

30th September, 2021

To,  
The Manager,  
Corporate Relationship Department,  
BSE Ltd.  
Dalal Street  
Mumbai 400 001

Dear Sir,

**Sub: Declaration of voting results**  
**Script code Ref: 514266**

The details regarding the copy of voting results in specified format as per Regulation 44(3) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 along with copy of the scrutinizers report attached herewith.

Please acknowledge receipt.

Thanking you,

Yours faithfully,  
For ZENITH FIBRES LTD.



Siddhi Shah  
Company Secretary



Encl: As above.

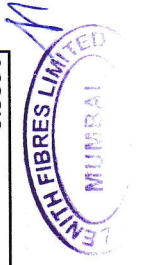
**Corporate Office :**  
103 "Synergy House",  
Subhanpura Road,  
Vadodara - 390 023, Gujarat, (India)  
Tele : +91-265-228-3744  
Tele/Fax : +91-265-228-3743  
E-mail : [baroda@zenithfibres.com](mailto:baroda@zenithfibres.com)

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

**Plant :**  
Block 458, P.O. Tundav,  
Taluka : Savli,  
District Vadodara - 391 775,  
Gujarat, (India)  
Tele : +91-8780601186, 8780601179  
E-mail : [plant@zenithfibres.com](mailto:plant@zenithfibres.com)

Name of the Company : ZENITH FIBRES LIMITED	
Date of the AGM/EGM	29-09-2021
Total number of shareholders on record date	4058
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group	0
Public	0
<b>No. of shareholders present in the meeting through Video Conferencing</b>	
Promoters and Promoter Group	5
Public	16

Resolution Required : (Ordinary)		1 - To approve and adopt the audited Financial Statements for the year ended on 31st March, 2021.									
Category	Mode of Voting	Whether promoter/ promoter group are interested in the agenda/resolution?	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	No.	
										[1]	[2]
Promoter and Promoter Group	E-Voting			1824066	100.0000	1824066	0	100.0000	0.0000	0	0.0000
	Poll		1824066	0	0.0000	0	0	0.0000	0.0000	0	0.0000
	Postal Ballot			0	0.0000	0	0	0.0000	0.0000	0	0.0000
	<b>Total</b>			<b>1824066</b>	<b>100.0000</b>	<b>1824066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting			0	0.0000	0	0	0.0000	0.0000	0	0.0000
	Poll		99873	0	0.0000	0	0	0.0000	0.0000	0	0.0000
	Postal Ballot			0	0.0000	0	0	0.0000	0.0000	0	0.0000
	<b>Total</b>			<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0.0000</b>
Public Non Institutions	E-Voting			139063	6.8836	120615	18448	86.7341	13.2659	0	0.0000
	Poll		2020197	200	0.0099	200	0	100.0000	0.0000	0	0.0000
	Postal Ballot			0	0.0000	0	0	0.0000	0.0000	0	0.0000
	<b>Total</b>			<b>139263</b>	<b>6.8935</b>	<b>120815</b>	<b>18448</b>	<b>86.7531</b>	<b>13.2469</b>	<b>0</b>	<b>0.0000</b>
<b>Total</b>			<b>3944136</b>	<b>1963329</b>	<b>49.7784</b>	<b>1944881</b>	<b>18448</b>	<b>99.0604</b>	<b>0.9396</b>	<b>0</b>	<b>0.0000</b>



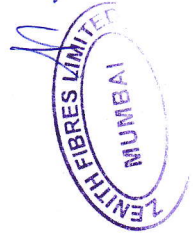
## Zenith Fibres Limited

Resolution Required : (Ordinary)		2 - To re-appoint Shri Aman Rungta (DIN: 03585306) as director, who retires by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?		yes						
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		1824066	100.0000	1824066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	1824066	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1824066</b>	<b>100.0000</b>	<b>1824066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	99873	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		139063	6.8836	120615	18448	86.7341	13.2659
	Poll		200	0.0099	200	0	100.0000	0.0000
	Postal Ballot	2020197	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>139263</b>	<b>6.8935</b>	<b>120815</b>	<b>18448</b>	<b>86.7531</b>	<b>13.2469</b>
<b>Total</b>		<b>3944136</b>	<b>1963329</b>	<b>49.7784</b>	<b>1944881</b>	<b>18448</b>	<b>99.0604</b>	<b>0.9396</b>



## Zenith Fibres Limited

Resolution Required : (Special)									
3 - To approve remuneration to be paid to Shri Sanjeev Rungta (DIN:00053602) w.e.f 1st April, 2022 to 31st March, 2025.									
Whether promoter/ promoter group are interested in the agenda/resolution?									
yes									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]}*100$	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]}*100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]}*100$	
Promoter and Promoter Group	E-Voting		1824066	100.0000	1824066	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	1824066	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>1824066</b>	<b>100.0000</b>	<b>1824066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll	99873	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Non Institutions	E-Voting		139063	6.8836	120615	18448	86.7341	13.2659	
	Poll		200	0.0099	200	0	100.0000	0.0000	
	Postal Ballot	2020197	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>139263</b>	<b>6.8935</b>	<b>120815</b>	<b>18448</b>	<b>86.7531</b>	<b>13.2469</b>	
<b>Total</b>		<b>3944136</b>	<b>1963329</b>	<b>49.7784</b>	<b>1944881</b>	<b>18448</b>	<b>99.0604</b>	<b>0.9396</b>	



**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

Mr. Sanjeev Rungta,  
Chairman  
Zenith Fibres Limited,  
205, Marol Bhavan, Marol Co-op. Ind. Estate Ltd.,  
M.V. Road, J.B Nagar Post, Andheri East,  
Mumbai-400 001.

