	46	1,52,83,306	3	3300	49	1,52,86,606	99.9995%
Voted against the resolution	2	70	0	0	2	70	0.0005%
Invalid votes	0	0	0	0	0	0	0%







Sujata R. Rajebahadur  
B.Com., F.C.S.

Company Secretary

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E-mail: [cssujata.rajebahadur@gmail.com](mailto:cssujata.rajebahadur@gmail.com)

**(b) Resolution: Item No. 2**

**Alter/ amend the Memorandum of Association.**

	Remote E-voting		Voting through Polling paper		Consolidated		
	Number of members who voted	Number of Shares for which votes cast	Number of members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	46	1,52,83,306	2	2300	46	1,52,85,606	99.9995%
Voted against the resolution	2	70	0	0	2	70	0.0005%
Invalid votes	0	0	0	0	0	0	0%



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**Sujata R. Rajebahadur**  
B.Com., F.C.S.

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E-mail: [cssujata.rajebahadur@gmail.com](mailto:cssujata.rajebahadur@gmail.com)

**(c) Resolution: Item No. 3**

**Approval for continuation of current term of Mr. Vinayak Patil, Independent Director.**

	Remote E-voting		Voting through Polling paper		Consolidated		
	Number of members who voted	Number of Shares for which votes cast	Number of members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
<b>Voted in favour of the resolution</b>	44	1,52,81,972	2	2300	46	1,52,84,272	99.9910
<b>Voted against the resolution</b>	3	1370	0	0	3	1370	0.0090%
<b>Invalid votes</b>	0	0	0	0	0	0	0%



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**Sujata R. Rajebahadur**

B.Com., F.C.S.

Company Secretary

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*(Enumerate depending on the number of resolutions for which poll is taken)*

6. A list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,

*Sujata Rajebahadur*

**CS Sujata Rajesh Rajebahadur**

**Practicing Company Secretary**

**FCS 5728 / C.P. no. 4241**

Date: 8 February 2019

Place: Nashik



We are undersigned witnesses that the votes were unblocked from e-voting website of Karvy Fintech Private Limited in our presence at Nashik on 8 February 2019.

*Ketaki S. Bhadkamkar*

Witness 1:

Name: *Ketaki S. Bhadkamkar*  
*Nashik*

*Shreyas Rajebahadur*

Witness 2:

Name: *Shreyas Rajebahadur*  
*Nashik*

*11/11*