

Date:01.10.2020

To,

The Dy. Gen. Manager, National Stock Exchange of India Ltd.

Corporate Relationship Dept., Exchange Plaza, BSE Limited Plot no. C/1, G Block

PJ Tower, Dalal Street, Bandra-Kurla Complex, Bandra (E)

Mumbai-40001 Mumbai-400051

Equity Scrip Code: 531845 Equity Scrip Name: ZENITHSTL

<u>Sub</u>: Compliance under Regulation 44(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

#### Dear Sir/Madam

Pursuant to regulation 44 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 we are enclosing herewith the voting results of 58th Annual General Meeting (vide annexure-A) which commenced at 5:00 P.M. and concluded at 05:21 PM on 29th September 2020 through Video Conferencing / Other Audio Visual Means (VC/OAVM). The business of the meeting was transacted electronically.

#### The Consolidated Scrutinizer's Report is also enclosed for your records.

We request you to kindly take the same on your record

Thanking You,

Yours Faithfully,

### Zenith Steel Pipes & Industries Limited

(Formerly known as Zenith Birla (India) Limited)

Suneel Sullere Company Secretary ACS 42922

### **ZENITH STEEL PIPES & INDUSTRIES LIMITED**

(Formerly known as Zenith Birla (India) Limited)

# Resolution 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020

Total No. of shareholders	55223		
Total No. of shares	1312804	48	
		Number of	Number of
		shareholders/	shares/votes
		Folio	
Total votes cast through remote e-voting	A	69	11257157
Total votes cast through e-voting at AGM	В	03	9988615
Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772
Less: Invalid remote e-voting/ e-voting at AGM	D	-	-
Net remote e-voting/polling at AGM(c-d)	E	72	21245772

#### SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)			Ordinary Resolution					
Whether promo are interested agenda/resolut	in the	group No	No					
Category	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*10 0	No. of Votes in favor (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 & Promoter Group	11257157	11257157	100.00	11257157	0	100.00	0.00	
Public - Institutions	423799	0	0.00	0	0	0.00	0.00	
Public-Non Institutions	119599492	9988615	8.35	9946070	42545	99.57	0.43	
TOTAL	131280448	21245772	16.18	21203227	42545	99.80	0.20	

### RESULT: -

Since, the number of votes cast in favour of the resolution is 99.80%, I report that the ordinary resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

### Resolution 2: Appointment of M/s. CKSP and CO LLP as Statutory Auditor of the Company.

Total No. of shareholders	55223				
Total No. of shares	13128044	131280448			
		Number of Votes/Folio	Number shares	of	
Total votes cast through remote e-voting	A	69	11257157		
Total votes cast through e-voting at AGM	В	03	9988615		
Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772		
Less: Invalid remote e-voting/ e-voting at AGM	D	-	-		
Net remote e-voting/polling at AGM(c-d)	E	72	21245772		

#### **SUMMARY OF VOTING:**

Resolution required :(Ordinary / Special)			Ordinary Resolution				
Whether promo are interested agenda/resolut	in the	group No					
Category	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*10	No. of Votes in favor (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 & Promoter Group	11257157	11257157	100.00	11257157	0	100.00	0.00
Public - Institutions	423799	0	0.00	0	0	0.00	0.00
Public-Non Institutions	119599492	9988615	8.35	9945770	42845	99.57	0.43
TOTAL	131280448	21245772	16.18	21202927	42845	99.80	0.20

#### **RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.80%, I report that the ordinary resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

Resolution 3: To appoint a director in place of Purushottam Digambar Sonavane (DIN: 08405653), Director who retire by rotation and being eligible offers himself for reappointment

Total No. of shareholders	55223				
Total No. of shares	lo. of shares 131280448				
		Number of	Number	of	
		Votes/Folio	shares		
Total votes cast through remote e-voting	A	69	11257157		
Total votes cast through e-voting at AGM	В	03	9988615		
Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772		
Less: Invalid remote e-voting/ e-voting at AGM**	D	-	-		
Net remote e-voting/polling at AGM(c-d)	E	72	21245772		

