



# ZENITH FIBRES LIMITED

ISO 9001:2015  
COMPANY

103 "Synergy House", Subhanpura Road, Vadodara - 390 023, Gujarat, (India) CIN : L17120MH1989PLC054580  
Tele No. : +91-265-228-3744 Tele/Fax : +91-265-228-3743 E-mail : baroda@zenithfibres.com URL : www.zenithfibres.com

12th June, 2019

To  
The Manager,  
BSE Limited,  
Corporate Relations Dept.,  
Dalal Street,  
Mumbai 400 001.

**Scrip Code:** 514266

**Sub:** Result of Postal Ballot and E-voting Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Kindly find enclosed the following:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated 12th June, 2019.

Based on the Scrutinizer's Report, we wish to inform you that the special resolutions mentioned in the said Postal Ballot Notice have been passed by the Members of the Company with requisite majority on 10th June, 2019 i.e. the last date of receipt of Postal Ballot Forms and E-voting. The result along with Scrutinizer's Report is also available on the Company.

Kindly take the above on record.

Thanking you,

Regards

**For Zenith Fibres Limited**

Siddhi Shah  
Company Secretary



**Regd. Office :** 205, Marol Co-Op.Ind. Estate Ltd., M.V.Road, Andheri (E), Mumbai - 400059, Maharashtra, (India)  
Phone : +91-22-28599428, Telefax : +91-22-28599429 E-mail:mumbai@zenithfibres.com

**Plant :** Block 458, P.O. Tundav, Taluka : Savli, District : Vadodara - 391775, Gujarat, (India)  
Mobile : +91-8780601186, +91-8780601179 E-mail : plant@zenithfibres.com

Name of the Company :

ZENITH FIBRES LIMITED

Date of the AGM/EGM	NA
Total number of shareholders on record date	3966
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	NA
No. of shareholders present in the meeting through Video Conferencing Promoters and Promoter Group Public	NA

## Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution required : (Special)			Resolution No.1 - Re-appoint Mr. Amitabha J. Ghosh as an Independent Non-Executive Director for second term of Five years					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	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	E-Voting	2223106	168700	7.59	168700	0	100.00	0.00
	Poll			0.00			0.00	0.00
Promoter Group	Postal Ballot (if applicable)	2223106	1646466	74.06	1646466	0	100.00	0.00
	Total		1815166	81.65	1815166	0	100.00	0.00
Public- Institutions	E-Voting	7600	0	0.00	0	0	0.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	2191640	2115	0.10	2114	1	99.95	0.05
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)		48133	2.20	48133		100.00	0.00
	Total		50248	2.29	50247	1	100.00	0.00
Total		4422346	1865414	42.18	1865413	1	100.00	0.00





**Agenda-wise disclosure (to be disclosed separately for each agenda item)**

Resolution No.2 - Re-appoint Mr. Mukund B. Beriwalla as an Independent Non-Executive Director for								
Resolution required : (Special)								
Category	Mode of Voting	No. of shares held	No. of votes polled	% 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	E-Voting	2223106	168700	7.59	168700	0	100.00	0.00
	Poll			0.00			0.00	0.00
Public- Institutions	Postal Ballot (if applicable)	2223106	1646466	74.06	1646466	0	100.00	0.00
	Total	7600	1815166	81.65	1815166	0	100.00	0.00
Public- Non Institutions	E-Voting	7600	0	0.00	0	0	0.00	0.00
	Poll			0.00			0.00	0.00
Total	Postal Ballot (if applicable)	7600	0	0.00	0	0	0.00	0.00
	Total	2191640	2115	0.10	2114	1	99.95	0.05
Total	E-Voting	2191640	48133	2.20	48133	1	100.00	0.00
	Poll		50248	2.29	50247	1	100.00	0.00
Total	Postal Ballot (if applicable)	4422346	1865414	42.18	1865413	1	100.00	0.00

