



THE YASH BIRLA GROUP

28<sup>th</sup> September, 2018

To, The Dy. Gen. Manager, Corporate Relationship Dept., BSE Limited PJ Tower, Dalal Street, Mumbai-400001 Equity Scrip Code: 531845	To, National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block Bandra-Kurla Complex, Bandra(E) Mumbai-400051 Equity Scrip Name: ZENITHBIR
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Ref: NSE Symbol - ZENITHBIR; BSE Scrip Code-531845

Sub: 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 56<sup>th</sup> Annual General Meeting (vide annexure-A) which commenced at 01:30 PM and concluded at 02:55 PM on 27<sup>th</sup> September 2018 at 2<sup>nd</sup> Floor, Kilachand Conference Room, IMC Building, IMC Marg, Churchgate, Mumbai 400020.

Kindly take the same on record.

Yours Faithfully,

For Zenith Birla (India) Limited

Suneel Sullere  
Company Secretary



Encl: Annexure-A

**ZENITH BIRLA (INDIA) LIMITED**

<b>Voting results</b>	
<b>Date of Annual General Meeting</b>	<b>27-09-2018</b>
Record date	21-09-2018
Total number of shareholders on record date	56424
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	10
b) Public	35
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of resolution passed in the meeting</b>	<b>6</b>



### Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Standalone and Consolidated Financial Statements for the Financial Year ended 31st March, 2018 and Director's and Auditor's Report thereon.				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11257157	11257123	99.9997	11257123	0	100.0000	0.0000
	Poll		34	0.0003	34	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11257157	11257157	100.0000	11257157	0	100.0000
Public- Institutions	E-Voting	1104451	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1104451	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	118918840	2063919	1.7356	1966838	97081	95.2963	4.7037
	Poll		2509262	2.1101	2509262	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		118918840	4573181	3.8456	4476100	97081	97.8772
<b>Total</b>		131280448	15830338	12.0584	15733257	97081	99.3867	0.6133
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	



### Resolution (2)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary No Ratification of Cost Auditor's Remuneration				
Description of resolution considered								
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		11257123	99.9997	11257123	0	100.0000	0.0000
	Poll	11257157	34	0.0003	34	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	11257157	11257157	100.0000	11257157	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	1104451	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	1104451	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1957682	1.6462	1957682	0	100.0000	0.0000
	Poll	118918840	2509262	2.1101	2509262	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	118918840	4466944	3.7563	4466944	0	100.0000	0.0000
<b>Total</b>	<b>Total</b>	131280448	15724101	11.9775	15724101	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	



### Resolution (3)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To regularise the appointment of Mr. Durgesh Jadhav, additional Director as the Director of the Company.						
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11257157	11257123	99.9997	11257123	0	100.0000	0.0000
	Poll		34	0.0003	34	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		11257157	11257157	100.0000	11257157	0	100.0000
Public- Institutions	E-Voting	1104451	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1104451	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	118918840	1957682	1.6462	1957682	0	100.0000	0.0000
	Poll		2509262	2.1101	2509262	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		118918840	4466944	3.7563	4466944	0	100.0000
<b>Total</b>	<b>Total</b>	131280448	15724101	11.9775	15724101	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	



### Resolution (4)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To regularise the Appointment of Mr. Bhalchandra Shinde, additional Director as an Independent Director of the Company.						
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11257157	11257123	99.9997	11257123	0	100.0000	0.0000
	Poll		34	0.0003	34	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11257157	11257157	100.0000	11257157	0	100.0000
Public- Institutions	E-Voting	1104451	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1104451	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	118918840	1957682	1.6462	1957682	0	100.0000	0.0000
	Poll		2509262	2.1101	2509262	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		118918840	4466944	3.7563	4466944	0	100.0000
Total	Total	131280448	15724101	11.9775	15724101	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



### Resolution (5)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To regularise the appoint of Mrs. Pratiksha Sonavane, additional Director as the Independent Director of the Company.						
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		11257123	99.9997	11257123	0	100.0000	0.0000
	Poll	11257157	34	0.0003	34	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	11257157	11257157	100.0000	11257157	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	1104451	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	1104451	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1957682	1.6462	1957682	0	100.0000	0.0000
	Poll	118918840	2509262	2.1101	2509262	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	118918840	4466944	3.7563	4466944	0	100.0000	0.0000
<b>Total</b>	<b>Total</b>	131280448	15724101	11.9775	15724101	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	



### Resolution (6)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To regularise the Appointment of Mr. Ram Sahay Jagetiya, additional Director as the Whole Time Director of the Company						
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11257157	11257123	99.9997	11257123	0	100.0000	0.0000
	Poll		34	0.0003	34	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11257157	11257157	100.0000	11257157	0	100.0000
Public- Institutions	E-Voting	1104451	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1104451	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	118918840	1957682	1.6462	1957682	0	100.0000	0.0000
	Poll		2509262	2.1101	2509262	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		118918840	4466944	3.7563	4466944	0	100.0000
Total	Total	131280448	15724101	11.9775	15724101	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

