

ZENITH FIBRES LIMITED

Regd. Office: 205 Marol Bhavan, 2nd Floor
Marol Co-op. Industrial Estate Ltd., M.V. Road,
J.B. Nagar Post, Andheri East, Mumbai 400 059

CIN: L17120MH1989PLCO54580

Details in respect of the 25th Annual General Meeting held at Hotel Atithi, 77 A/B Nehru Road, Vile Parle (East), Mumbai 400099 pursuant to Clause 35A of the Listing Agreement with BSE Limited.

1	Date of the AGM	: Wednesday , July 30, 2014
2	Total number of shareholders on record date	: 4223 Nos.
3	No. of shareholders present in the meeting either in person or through proxy --- Promoter Group --- Public	: 20 : 22
4	No. of shareholders attended the meeting through video conferencing -- Promoter Group -- Public	: Not Applicable



<p>5 (Agendawise) Agenda No.1</p> <p>Details of the Agenda</p> <p>Resolution required</p> <p>Mode of voting</p>	<p>: Adoption of audited Accounts and Reports for the year 2013-14:</p> <p>: To receive, consider and adopt the audited Balance Sheet as on 31st March, 2014 and Statement of Profit & Loss for the year ended on that date together with the Directors' Report and Auditors' Report thereon.</p> <p>: Ordinary Resolution</p> <p>: By show of hands -- passed unanimously</p>
<p>Agenda No.2</p> <p>Details of the Agenda</p> <p>Resolution required</p> <p>Mode of voting</p>	<p>: Declaration of Dividend</p> <p>: To declare dividend @15% (i.e. Rs.1.50 per equity share of Rs.10/- each) for the year ended 31st March 2014 which would be paid to those shareholders whose names stand on the Register of Members of the Company on 30.07.2014 in case of physical shares and to those members as per the beneficiary position given by NSDL and CDSL.</p> <p>: Ordinary Resolution</p> <p>: By show of hands -- passed unanimously</p>
<p>Agenda No.3</p> <p>Details of the Agenda:</p> <p>Resolution required</p> <p>Mode of voting</p>	<p>: Re-appointment of the Director retiring by rotation:</p> <p>: To appoint a Director in place of Mr. Ajay Kumar Rungta, who retires by rotation, but being eligible offers himself for re-appointment.</p> <p>: Ordinary Resolution</p> <p>: By show of hands -- passed unanimously</p>



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<p>Agenda No.4</p> <p>Details of the Agenda:</p> <p>Resolution required</p> <p>Mode of voting</p>	<p>: Appointment of Auditors and fixing their remuneration.</p> <p>: To appoint M/s. Jain Hindocha, Chartered Accountants, (Firm Regn. No. 103868W) as the Auditors of the Company to hold office from the conclusion of the 25th Annual General Meeting till conclusion of the next Annual General Meeting at a remuneration to be agreed upon between the said Auditors and the Board of Directors of the Company.</p> <p>: Ordinary Resolution</p> <p>: By show of hands -- passed unanimously</p>
<p>Agenda No.5</p> <p>Details of Agenda</p> <p>Resolution required</p> <p>Mode of voting</p>	<p>: Appointment of Independent Director</p> <p>: To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:</p> <p>“RESOLVED THAT Mr. Amitabha Ghosh be and is hereby appointed as an Independent Director for a period of five years from the date of this meeting i.e. 30th July, 2014 on such terms and remuneration as stipulated in the draft letter of appointment and placed before the meeting duly initialed by the Chairman for identification.:</p> <p>: Special Resolution</p> <p>: By show of hands – passed unanimously.</p>



Agenda No.6	: Appointment of Independent Director
Details of Agenda	: To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution: "RESOLVED THAT Mr. Mukund Beriwalla be and is hereby appointed as an Independent Director for a period of five years from the date of this meeting i.e. 30 th July, 2014 on such terms and remuneration as stipulated in the draft letter of appointment and placed before the meeting duly initialed by the Chairman for identification.:
Resolution required	: Special Resolution
Mode of voting	: By show of hands – passed unanimously.

Note: Mode of voting adopted for all items of Agenda was by **Show of Hands only**.

Mumbai,
31st July, 2014


C. Unnikrishnan
Compliance Officer