**Agenda-wise disclosure (to be disclosed separately for each agenda item)**

Resolution No.3 - Amend the Main Object Clause of the Memorandum of Association of the Company								
Resolution required : (Special)								
Category	Mode of Voting	No. of shares held	No. of votes polled	% 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	E-Voting	2223106	168700	7.59	168700	0	100.00	0.00
	Poll			0.00			0.00	0.00
Public- Institutions	Postal Ballot (if applicable)	2223106	1646466	74.06	1646466	0	100.00	0.00
	Total	7600	1815166	81.65	1815166	0	100.00	0.00
Total	E-Voting	7600	0	0.00	0	0	0.00	0.00
	Poll			0.00			0.00	0.00
Total	Postal Ballot (if applicable)	7600	0	0.00	0	0	0.00	0.00

Public- Non Institutions	E-Voting	2191640	2115	0.10	2114	1	99.95	0.05
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)		48133	2.20	48133		100.00	0.00
	Total	2191640	50248	2.29	50247	1	100.00	0.00
Total		4422346	1865414	42.18	1865413	1	100.00	0.00

**Agenda-wise disclosure (to be disclosed separately for each agenda item)**

Resolution required :(Special)		Resolution No.4 - To alter/substitute the Article of Association of the Company						
Whether promoter/ promoter group are interested in the								
Category	Mode of Voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2223106	168700	7.59	168700	0	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)		1646466	74.06	1646466		100.00	0.00
	Total	2223106	1815166	81.65	1815166	0	100.00	0.00
Public- Institutions	E-Voting	7600	0	0.00	0	0	0.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	7600	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	2191640	2115	0.10	2114	1	99.95	0.05
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)		48133	2.20	48133	0	100.00	0.00
	Total	2191640	50248	2.29	50247	1	100.00	0.00
Total		4422346	1865414	42.18	1865413	1	100.00	0.00

For Zenith Fibres Limited



Siddhi Shah  
Company Secretary





# UPENDRA SHUKLA

B. Com., F. C. S.

Company Secretary

504, Navkar,  
Nandapatkar Road,  
Vile Parle East, Mumbai - 400 057.  
Resi : 2611 8257  
Mob.: 98211 25846  
E-mail : ucshukla@rediffmail.com

12<sup>th</sup> June, 2019

The Chairman,  
Zenith Fibres Limited  
205, Marol Bhavan, Sir M. V. Road,  
J. B. Nagar Post, Andheri (East),  
Mumbai 400059  
Maharashtra

Dear Sir,

**Sub: Report on passing of Special Resolutions by Postal Ballot**

I am appointed as a Scrutinizer by Zenith Fibres Limited (hereinafter referred to as "the Company") for conducting the process of postal ballot in a fair and transparent manner for passing resolutions as per **Annexure-1** to this report as contemplated under Section 110 of the Companies Act, 2013 (hereinafter referred to as the 'Act') read with the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the 'Rules').

The Company dispatched Ballot papers along with notice pursuant to Section 110 of the Act along with draft of Resolution and explanatory statement as required under Section 102 of the Act to those members of the Company, whose names appeared in the Register of Members / records of Depositories CDSL/NSDL as on 12/04/2019.

The Company has appointed CDSL to conduct e-voting by the shareholders through their online e-voting system. Postal Ballot papers were also emailed to those Shareholders holding valid email-Ids. The mails were Password Protected as per STQC norms. Other than this, in respect of Shareholders, who have not provided their email-Ids and also Shareholders holding shares in physical form, passwords were sent physically for facilitating e-voting. The procedure for e-voting was fully covered in the communication to Shareholders.

