ISO 9001:2015 COMPANY

CIN: L40100MH1989PLC054580

URL: www.zenithfibres.com

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

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

Plant:

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

Date of the AGM/EGM	ZEINII II FIBRES LIIVII ED
	29-09-2021
Total number of shareholders on record date	4058
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	0
Public	0
No. of shareholders present in the meeting through Video Conferencing	
Promoters and Promoter Group	2
Public	16

No. of category   Noting   No. of votes   No. of	no. of shares   No. of votes     No. of votes     I					
oting like of like of like or stands in stands in stands of like of like or stands in shares         No. of votes (a shares) and shares         % of Votes (a shares) favour shares         No. of votes (a shares) favour shares         No. of votes (a shares) favour held outstanding shares         favour on votes (a shares) favour held outstanding shares         favour on votes (a shares) favour held outstanding shares         favour on votes (a shares) favour held outstanding shares         favour on votes (a shares) favour held outstanding shares         favour on votes (a shares) favour held outstanding shares         favour on votes (a shares) favour held outstanding shares         favour on votes (a shares) favour held outstanding shares         favour on votes (a shares) favour held outstanding shares         favour	No. of shares held polled polled [1] [2] 1824066 0 0 1824066 0 0 0 99873 0 0 0 0 2020197 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0			-		
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		49.7784	1944881	18448	99.0604	0.9396

			Zen	Zenith Fibres Limited	ited			A
Resolution Required : (Ordinary)	linary)		2 - To re-appoi	To re-appoint Shri Aman Rungta (DIN: 03585306) as director. who retires by rotation.	(DIN: 0358530(	6) as director. v	who retires by rotation	É
Whether promoter/ promoter group are interested in	oter group are	nterested in						
the agenda/resolution?			yes					
Category	Mode of							
	Voting			% of Votes Polled			% of Votes in	
		No. of	No. of votes	on outstanding	No. of Votes No. of Votes	No. of Votes	favour on votes	% of Votes against
		shares held	polled	shares	- in favour	-Against	polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		1824066	100.0000	1824066	0	100.0000	0.000
Promoter and Promoter	Poll	8	0	0.0000	0	0	0.0000	0.0000
Group		1824066	2				5.	f
	Postal Ballot		0	0.0000	0	0	0.0000	0.000
	Total		1824066	100.0000	1824066	0	100.0000	0.0000
	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions		99873	2					
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.000	0.0000
	E-Voting		139063	6.8836	120615	18448	86.7341	13.2659
	Poll	•	200	0.0099	200	0	100.0000	0.0000
Public Non Institutions		2020197		g**.				
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	, , , , , , , , , , , , , , , , , , ,	139263	6.8935	120815	18448	86.7531	13.2469
Total		3944136	1963329	49.7784	1944881	18448	99.0604	0.9396



3 - To approve remuneration in the state of votes and share polled share [2] [3]={[2]/[1]   1824066   10   0   0   0   0   0   0   0   0				Zeni	<b>Zenith Fibres Limited</b>	ited	2		
Category         Mode of voting         No. of votes share         % of Votes share           Category         Voting         No. of votes on outstang shares held polled shares held	n Required : (Special	(		3 - To approve 31st March, 20	remuneration to be 125.	paid to Shri Sa	njeev Rungta (I	DIN:00053602) w.e.f	1st April, 2022 to
Category         Mode of voting         No. of votes share sheld         % of Votes on outsta share sheld         % of Votes on outsta share sheld         No. of votes on outsta share sheld         % of Votes on outsta share sheld         % of Votes on outsta share share share share         % of Votes on outsta share sh	promoter/ promote	r group are ir	nterested in	a a a a a a a a a a a a a a a a a a a					
Category         Mode of voting         No. of votes share sheld         % of Votes on outstance share sheld         % of Votes on outstance share sheld         No. of votes on outstance share sheld         No. of votes on outstance share sheld         % of Votes on outstance share	a/resolution?	*		yes					
Voting         No. of No. of votes share         % of Votes share           shares held shares held polled share         shares held polled shares held sh	ategory	Mode of	2.50						
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the continuity of the continui			shares held	polled	shares	- in favour	-Against	polled	on votes polled
Poll postal Ballot Institutions         E-Voting Poll Postal Ballot Poll Poll Postal Ballot Postal Post			[1]	[2]	[3]={[2]/[1]}*100	[4]	[2]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
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bostal Ballot   Postal Ballot   Total   Total   E-Voting	-	Ilc	2	0	0.0000	0	0	0.0000	0.0000
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Poll   99873   0	<u></u>	Voting		0	0.0000	0	0	0.0000	0.0000
Postal Ballot	<u>a</u>	IIC		0	0.0000	0	0	0.0000	0.0000
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E-Voting 139063 Poll 2020197 Postal Ballot 0 Total 8	<u>  </u>	otal		0	00000	0	0	0.0000	0.0000
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C Non Institutions Postal Ballot Total  2020197  0  139263	<u>a</u>	ll	d A	200	0.0099	200	0	100.0000	0.000
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CACCOCT OCTATION			3944136	1963329	49.7784	1944881	18448	99.0604	0.9396



## 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).



Upendra Chandrashan Ckar Shukla

Digitally signed by Upendra Chandrashankar Shukla Date: 2021.09.29 18:07:08 +05'30'

- 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.

			vour of the Re		Agair	st the Resolu	tion	No	t voted
3		No. of Responses received	No. of votes cast			No. of votes cast	% of votes		No. of shares/ Votes
Remote voting	E-	40	1944681	99.06	6	18448	0.94	0	0
E-voting AGM	at	1	200	0.00	0	0	0.00	0	0
Combined	i	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.

		vour of the Re		Agair	st the Resolu	tion	No	t voted
	No. of Responses received	No. of votes cast		No. of	No. of votes cast	% of votes cast		No. of shares/ Votes
Remote E- voting	40	1944681	99.06	6	18448	0.94	0	
E-voting at AGM	1	200	0.00	0	0	0.00	0	
Combined	41	1944881	99.06	6	18448	0.94	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.



Upendra Digitally signed by Upendra Chandrasha Chandrashankar Shukla Date: 2021.09.29

nkar Shukla 18:07:33 +05'30'

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

	In fa	vour of the Re	solution	Again	st the Resolu	tion	Not	tvoted
		9	1					
	No. of	No. of votes	% of votes cast	No. of	No. of votes	% of votes	No. of	No. of shares/
	Responses	cast		Responses	cast	cast	Responses	Votes
	received			received			received	*
		3	at .		20		- "	e e
Remote E-	40	1944681	99.06	6	18448	0.94	0	0
voting						18 18 18 18 18 18 18 18 18 18 18 18 18 1	-	<i>F</i> :
E-voting at	1	200	0.00	0	0	0.00	0	0
AGM		10000						1
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

MUMBAI TO

Yours faithfully, Upendra Digitally stored by Upendra Chandrashank Chandrashankar Shukla ar Shukla (U.C. SHUKLA)

COMPANY SECRETARY

FCS: 2727/CP: 1654