#### **SUMMARY OF VOTING:**

Resolution required :(Ordinary / Special)			dinary Resolutio	on			
Whether promo are interested agenda/resolut	in the	group No					
Category	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*10 0	No. of Votes in favor (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 & Promoter Group	11257157	11257157	100	11257157	0	100.00	0.00
Public - Institutions	423799	0	0.00	0	0	0.00	0.00
Public-Non Institutions	119599492	9988615	8.35	9944200	44415	99.56	0.45
TOTAL	131280448	21245772	16.18	21201357	44415	99.79	0.21

#### **RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.79%, I report that the ordinary resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

# Resolution 4: To ratify remuneration of Cost Auditor and in this regard, pass the following resolution as an Ordinary Resolution:

Total No. of shareholders	55223				
Total No. of shares	131280448				
		Number of shareholders/ Folio	Number of shares/votes		
Total votes cast through remote e-voting	A	69	11257157		
Total votes cast through e-voting at AGM	В	03	9988615		
Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772		
Less: Invalid remote e-voting/ e-voting at AGM	D	-	-		
Net remote e-voting/polling at AGM(c-d)	Е	72	21245772		

Resolution required :(Ordinary /	Ordinary Resolution
Special)	
Whether promoter/promoter group are interested in the agenda/resolution?	No

Category	No. of shares	No. of	% of Votes	No. of	No. of	% of	% of Votes
	held	votes	Polled on	Votes	Votes	Votes in	against on
		polled	outstanding	in favor	against	favour	votes
			shares			on votes	polled
	(1)		(3)=[(2)/(1)]*10	(4)	(5)	polled	
		(2)	0				(7)=[(5)/(2)]*
						(6)=[(4)/( 2)]*100	100
Promoter & Promoter Group	11257157	11257157	100	11257157	0	100.00	0.00
Public - Institutions	423799	0	0.00	0	0	0.00	0.00
Public-Non	119599492	9988615	8.35	9946070	42545	99.57	0.43
Institutions							
TOTAL	131280448	21245772	16.18	21203227	42545	99.80	0.20

### **RESULT:** -

Since, the number of votes cast in favour of the resolution is 99.80%, I report that the ordinary resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

# Resolution 5: To regularize the appointment of Bhavika Sharma (DIN: 08846865), additional Director as the Independent Director of the Company.

Total No. of shareholders	55223					
Total No. of shares	131280448					
		Number of shareholders/ Folio	Number of shares/votes			
Total votes cast through remote e-voting	A	69	11257157			
Total votes cast through e-voting at AGM	В	03	9988615			
Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772			
Less: Invalid remote e-voting/ e-voting at AGM	D	-	-			
Net remote e-voting/polling at AGM(c-d)	Е	72	21245772			

Resolution required :(Ordinary / Special)			linary Resolutio	n			
Whether pro are intereste agenda/reso		roup No					
Category	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*10 0	(4)	(5)	polled (6)=[(4)/( 2)]*100	(7)=[(5)/(2)]* 100

Promoter & Promoter Group	11257157	11257157	100	11257157	0	100.00	0.00
Public - Institutions	423799	0	0.00	0	0	0.00	0.00
Public-Non Institutions	119599492	9988615	8.35	9869200	119415	98.80	1.20
TOTAL	131280448	21245772	16.18	21126357	119415	99.44	0.56

#### RESULT: -

Since, the number of votes cast in favour of the resolution is 99.44%, I report that the ordinary resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

# Resolution 6: To regularize the appointment of Kalpesh Donga (DIN: 08095233), additional Director as a Director of the Company.