Accordingly, I had undertaken the assignment of scrutinizing the entire records and now, I hereby report as under:

- |    |   |   |                        |
|----|---|---|------------------------|
| 1) | (a) Number of ballot paper posted on 09/05/2019 (physical)  | : | 2447                   |
|    | (b) Number of ballot papers e-mailed on 09/05/2019  | : | 1824                   |
|    | (c) Number of ballot papers returned undelivered by Post  | : | Nil                    |
|    | (d) Number of e-mails bounced/undelivered as per Universal email<br>(E-mails were re-sent and also physical postal ballot papers were sent by post) | : | 216                    |
| 2) | Date of commencement of voting cycle  | : | 11/05/2019 (9:00 a.m.) |
| 3) | Last date fixed for receiving ballot papers, duly completed   | : | 10/06/2019 (5:00 p.m.) |
| 4) | Last date fixed for voting through e-voting   | : | 10/06/2019 (5:00 p.m.) |

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5)	(a) Number of response received (Physical)	:	18
	(b) Number of response received (e-voting)	:	17
	<b>Total</b>	:	<b>35</b>
6)	(a) Number of valid ballot papers received (Physical)	:	16
7)	(a) Number of invalid ballot papers received (physical)	:	2
	(b) Number of invalid e-voting	:	0
8)	<b>Resolution 1 (Special Resolution):</b>		
	(a) Number of votes cast "For the Resolution (physical)"	:	16,94,599 (16 Ballots)
	(b) Number of votes cast "For the Resolution (e-voting)"	:	1,70,814 (16 cases)
	<b>Total Number of votes cast for the Resolution</b>	:	<b>18,65,413 (100%)</b>
	(a) Number of votes cast "Against the Resolution (physical)"	:	Nil
	(b) Number of votes cast "Against the Resolution (e-voting)"	:	1 (1 case)
	<b>Total Number of votes cast against the Resolution</b>	:	<b>1 (Negligible)</b>
9)	<b>Resolution 2 (Special Resolution):</b>		
	(a) Number of votes cast "For the Resolution (physical)"	:	16,94,599 (16 Ballots)
	(b) Number of votes cast "For the Resolution (e-voting)"	:	1,70,814 (16 cases)
	<b>Total Number of votes cast for the Resolution</b>	:	<b>18,65,413 (100%)</b>
	(a) Number of votes cast "Against the Resolution (physical)"	:	Nil
	(b) Number of votes cast "Against the Resolution (e-voting)"	:	1 (1 case)
	<b>Total Number of votes cast against the Resolution</b>	:	<b>1 (Negligible)</b>
10)	<b>Resolution 3 (Special Resolution):</b>		
	(a) Number of votes cast "For the Resolution (physical)"	:	16,94,599 (16 Ballots)
	(b) Number of votes cast "For the Resolution (e-voting)"	:	1,70,814 (16 cases)
	<b>Total Number of votes cast for the Resolution</b>	:	<b>18,65,413 (100%)</b>
	(a) Number of votes cast "Against the Resolution (physical)"	:	Nil
	(b) Number of votes cast "Against the Resolution (e-voting)"	:	1 (1 case)
	<b>Total Number of votes cast against the Resolution</b>	:	<b>1 (Negligible)</b>



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- 11) **Resolution 4 (Special Resolution):**
- |  |   |                         |
|--|---|-------------------------|
| (a) Number of votes cast "For the Resolution (physical)"     | : | 16,94,599 (16 Ballots)  |
| (b) Number of votes cast "For the Resolution (e-voting)"     | : | 1,70,814 (16 cases)     |
| <b>Total Number of votes cast for the Resolution</b>         | : | <b>18,65,413 (100%)</b> |
| (a) Number of votes cast "Against the Resolution (physical)" | : | Nil                     |
| (b) Number of votes cast "Against the Resolution (e-voting)" | : | 1 (1 case)              |
| <b>Total Number of votes cast against the Resolution</b>     | : | <b>1 (Negligible)</b>   |
- 12) Number of invalid votes : 1,66,701 (2 ballots)

Ballot forms received after the prescribed last date were not considered.

A summarized statement showing the details of votes cast is annexed as Annexure-2 and forms part of this report.

Basis of acceptance and also the basis of rejection of votes are provided in Annexure-3 of this report.

**Conclusion –**

- (i) **For Resolution 1 (Special Resolution): Re-appointment of Mr. Amitabha J. Ghosh as an Independent Non-Executive Director:**

"Since the number of votes cast by the Members in favour of the Resolution is more than three times the number of votes cast against the Resolution, the proposed Special Resolution may be declared as passed."