Dear Sir,

**Sub: Combined Report on Remote e-voting and e-voting conducted at the 32nd Annual General Meeting of Zenith Fibres Limited, held at 11.00 a.m. (IST) on Wednesday, the 29th September, 2021 through video conferencing (VC)/ Other Audio Visual Means (OAVM)**

- 1) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the remote e-voting process as also e-voting by Members at the 32nd Annual General Meeting ('AGM') of Zenith Fibres Ltd. (hereinafter referred to as 'the Company'), held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') on Wednesday, the 29th September, 2021 at 11.00 a.m.
- 2) Pursuant to the Circulars Nos. 14/2020, 17/2020, 20/2020, 33/2020, 39/2020 and 2/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020 and 13th January, 2021 respectively issued by the Ministry of Corporate Affairs (MCA Circulars) read with circular dated 12th May, 2020 and 15th January, 2021 issued by the Securities and Exchange Board of India (SEBI), the notice dated 07th August, 2021 as confirmed by the Company, was sent to the shareholders in respect of below mentioned resolutions through electronic mode to those Members, whose e-mail addresses are registered with the Company/ Depositories.
- 3) As per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, as also in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting and e-voting at the AGM to the Shareholders to cast their votes electronically on all the resolutions proposed in the Notice of the 32nd AGM.
- 4) The Company had appointed Central Depository Services (India) Limited. (CDSL) as Service Provider, who provided the facilities for conducting the Remote e-voting, for participation by the Shareholders in the AGM through VC/OAVM and e-voting during the said AGM.
- 5) My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Report on the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the electronic voting system provided by the CDSL. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM.

Based on the reports generated from the e-voting system provided by the CDSL, I submit my report on e-voting as under:

- a) The Remote e-voting period commenced from Saturday, the 25th September, 2021 at 9.00 a.m. (IST) and ended on Tuesday, the 28th September, 2021 at 5.00 p.m. (IST).



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- b) The Company had also provided e-voting facility to the Shareholders, who were present at the AGM through VC/OAVM and who had not cast their vote on Remote e-voting.
- c) The members of the Company as on the 'cut-off' date i.e. 22nd September, 2021 were entitled to vote on the resolutions as set-out in Item Nos. 1 to 3 of the Notice convening the 32nd AGM of the Company.
- d) On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by the Shareholders at the AGM, on the CDSL e-voting system/ platform and after downloading the results, counted the votes.
- e) All the 47 Remote/e-voting responses are valid.
- f) I now, submit by combined report as under on the results of the remote e-voting and e-voting at the AGM in respect of the each of the resolutions as set out in the Notice dated 07th August, 2021 convening the AGM:

**Resolution No. 1:** Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 and the reports of the Board of Directors and auditors thereon.

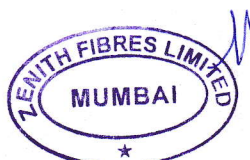
	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of shares/ Votes
Remote E-voting	40	1944681	99.06	6	18448	0.94	0	0
E-voting at AGM	1	200	0.00	0	0	0.00	0	0
Combined	41	1944881	99.06	6	18448	0.94	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

**Resolution No. 2:** Ordinary Resolution: To appoint a director in place of Mr. Aman Rungta (DIN: 03585306), who retires by rotation and being eligible, offers himself for re-appointment.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of shares/ Votes
Remote E-voting	40	1944681	99.06	6	18448	0.94	0	0
E-voting at AGM	1	200	0.00	0	0	0.00	0	0
Combined	41	1944881	99.06	6	18448	0.94	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.



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Chandrashankar Shukla

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UPENDRA SHUKLA

: 3 :

**Resolution No. 3: Special Resolution: Revision in remuneration of Shri Sanjeev Rungta (DIN: 00053602).**

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of shares/ Votes
Remote E-voting	40	1944681	99.06	6	18448	0.94	0	0
E-voting at AGM	1	200	0.00	0	0	0.00	0	0
Combined	41	1944881	99.06	6	18448	0.94	0	0

Since combined number of votes cast in favour of the resolution is more than three times the votes cast against the resolution, the said special resolution may be declared passed.

Thanking you,

UDIN: F002727C001038685  
Date: 29th September, 2021  
Place: Mumbai



Yours faithfully,  
Upendra  
Chandrashankar Shukla  
ar Shukla  
(U.C. SHUKLA)  
COMPANY SECRETARY  
FCS: 2727/CP: 1654

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Chandrashankar Shukla  
Date: 2021.09.29  
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