Total No. of shareholders	55223		
Total No. of shares	1312804	48	
		Number of	Number of
		shareholders/	shares/votes
		Folio	
Total votes cast through remote e-voting	A	69	11257157
Total votes cast through e-voting at AGM	В	03	9988615
Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772
Less: Invalid remote e-voting/ e-voting at AGM	D	-	-
Net remote e-voting/polling at AGM(c-d)	Е	72	21245772

Resolution required :(Ordinary / Special)			linary Resolutio	on			
Whether promoter/promoter group are interested in the agenda/resolution?							
Category	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*10 0	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled  (6)=[(4)/(	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter & Promoter Group	11257157	11257157	100	11257157	0	2)]*100	0.00
Public - Institutions	423799	0	0.00	0	0	0.00	0.00
Public-Non Institutions	119599492	9988615	8.35	9869270	119345	98.81	1.19

TOTAL	131280448	21245772	16.18	21126427	119345	99.44	0.56

### **RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.44%, I report that the ordinary resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

# Resolution 7: Issue of Equity Shares on Preferential basis to Birla Precision Technologies Limited and Birla Edutech Limited on conversion of existing loan.

Total No. of shareholders	55223		
Total No. of shares	1312804	48	
		Number of shareholders/ Folio	Number of shares/votes
Total votes cast through remote e-voting	A	69	11257157
Total votes cast through e-voting at AGM	В	03	9988615
Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772
Less: Invalid remote e-voting/ e-voting at AGM	D	-	-
Net remote e-voting/polling at AGM(c-d)	E	72	21245772

#### **SUMMARY OF VOTING:**

Resolution req	uired :(Ordinary	y/ Spe	Special Resolution					
Special)								
Whether prome are interested agenda/resolut		group yes						
Category	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*10 0	No. of Votes in favor (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 & Promoter Group	11257157	11257157	100	11257157	0	100.00	0.00	
Public - Institutions	423799	0	0.00	0	0	0.00	0.00	
Public-Non Institutions	119599492	9988615	8.35	9946070	42545	99.57	0.43	
TOTAL	131280448	21245772	16.18	21203227	42545	99.80	0.20	

### **RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.80%, I report that the ordinary resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

## Company Secretaries

B-4, Ganpati Complex, Pur Road, Bhilwara, Rajasthan – 311001 Email Id: <a href="mailto:corporatesolutions14@gmail.com">corporatesolutions14@gmail.com</a>, (M) 09166611876

## Scrutinizer's Report

To, The Chairman,

M/s ZENITH STEEL PIPES AND INDUSTRIES LIMITED

58th Annual General Meeting ("AGM") of the Shareholders of Zenith Steel Pipes and Industries Limited held on Tuesday, 29th September, 2020 at 05.00 P.M. through Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM").

Sub.: Consolidated Scrutinizer's Report on Remote E-Voting and E-voting conducted at the AGM

The Board of Directors of **Zenith Steel Pipes and Industries Limited** (hereinafter referred to as **"the Company"**) at its Meeting held on Wednesday, September 02, 2020 has appointed me as the scrutinizer for the remote voting process as well as to scrutinize the e-voting conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (hereinafter referred to as "Rule 20") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements).

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 58th AGM of the Equity Shareholders dated September 02, 2020. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinize/report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the reports generated from the e-voting system provided by National Securities Depository Limited (herein after referred as "NSDL"), the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

#### Report on Scrutiny:

- The Company had appointed National Securities Depository Limited (herein after referred as "NSDL/ "Service Provider"") as the service provider, for the purpose of extending the facility of remote e-voting and e-voting at the AGM to the shareholders of the Company. Bigshare Services Pvt. Ltd. is the Registrar and Share Transfer Agents (hereinafter referred to as "RTA") of the company.
- The Service Provider had provided a system for recording the votes of the Shareholders electronically on all the items of the business (both Ordinary and Special Business) sought to be transacted at the AGM of the Company.
- The Service Provider had set up electronic voting facility on their website, <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>. The Company had uploaded the items of the business to be transacted at the AGM on the website of the Company and also of the Service Provider to facilitate their Shareholders to cast their vote through Remote E Voting and e-voting at the AGM.