- (ii) **For Resolution 2 (Special Resolution): Re-appointment of Mr. Mukund B. Beriwala as an Independent Non-Executive Director:**

"Since the number of votes cast by the Members in favour of the Resolution is more than three times the number of votes cast against the Resolution, the proposed Special Resolution may be declared as passed."

- (iii) **For Resolution 3 (Special Resolution): Alteration of the Object Clause of the Memorandum of Association of the Company:**

"Since the number of votes cast by the Members in favour of the Resolution is more than three times the number of votes cast against the Resolution, the proposed Special Resolution may be declared as passed."



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(iv) For Resolution 4 (Special Resolution): Alteration/Adoption of New Set of Articles of Association of the Company:

"Since the number of votes cast by the Members in favour of the Resolution is more than three times the number of votes cast against the Resolution, the proposed Special Resolution may be declared as passed."

Thanking you,



Yours faithfully,

  
(U.C. SHUKLA)  
COMPANY SECRETARY  
FCS: 2727/CP: 1654

Encl: as above.

For ZENITH FIBRE LIMITED

  
SANJEEV RUNGTA  
DIN: 00053602  
CHAIRMAN



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Annexure - 1

1. **Special Resolution for re-appointment of Mr. Amitabha J. Ghosh (DIN: 00055962) as an Independent Non- Executive Director of the Company for second term of five (5) consecutive years w.e.f. May 29, 2019:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any amendment, modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulations 16(1)(b) and 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Amitabha J. Ghosh (DIN: 00055962), Independent Non-Executive Director of the Company, who has attained the age of 75 years before the expiry of his present term and has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for reappointment, be and is hereby reappointed as an Independent Non-Executive Director of the Company to hold office for another term of five consecutive years with effect from 29th May, 2019 to 28th May, 2024."

"RESOLVED FURTHER THAT Mr. Sanjeev Rungta, Chairman of the Company and/or Ms Siddhi Shah, Company Secretary of the Company be and are hereby severally authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto."

2. **Special Resolution for re-appointment of Mr. Mukund B. Beriwal (DIN: 00053669) as an Independent Non- Executive Director of the Company for second term of five (5) consecutive years w.e.f. May 29, 2019:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulations 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Mukund B. Beriwal (DIN:00053669), Independent Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for another term of five consecutive years with effect from 29th May, 2019 to 28th May, 2024."

"RESOLVED FURTHER THAT Mr. Sanjeev Rungta, Chairman of the Company and/or Ms. Siddhi Shah, Company Secretary of the Company be and are hereby severally authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto."

3. **Special Resolution for amending the Main Object Clause of the Memorandum of Association of the Company:**

"RESOLVED THAT consent of the members of the Company in pursuance to the provisions of Section 13 of the Companies Act, 2013 be and is hereby accorded for amending the Object Clause of the Memorandum of Association of the Company as under:

1) Nomenclature of Clause III(A) be changed so as to read as 'THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:'



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2) After sub-clause 1 in Clause III (A), the following new sub-clause be inserted and numbered as sub-clause 2 :

'To carry on the business of generating, selling, transmitting, distributing, supplying either directly or through others, electricity for use in industries, domestic or any other purpose and also feed to the grid of Electricity Boards or other power grids using coal, lignite, petroleum products or any other substance, wind energy, solar energy, wave energy, tidal energy, hydro energy, nuclear energy or any other form of conventional or non-conventional energy i.e. renewable source of energy and to deal in all kinds of machinery, equipment and appliances required for generating, distributing and consuming electricity.

3) Nomenclature of Clause III(B) be changed so as to read as 'MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) ARE:

4) Existing sub-clause numbers 2 to 25 be renumbered as 3 to 26.

5) Clause III(C) – Other Object – existing sub-clauses bearing numbers 26 to 64 be deleted.

