



THE YASH BIRLA GROUP

Date: 24<sup>th</sup> September, 2016.

To,  
Bombay Stock Exchange Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001

To,  
National Stock Exchange of India Limited,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1, G Block, Bandra Kurla  
Bandra (East), Mumbai – 400051

Ref: NSE Symbol – ZENITHBIR; BSE Scrip Code-531845

Sub: "Proceedings of the 54<sup>th</sup> Annual General Meeting of the held on 24<sup>th</sup> September, 2016.

Dear Sir/Madam,

In compliance with the requirement of Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that the 54<sup>th</sup> Annual General Meeting ('AGM') of the Zenith Birla (India) Limited (the 'Company') was held on Saturday 24<sup>th</sup> September, 2016 at 11.00 AM at Gopi Birla Memorial School, 68, Walkeshwar Road, Walkeshwar, Mumbai – 400 006 .

**Following Directors were present:**

- 1.Mr. Ashish Mahendrakar (Director & Chairman of the Meeting )
- 2.Mr. Milind Prabhudesai. (Independent Director and Chairman of Audit Committee)
- 3.Mr. Pritam Dhanawade (Director)

**In Attendance:**

1. Mr. Anil Kumar Gupta (Representative From M/s. Thakur Vaidyanath Aiyar & Co, Chartered Accountants)
2. Mr Pushkar Natu(Chief Executive Officer)
3. Mr. B. Girvanesh. (Chief Financial Officer)
4. Mr. Suneel Sullere (Company Secretary & Compliance Officer)

Mr. Ashish Mahendrakar, Chairman of the Meeting took the chair. Chairman of Audit Committee, Nomination & Remuneration Committee were also present at the meeting. The representatives of Statutory Auditors were also present at the meeting. After ascertaining the requisite quorum being present, the meeting was called to order and chairman welcomed the shareholders.

**ZENITH BIRLA (INDIA) LIMITED**



The Shareholders were informed that the Statutory Registers of the Company were open for inspection.

Chairman stated that the Company had received 10 Corporate Representations for 1,25,92,255 Equity Shares aggregating to 9.59% of total voting capital of the Company. With the permission of the members present at the meeting, the notice convening the 54<sup>th</sup> Annual general Meeting of the Company taken as read. Since there were qualifications, observations, comments, matter of emphasis, Mr. Suneel Sullere, Company Secretary read out the same at meeting

Further the Chairman informed that the Company had provided to the Members, the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the meeting. It was further informed that there would be no voting by show of hand.

The Chairman further informed that M/s Ragini Chokshi & Associates; Practicing Company Secretaries had been appointed as the Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner.

The following items of business, as per the Notice of AGM dated September 24,2016 were transacted at the meeting:

1.	1.To receive, consider and adopt: a. the Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016, together with the Report of the Auditors thereon.
2.	Appointment M/s.Thakur, Vaidyanath Aiyer & co., Chartered Accountants as Statutory Auditors and fixing their remuneration.
3.	Appointment of Mr. Milind Prabhudesai (DIN: 07280962)as an Independent Director
4.	Appointment of Mr. Ashish Mahendrakar (DIN: 03584695) as Non – Executive Non Independent Director.
5.	Appointment of Mr.Pritam Dhanawade(DIN : 07496528) as Non Executive Non Independent Director
6.	Ratification of Cost Auditors remuneration
7.	Adoption of new set of Articles of Association



The chairman thereafter invited the shareholders to put forth their observations and seek clarifications, if any, relating to the Annual report for the year 2015-16 and matters related thereto.

Some of the Shareholders present at the meeting expressed their views/sought clarifications on various matters related to the business & operation of the company to which the Chairman as well as Managing director provided clarifications to the satisfaction of the shareholders.

Thereafter, the chairman ordered for a poll to be taken at the meeting and appointed M/s Ragini Chokshi & Associates, the Practicing Company Secretaries as the scrutinizer for the poll process and requested them for conducting the poll process. Ms Riya Neema & Mr. Sanket Shah, an authorized representative of M/s Ragini Chokshi & Associates conducted the poll process

The Chairman informed that the results of e-voting and poll together with the Scrutinizers report with regards to above business will be displayed/disclosed to the Stock Exchanges and on the website of the Company [www.zenithsteelpipes.com](http://www.zenithsteelpipes.com)


The chairman thanked the shareholders for attending the 54<sup>th</sup> AGM of the Company and declared the meeting as concluded.

You are requested to kindly take same on records.

Thanking you ,

Yours Faithfully,

For Zenith Birla (India) Limited

  
Suneel Sullere  
Company Secretary  
Membership No. 42922

