



Date: 30<sup>th</sup> September, 2017.

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

<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 55<sup>th</sup> Annual General Meeting (vide annexure-A) which commenced at 02:00 PM and concluded at 4.00 PM on 29<sup>th</sup> September 2017 at 2<sup>nd</sup> Floor, Kilachand Conference Room, IMC Building, IMC Marg, Churchgate, Mumbai 400020"

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

Kindly take the same on record.

Yours Faithfully,

For Zenith Birla (India) Limited

Suneel Sullere \(\) Company Secretary

Encl: Annexure-A

# ZENITH BIRLA (INDIA) LIMITED

Date of the AGM	29-09-2017
Total number of shareholders on record date	74290
No. of shareholders attended the meeting either in person or through proxy:	52
Promoters & Promoter Group:	11
Public:	41
No. of shareholders attended the meeting either in person or through proxy:  Promoters & Promoter Group:	Not Arranged
Public:	

# 1. To receive, consider and adopt:

- the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon; and
- Report of the Auditors thereon the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, together with the

Resolution require	Resolution required: (Ordinary/Special)	cial)			9. 1	Ordinary Resolution	esolution	
Whether promote	Whether promoter/promoter group are interested in the agenda/resolution	are intereste	d in the age	nda/resolution		No		
Category	Mode of	No. of	No. of	% of votes	No. of	No. of	% of votes in	% of votes
	voting	Shares	votes	polled on	votes in	votes	favor on votes	against on
		held	polled	outstanding	favor	against	polled	votes polled
		(1)	(2)	shares	(4)	(5)	)/(2)]*100	(6)=[(4)/(2)]*100
				(3)=[(2)/(1)*100	25	2 6		DOMEST TOO STREET, CONTINUES COMPANIES
	E-voting	11257157	11086603	98.49	11086603	0	100.00	0.00
Promoter and	Poll	11257157	170554	1.52	170554	0	100.00	0.00
Promoter group	Postal Ballot	0	0	0.00	0	0	0.00	0.00
	(if Applicable)					4		
	Total-A	11257157	11257157	100.00	11257157	0	100.00	0.00
Public	E-voting	429659	0	0.00	0	0	0.00	0.00
Institutions	Poll	429659	0	0.00	0	0	0.00	0.00
	Postal Ballot	0	0	0.00	0	0	0.00	0.00
	(if Applicable)						61	
	Total-B	429659	0	0.00	0	0	0.00	0.00
Public Non	E-voting	119593632	2068744	1.73	1981760	86984	95.80	4.21
Institutions	Poll	119593632	1856094	1.55	1856094	0	100.00	0.00
	Postal Ballot	0	0	0.00	0	0	0.00	0.00
	(if Applicable)							
	Total-C	119593632	3924838	3.28	3837854	86984	97.78	2.22
Total	A+B+C	131280448	15181995	11.56	15095011	86984	99.43	0.57



2 eligible, offers himself for re-appointment. Appointment of director in place of Mr. Ashish Mahendrakar (DIN: 03584695) who retires by rotation and being

Resolution required: (Ordinary/Special)	ed: (Ordinary/Sp	ecial)				Oldillal y Nesolution	Solution	
Whether promoter/promoter group are interested in the agenda/resolution	er/promoter grou	p are interest	ed in the ag	enda/resolution		No		
Category	Mode of	No. of	No. of	% of votes	No. of	No. of	% of votes in	% of votes
000	voting	Shares	votes	polled on	votes in	votes	favor on votes	against on
		held	polled	outstanding	favor	against	polled	votes polled
		(1)	(2)	shares	(4)	(5)	(6)=[(4)/(2)]*100	(6)=[(4)/(2)]*100
		ļ	9	(3)=[(2)/(1)*100				
	E-voting	11257157	11086603	98.49	11086603	0	100.00	0.00
	- 0	11257157	170554	1.52	170554	0	100.00	0.00
Promoter and	POII			) 	•	>		0 00
Promoter group	Postal Ballot	0	0	0.00	0	0	0.00	0.00
	(if				30			
	Applicable)							
	Total-A	11257157	11257157	100.00	11257157	0	100.00	0.00
Diblio	F-voting	429659	0	0.00	0	0	0.00	0.00
Institutions	Poll	429659	0	0.00	0	0	0.00	0.00
	Postal Ballot	0	0	0.00	0	0	0.00	0.00
	(if							
	Applicable)							
	Total-B	429659	0	0.00	0	0	0.00	0.00
Public Non	E-voting	119593632	2068744	1.73	1981760	86984	95.80	4.21
Institutions	Poll	119593632	1856094	1.55	1856094	0	100.00	0.00
	Postal Ballot	0	0	0.00	0	0	0.00	0.00
	(if					· F.		•
	Applicable)							
	Total-C	119593632	3924838	3.28	3837854	86984	97.78	2.22
Total	A+B+C	131280448	15181995	11.56	15095011	86984	99.43	0.57



remuneration 3.Appointment M/s.Thakur, Vaidyanath Aiyer & Co., Chartered Accountants as Statutory Auditors and fixing their