6) The existing Clause IV be deleted and substituted by the following new Clause:

'The liability of the members is limited and this liability is limited to the amount unpaid, if any, on shares held by them.'

"RESOLVED FURTHER THAT Mr. Sanjeev Rungta, Chairman of the Company and/or Ms. Siddhi Shah, Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, proper and expedient for amending the Object Clause of the Memorandum of Association of the Company."

4. **Special Resolution for altering/substituting the Article of Association of the Company:**

"RESOLVED THAT pursuant to the provisions of Section 5, 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the new set of Articles of Association of the Company, be and is hereby approved and adopted as the Articles of Association of the Company in the place and in exclusion and substitution of the existing Articles of Association of the Company."

"RESOLVED FURTHER that the Mr. Sanjeev Rungta, Chairman of the Company and/or Ms. Siddhi Shah Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things that may be deemed necessary, proper or expedient or incidental for the purpose of giving effect to the aforesaid resolution."





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Annexure 2

Details of Voting in terms of SEBI Circulars

ZENITH FIBRES LIMITED							
POSTAL BALLOT							
SUMMARY REPORT OF VOTES CAST ON RESOLUTION NO. 1							
Sr. No.	Particulars	Total Forms/Cases	% of Total	Shares Held	% of Holding	Shares Voted	% of Voted
1	Assent (Physical)	16	48.50	16,94,599	90.84	16,94,599	90.84
	Assent (E-voting)	16	48.50	1,70,814	9.16	1,70,814	9.16
<b>1</b>	<b>SUB-TOTAL</b>	<b>32</b>	<b>97.00</b>	<b>18,65,413</b>	<b>100.00</b>	<b>18,65,413</b>	<b>100.00</b>
2	Dissent (Physical)	0	Negligible	0	Negligible	0	Negligible
	Dissent (E-voting)	1	3.00	1	Negligible	1	Negligible
<b>2</b>	<b>SUB-TOTAL</b>	<b>1</b>	<b>3.00</b>	<b>1</b>	<b>Negligible</b>	<b>1</b>	<b>Negligible</b>
	<b>TOTAL</b>	<b>33</b>	<b>100.00</b>	<b>18,65,414</b>	<b>100.00</b>	<b>18,65,414</b>	<b>100.00</b>
3	Invalid	2	N.A.	1,66,701	N.A.	1,66,701	N.A.

ZENITH FIBRES LIMITED							
POSTAL BALLOT							
SUMMARY REPORT OF VOTES CAST ON RESOLUTION NO. 2							
Sr. No.	Particulars	Total Forms/Cases	% of Total	Shares Held	% of Holding	Shares Voted	% of Voted
1	Assent (Physical)	16	48.50	16,94,599	90.84	16,94,599	90.84
	Assent (E-voting)	16	48.50	1,70,814	9.16	1,70,814	9.16
<b>1</b>	<b>SUB-TOTAL</b>	<b>32</b>	<b>97.00</b>	<b>18,65,413</b>	<b>100.00</b>	<b>18,65,413</b>	<b>100.00</b>
2	Dissent (Physical)	0	Negligible	0	Negligible	0	Negligible
	Dissent (E-voting)	1	3.00	1	Negligible	1	Negligible
<b>2</b>	<b>SUB-TOTAL</b>	<b>1</b>	<b>3.00</b>	<b>1</b>	<b>Negligible</b>	<b>1</b>	<b>Negligible</b>
	<b>TOTAL</b>	<b>33</b>	<b>100.00</b>	<b>18,65,414</b>	<b>100.00</b>	<b>18,65,414</b>	<b>100.00</b>
3	Invalid	2	N.A.	1,66,701	N.A.	1,66,701	N.A.