## Company Secretaries

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- Pursuant to General Circulars No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars"), advertisement was published in Financial Express (English newspaper) and in Vritta Manas (vernacular language newspaper) on September 08, 2020 specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email IDs by the members (both physical and demat) who are yet to register their email IDs with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.
- The internal cut-off date for the dispatch of the Notice of the AGM was Friday, August 28, 2020 and as on that date, there were 55293 Shareholders of the Company.
- The Company informed that in compliance with the MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD1/ClR/P/2O2O/79 dated May 12, 2O2O and on the basis of the Register of Members and the list of Beneficial Owners made available by the RTA of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the NSDL completed dispatch of Notice of AGM on September 05, 2020 by E-mail to 21986 Members who had already registered their email lDs with the Company / RTA / Depositories.
- The notices sent contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20.
- As prescribed in clause (v) of sub rule 4 of Rule 20 of The Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of the AGM in Financial Express (English newspaper) and in Lakshadweep (vernacular language newspaper) on September 5, 2020 and September 6, 2020. The notice published in the newspaper carried the required information as specified in Sub Rule a (v) (a) to (h) of the said Rule 20.
- The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the resolutions placed for approval of the Shareholders was Tuesday, September 22, 2020.
- The remote e-voting period remained open from Saturday, September 26, 2020 at 9:00 A.M. and ended on Monday, September 28, 2020 at 05:00 P.M.
- At the end of the voting period on Monday, September 28, 2020 at 05:00 P.M. the voting portal of the Service Provider was blocked forthwith. The limited information for the Shareholders who have cast their votes, such as name, folio number of shares held was obtained from the Service Provider.
- The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier,
- After declaration of voting at AGM by the Chairman, the shareholders present through VC voted using e-voting facility provided by NSDL / Service Provider. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.

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- After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of NSDL / Service Provider (https://www.evoting.nsdl.com/) in the presence of two witnesses, who are not in the employment of the Company as prescribed in Sub Rule 4 (xii) of the said Rule 20. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
- Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

# Resolution 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020

Total No. of shareholders	55223		
Total No. of shares	1312804	48	
		Number of	Number of
		shareholders/	shares/votes
		Folio	
Total votes cast through remote e-voting	A	69	21245558
Total votes cast through e-voting at AGM	В	3	214
Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772
Less: Invalid remote e-voting/ e-voting at AGM	D	-	-
Net remote e-voting/polling at AGM(c-d)	E	72	21245772

Resolution required : (Ordinary / Special)		y / Oı	Ordinary Resolution				
Whether promo are interested agenda/resolut	in the	group No	)				
Category	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*10 0	No. of Votes in favor (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 & Promoter Group	11257157	11257157	100.00	11257157	0	100.00	0.00
Public - Institutions	423799	0	0.00	0	0	0.00	0.00
Public-Non Institutions	119599492	9988615	8.35	9946070	42545	99.57	0.43
TOTAL	131280448	21245772	16.18	21203227	42545	99.80	0.20

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#### **RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.80%, I report that the ordinary resolution as set out in the notice of AGM dated 02<sup>nd</sup> September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

### Resolution 2: Appointment of M/s. CKSP and CO LLP as Statutory Auditor of the Company.

Total No. of shareholders	55223			
Total No. of shares	131280448			
		Number of Votes/Folio	Number of shares	of
Total votes cast through remote e-voting	A	69	21245558	
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Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772	
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#### **SUMMARY OF VOTING:**

Resolution requestions	uired :(Ordinary	y / Ord	inary Resolutio	on			
Whether promo are interested i agenda/resolut	in the	group No					
Category	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*10 0	No. of Votes in favor (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 & Promoter Group	11257157	11257157	100.00	11257157	0	100.00	0.00
Public - Institutions	423799	0	0.00	0	0	0.00	0.00
Public-Non Institutions	119599492	9988615	8.35	9945770	42845	99.57	0.43
TOTAL	131280448	21245772	16.18	21202927	42845	99.80	0.20