Total			Institutions	Public Non				Institutions	Public			3	Promoter group	Promoter and						Category	Whether promoter/promoter group are interested in the agenda/resolution	Resolution required: (Ordinary/Special)
A+B+C	Total-C	Postal Ballot (if Applicable)	Poll	E-voting	Total-B	Applicable)	(if	Poll	E-voting	Total-A	Applicable)	(if	Postal Ballot	Poll	E-voting				voting	Mode of	er/promoter gro	ed: (Ordinary/Sp
131280448	119593632	0	119593632	119593632	429659		c	429659	429659	11257157			0	11257157	11257157		(1)	held	Shares	No. of	up are interes	ecial)
15181995	3924838	0	1856094	2068744	0		c	0	0	11257157			0	170554	11086603		(2)	polled	votes	No. of	ted in the ag	
11.56	3.28	0.00	1.55	1.73	0.00		0.00	0.00	0.00	100.00			0.00	1.52	98.49	(3)=[(2)/(1)*100	shares	outstanding	polled on	% of votes	enda/resolution	
15095011	3837854	0	1856094	1981760	0		Č	0	0	11257157			0	170554	11086603		(4)	favor	votes in	No. of		
86984	86984	0	0	86984	0		Ç	0	0	0			0	0	0		(5)	against	votes	No. of	No	Ordinary Resolution
99.43	97.78	0.00	100.00	95.80	0.00		0.00	0.00	0.00	100.00			0.00	100.00	100.00		(6)=[(4)/(2)]*100	polled	favor on votes	% of votes in		solution
0.57	2.22	0.00	0.00	4.21	0.00			0.00	0.00	0.00			0.00	0.00	0.00		(6)=[(4)/(2)]*100	votes polled	against on	% of votes		

# 4. Ratification of Cost Auditors remuneration

	nd: (Ordinary/Spe	cial)				dina	ry Resolution	
Resolution required: (Cramar group are interested in the agenda/resolution	" (promotor group	n are interest	ed in the ago	enda/resolution		No		% of votes
Whether promote	/profilorer 8: ou	No of	No. of	% of votes	No. of	No. of	% of votes iii	against on
Category	Woting	Shares	votes	polled on	votes in	votes	Tavor on votes	votes polled
	Aoring	held	polled	outstanding	favor	against	(6)=[(4)/(2)]*100	(6)=[(4)/(2)]*100
		(1)	(2)	shares	(4)	(c)	(0) [(1) (0)	0.000
		X - X		(3)=[(2)/(1)*100		>	100 00	0.00
	n soting	11257157	11086603	98.49	11086603	0 0	100.00	0.00
	E-VOCING	11257157	170554	1.52	170554		0.00	0.00
Promoter and	Postal Ballot	0	0	0.00	c	c		
FIGHIORCI BIORR	(if							
	Applicable)				10071	0	100.00	0.00
	Total-A	11257157	11257157	100.00	11621101	0 0	0.00	0.00
	E voting	429659	0	0.00	C	0 0	0.00	0.00
Public	Poll	429659	0	0.00	0	0	0.00	0.00
Illourations	Postal Ballot	0	0	0.00	C	c		
	(if							
	Applicable)			0	0	0	0.00	0.00
	Total-B	429659	c	0.00	1981760	86984	95.80	4.21
pinklic Non	E-voting	119593632	2068744	1./3	100,000		100.00	0.00
Public 14011	Poll	119593632	1856094	1.55	+600001		0.00	0.00
IIIStitutions	Postal Ballot	0	0	0.00	O	c		380
	(if						¥.	
	Applicable)		t	ى ك	3837854	86984	97.78	2.22
	Total-C	119593632	3924838	0.20			00 43	0.57
-	A+R+C	131280448	15181995	11.56	15095011	86984	0.70	

Issue of equity shares on preferential basis to Birla Precision Technologies Limited

asolution require	Resolution required: (Ordinary/Special)	cial)		- Intion		No		
Whather promote	Whather promoter promoter group are interested in the agenda/resolution	are intereste	ed in the ago	nda/resolution		No. of	% of votes in	% of votes
Mietici biomore	Mode of	No. of	No. of	% of votes			favor on votes	against on
Category	Noting of		votes	polled on	'n	Votes	polled	votes polled
	0		polled	outstanding		(5)	(6)=[(4)/(2)]*100	(6)=[(4)/(2)]*100
		(1)	(2)	shares (2)-[(2)/(1)*100	3	1		
				00 00 00 (1)/[2]]-[C]	11086603	0	100.00	0.00
	E-voting	11257157	11086603	98.49	170557	0	100.00	0.00
10 -	D = 0:::-0	11257157	170554	1.52	1/0004	0 0	0.00	0.00
Promoter and	Postal Ballat	0	0	0.00	c	c	18.00 No. 18.00	N.
FIOIIIOTCI BIORP	iif					ì		
	Applicable)				14057157	0	100.00	0.00
	Total-A	11257157	1125/15/	100.00		0	0.00	0.00
-	E-voting	429659	0	0.00	0	0	0.00	0.00
Public	poll o	429659	0	0.00	0	0 0	0.00	0.00
IIIStirations	Postal Ballot	0	0	0.00	(	389		
	(If				N			
	Applicable)			000	0	0	0.00	0.00
	Total-B	429659	C	0.00	1931760	136984	93.38	6.62
	F-voting	119593632	2068744	1./3	10050001	0	100.00	0.00
Public Non	Poll	119593632	1856094	1.55	00000	<b>3</b>	0.00	0.00
Illstitutions	Postal Ballot	0	0	0.00	c			
	(if					,		
	Applicable)			0	3787854	136984	96.51	3.49
	Total-C	119593632	3924838	3.20	0			0.90
-	Δ+R+C	131280448	15181995	11.56	15045011	130904		