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ZENITH FIBRES LIMITED							
POSTAL BALLOT							
SUMMARY REPORT OF VOTES CAST ON RESOLUTION NO. 3							
Sr. No.	Particulars	Total Forms/Cases	% of Total	Shares Held	% of Holding	Shares Voted	% of Voted
1	Assent (Physical)	16	48.50	16,94,599	90.84	16,94,599	90.84
	Assent (E-voting)	16	48.50	1,70,814	9.16	1,70,814	9.16
1	<b>SUB-TOTAL</b>	<b>32</b>	<b>97.00</b>	<b>18,65,413</b>	<b>100.00</b>	<b>18,65,413</b>	<b>100.00</b>
2	Dissent (Physical)	0	Negligible	0	Negligible	0	Negligible
	Dissent (E-voting)	1	3.00	1	Negligible	1	Negligible
2	<b>SUB-TOTAL</b>	<b>1</b>	<b>3.00</b>	<b>1</b>	<b>Negligible</b>	<b>1</b>	<b>Negligible</b>
	<b>TOTAL</b>	<b>33</b>	<b>100.00</b>	<b>18,65,414</b>	<b>100.00</b>	<b>18,65,414</b>	<b>100.00</b>
3	Invalid	2	N.A.	1,66,701	N.A.	1,66,701	N.A.

ZENITH FIBRES LIMITED							
POSTAL BALLOT							
SUMMARY REPORT OF VOTES CAST ON RESOLUTION NO. 4							
Sr. No.	Particulars	Total Forms/Cases	% of Total	Shares Held	% of Holding	Shares Voted	% of Voted
1	Assent (Physical)	16	48.50	16,94,599	90.84	16,94,599	90.84
	Assent (E-voting)	16	48.50	1,70,814	9.16	1,70,814	9.16
1	<b>SUB-TOTAL</b>	<b>32</b>	<b>97.00</b>	<b>18,65,413</b>	<b>100.00</b>	<b>18,65,413</b>	<b>100.00</b>
2	Dissent (Physical)	0	Negligible	0	Negligible	0	Negligible
	Dissent (E-voting)	1	3.00	1	Negligible	1	Negligible
2	<b>SUB-TOTAL</b>	<b>1</b>	<b>3.00</b>	<b>1</b>	<b>Negligible</b>	<b>1</b>	<b>Negligible</b>
	<b>TOTAL</b>	<b>33</b>	<b>100.00</b>	<b>18,65,414</b>	<b>100.00</b>	<b>18,65,414</b>	<b>100.00</b>
3	Invalid	2	N.A.	1,66,701	N.A.	1,66,701	N.A.





UPENDRA SHUKLA

Annexure 3

Alicon Castalloy Limited - Postal Ballot

**BASIS OF ACCEPTANCE**

1. Where a Postal Ballot form is complete in all respects and its particulars tally with the Register of Members as on 12/04/2019, which was the basis for dispatch of notice and postal ballot form.
2. Where the assent or dissent has been given clearly by any other mark like 'Yes' 'Y' or "No" 'N' etc., the postal ballot form has been considered.
3. Where a joint shareholder has signed the postal ballot form instead of the first named shareholder, the vote cast by the joint named shareholders is considered.
4. Where a shareholder has voted for less number of shares than his actual shareholding, the numbers of shares (votes) indicated/cast were only considered.

**BASIS OF REJECTION**

1. Where a ballot form is not signed.
2. Specimen signature of the shareholder differs materially with that of the signature in the ballot form.
3. Where a shareholder has not put any tick mark on either assent or dissent.
4. Where a shareholder has put tick mark on both columns showing "assent" and "dissent".
5. In case where a postal ballot form has been signed by the authorized signatory/power of attorney holder and certified true copy of Board Resolution/power of attorney/letter of authority is not received/not on record.
6. Where a postal ballot form received in a torn or mutilated form where it is difficult to state whether it is showing "Assent" or "Dissent".
7. Where the thumb impression has been put in postal ballot form, which is not duly attested by the prescribed authority.
8. Where the shareholder has casted vote through e-voting as also through the ballot paper, vote casted through ballot paper was rejected.



  
(U.C. SHUKLA)  
COMPANY SECRETARY  
FCS: 2727/CP: 1654

For ZENITH LIMITED

  
SANJEEV RUNGTA  
DIN: 00053602

CHIEF FINANCIAL OFFICER