#### **RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.80%, I report that the ordinary resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

## Company Secretaries

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## Resolution 3: To appoint a director in place of Purushottam Digambar Sonavane (DIN: 08405653), Director who retire by rotation and being eligible offers himself for reappointment

Total No. of shareholders	55223				
Total No. of shares	131280448				
		Number of	Number	of	
		Votes/Folio	shares		
Total votes cast through remote e-voting	A	69	21245558		
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Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772		
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Net remote e-voting/polling at AGM(c-d)	E	72	21245772		

#### SUMMARY OF VOTING:

Resolution required :(Ordinary / Special)			Ordinary Resolution					
Whether promo are interested agenda/resolut		group No	No					
Category	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*10	No. of Votes in favor (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 & Promoter Group	11257157	11257157	7 100	11257157	0	100.00	0.00	
Public - Institutions	423799	0	0.00	0	0	0.00	0.00	
Public-Non Institutions	119599492	9988615	8.35	9944200	44415	99.56	0.45	
TOTAL	131280448	21245772	2 16.18	21201357	44415	99.79	0.21	

#### **RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.79%, I report that the ordinary resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

## Company Secretaries

B-4, Ganpati Complex, Pur Road, Bhilwara, Rajasthan – 311001 Email Id: <a href="mailto:corporatesolutions14@gmail.com">corporatesolutions14@gmail.com</a>, (M) 09166611876

# Resolution 4: To ratify remuneration of Cost Auditor and in this regard, pass the following resolution as an Ordinary Resolution:

Total No. of shareholders	55223		
Total No. of shares	1312804	48	
		Number of	Number of
		shareholders/	shares/votes
		Folio	
Total votes cast through remote e-voting	A	69	21245558
Total votes cast through e-voting at AGM	В	3	214
Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772
Less: Invalid remote e-voting/ e-voting at AGM	D	-	-
Net remote e-voting/polling at AGM(c-d)	E	72	21245772

#### **SUMMARY OF VOTING:**

Resolution required :(Ordinary / Special)			Ordinary Resolution						
Whether promo are interested agenda/resolut	in the	group No	No						
Category	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*10	No. of Votes in favor (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 & Promoter Group	11257157	11257157	100	11257157	0	100.00	0.00		
Public - Institutions	423799	0	0.00	0	0	0.00	0.00		
Public-Non Institutions	119599492	9988615	8.35	9946070	42545	99.57	0.43		
TOTAL	131280448	21245772	16.18	21203227	42545	99.80	0.20		

#### **RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.80%, I report that the ordinary resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

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# Resolution 5: To regularize the appointment of Bhavika Sharma (DIN: 08846865), additional Director as the Independent Director of the Company.

Total No. of shareholders	55223			
Total No. of shares	131280448			
		Number of	Number of	
		shareholders/	shares/votes	
		Folio		
Total votes cast through remote e-voting	A	69	21245558	
Total votes cast through e-voting at AGM	В	3	214	
Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772	
Less: Invalid remote e-voting/ e-voting at AGM	D	-	-	
Net remote e-voting/polling at AGM(c-d)	E	72	21245772	

### **SUMMARY OF VOTING:**

Resolution required :(Ordinary / Special) Whether promoter/promoter group are interested in the		y /	Ordinary Resolution No						
		group							
agenda/resolut	10n ?								
Category	No. of shares held	No. o votes polled	Polled on	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(	% of Votes against on votes polled (7)=[(5)/(2)]*		
Promoter & Promoter Group	11257157	112571	57 100	11257157	0	2)]*100	0.00		
Public - Institutions	423799	0	0.00	0	0	0.00	0.00		
Public-Non Institutions	119599492	998861	5 8.35	9869200	119415	98.80	1.20		
TOTAL	131280448	212457	72 16.18	21126357	119415	99.44	0.56		

#### RESULT: -

Since, the number of votes cast in favour of the resolution is 99.44%, I report that the ordinary resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

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# Resolution 6: To regularize the appointment of Kalpesh Dong (DIN: 08095233), additional Director as a Director of the Company.

