

**Gist of the proceedings of the Annual General Meeting of EPC Industrié Limited held on July 31, 2015**

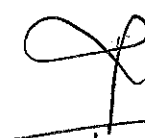
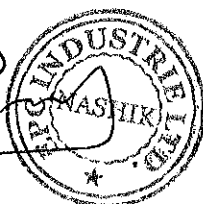
The 33<sup>rd</sup> Annual General Meeting of the Members of the Company was held on July 31, 2015 at 2.30 p.m. at registered office of the company at Plot No. H-109, MIDC, Ambad, Nashik - 422 010.

Mr. Ashok Sharma - Executive Director presided the Meeting. M/s. S. Durgashankar, Vinayak Patil, Nikhilesh Panchal & Anand Daga, Independent Directors and Mr. Sanjeev Mohoni Chief Executive Officer of the Company, were also present at the meeting.

The requisite quorum was present at the meeting as per the records of attendance.

The Chairman gave an overview of the financial performance of the Company for the financial year ended March 31, 2015 and its future outlook. The printed copy of Chairman's Statement was also circulated to the Members attending the Meeting.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting commenced at 09.00 a.m. on July 28, 2015 and ended at 5:00 p.m. on July 30, 2015. Mr. Sachin Bhagwat, Practicing Company Secretary, Pune was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process.


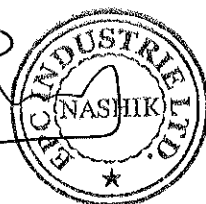
The Chairman informed the Members that the Company has arranged for a poll on all the 7 resolutions to be passed at the Meeting. Thereafter, all the 7 resolutions were proposed and seconded by Members. On the invitation of the Chairman, several Members addressed the Meeting, given their suggestions and raised queries which were satisfactorily replied by the Chairman.

Thereafter, the Chairman ordered for a poll to be taken at the meeting electronically and Mr. Sachin Bhagwat, Practicing Company Secretary Pune and Scrutinizer overviewed the poll process and an orderly conduct of the voting. The Members were informed that the result of e-voting and the poll will be announced in due course.

The resolutions passed by the Members, briefly, related to:

**ORDINARY BUSINESSES:**

1. Adoption of Audited Financial Statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon; (Ordinary Resolution)
2. Re-appointment of Mr. S. Durgashankar who retires by rotation. (Ordinary Resolution)
3. Appointment of Deloitte Haskins & Sells, as the Statutory Auditors of the Company and fixing their remuneration. (Ordinary Resolution)

**SPECIAL BUSINESSES:**

4. Alteration of Articles of Association pursuant to the provisions of Section 14 and other relevant provisions, if any, of the Companies Act, 2013. (Special Resolution)
5. Commission to Independent Non-Executive Directors of the Company. (Special Resolution)
6. Appointment of Ms. Sangeeta Prasad as Non-Executive Director of the Company. (Ordinary Resolution)
7. Approval of the Remuneration of the Cost Auditors for the Financial Year 2015-16 (Ordinary Resolution)

The meeting was concluded with a vote of thanks to the Chair.

The poll results were notified to the Stock Exchanges in the format prescribed under Clause 35A of the Listing Agreement and the details of the said results were also uploaded on the Company's website.

**For EPC INDUSTRIE LIMITED**

**Ratnakar Nawghare**  
Company Secretary