Total No. of shareholders	55223			
Total No. of shares	131280448			
		Number of	Number of	
		shareholders/	shares/votes	
		Folio		
Total votes cast through remote e-voting	A	69	21245558	
Total votes cast through e-voting at AGM	В	3	214	
Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772	
Less: Invalid remote e-voting/ e-voting at AGM	D	-	-	
Net remote e-voting/polling at AGM(c-d)	E	72	21245772	

#### **SUMMARY OF VOTING:**

Resolution required :(Ordinary / Special) Whether promoter/promoter group are interested in the			Ordinary Resolution No						
Category	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*10	No. of Votes in favor (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 & Promoter Group	11257157	11257157	100	11257157	0	100.00	0.00		
Public - Institutions	423799	0	0.00	0	0	0.00	0.00		
Public-Non Institutions	119599492	9988615	8.35	9869270	119345	98.81	1.19		
TOTAL	131280448	21245772	16.18	21126427	119345	99.44	0.56		

#### **RESULT: -**

Since, the number of votes cast in favour of the resolution is 99.44%, I report that the ordinary resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

## Company Secretaries

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# Resolution 7: Issue of Equity Shares on Preferential basis to Birla Precision Technologies Limited and Birla Edutech Limited on conversion of existing loan.

Total No. of shareholders	55223			
Total No. of shares	131280448			
		Number of	Number of	
		shareholders/	shares/votes	
		Folio		
Total votes cast through remote e-voting	A	69	21245558	
Total votes cast through e-voting at AGM	В	3	214	
Grand Total of remote e-voting / e-voting at AGM (A+B)	С	72	21245772	
Less: Invalid remote e-voting/ e-voting at AGM	D	-	-	
Net remote e-voting/polling at AGM(c-d)	E	72	21245772	

#### **SUMMARY OF VOTING:**

Resolution required :(Ordinary / Special)		y / Sp	Special Resolution						
Whether promo are interested agenda/resolut	in the	group Ye	Yes						
Category	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*10 0	No. of Votes in favor (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 & Promoter Group	11257157	11257157	100	11257157	0	100.00	0.00		
Public - Institutions	423799	0	0.00	0	0	0.00	0.00		
Public-Non Institutions	119599492	9988615	8.35	9946070	42545	99.57	0.43		
TOTAL	131280448	21245772	16.18	21203227	42545	99.80	0.20		

#### RESULT: -

Since, the number of votes cast in favour of the resolution is 99.80%, I report that the Special resolution as set out in the notice of AGM dated  $02^{nd}$  September, 2020 has been passed by the Shareholders with the Requisite majority, the Resolution is deemed to be passed as on the date of AGM.

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I further report that as per the notice the chairman may declare and confirm the above result. The result of AGM together with the Scrutinizer's Report would be displayed on the company's website <a href="https://www.zenithsteelpipes.com">www.zenithsteelpipes.com</a> and on the website of NSDL and shall also be communicated to the stock Exchanges.

The electronic data and all other relevant records relating to the e-voting are in my safe custody and will be handed over to the Company Secretary for preserving safely.

The report may be treated as a report under section 109 of the companies Act, 2013 and rule 21(2) of the companies (Management and Administration) Rules 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and polling at AGM.

Date: 30.09.2020

Place: Bhilwara

Yours Faithfully,

ANIL KUMAR SOMANI Digitally signed by ANIL KUMAR SOMANI Date: 2020.10.01 13:10:46 +05'30'

Name and Signature of the Scrutinizer Anil Kumar Somani Practicing Company Secretary

COP: 13379

UDIN number A036055B000819860