

UPENDRA SHUKLA & ASSOCIATES

Company Secretaries

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Mr. Sanjeev Rungta,
Chairman,
Zenith Fibres Ltd.,
311, Marol Bhawan, Marol Co-op. Ind. Estate Ltd,
M.V. Road, J.B Nagar Post, Andheri East,
Mumbai-400 059.

Dear Sir,

Sub: Combined Report on Remote e-voting and e-voting conducted at the 37th Annual General Meeting of Zenith Fibres Limited, held at 11.00 a.m. on Tuesday, the 29th September, 2026 through video conferencing (VC)/ other audio-visual means (OAVM)

- 1) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Board of Directors to scrutinize the remote e-voting process and also e-voting by Members at the 37th 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 Tuesday, the 29th September, 2026 at 11.00 a.m.
- 2) Pursuant to General Circular No. 03/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs ("MCA") read together with previous circulars issued by MCA in this regard ("MCA Circulars") and relevant circulars issued by the Securities and Exchange Board of India ('SEBI') in this regard, the notice dated 14th August, 2026 as confirmed by the Company was sent to the Members in respect of below mentioned resolutions through electronic mode to those shareholders, 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 e-voting to the Members to cast their votes electronically on all the resolutions proposed in the Notice of the 37th 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 Members in the AGM through VC/OAVM and e-voting during the said AGM.

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HANKAR
SHUKLA

- 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 26th September, 2026 at 9.00 a.m. (IST) and ended on Monday, the 28th September, 2026 at 5.00 p.m. (IST).
- 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, 2026 were entitled to vote on the resolutions as set-out in Item Nos. 1 to 5 of the Notice convening the 37th 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 and the same was witnessed by two witnesses who are not in the employment of the Company or the RTA.
- e) All the 45 Remote/e-voting responses are valid.
- f) I now, submit hereby the 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 14th August, 2026 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 March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes
Remote E-voting	44	1908230	100.00	0	0	0.00	0	0
E-voting at AGM	1	1	100.00	0	0	0.00	0	0
Combined	45	1908231	100.00	0	0	0.00	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.

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Resolution No. 2: Ordinary Resolution: To declare dividend at the rate of Rs. 1/- (10%) per Equity Share of face value of Rs. 10/- each, fully paid up, for the financial year 2025-26.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes
Remote E-voting	44	1908230	100.00	0	0	0.00	0	0
E-voting at AGM	1	1	100.00	0	0	0.00	0	0
Combined	45	1908231	100.00	0	0	0.00	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. 3: Ordinary Resolution: To appoint a director in place of Mr. Sanjeev Rungta (DIN: 00053602), who retires by rotation and being eligible, offers himself for re-appointment.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes
Remote E-voting	43	1901630	99.65	1	6600	0.35	0	0
E-voting at AGM	1	1	100.00	0	0	0.00	0	0
Combined	44	1901631	99.65	1	6600	0.35	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. 4: Special Resolution: Appointment of Mrs. Swati Shridhar (DIN: 11885559) as an Independent Director of the Company.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	% of votes cast	No. of Response received	No. of shares/ votes
Remote E-voting	44	1908230	100.00	0	0	0.00	0	0
E-voting at AGM	1	1	100.00	0	0	0.00	0	0
Combined	45	1908231	100.00	0	0	0.00	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.

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UPENDRA SHUKLA & ASSOCIATES

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Resolution No. 5: Ordinary Resolution: Appointment of Mrs. Pinky Rungta (DIN: 01006085) as a Non- Executive Non- Independent Director of the Company.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of Ballots/ Response received	No. of votes cast	%of votes cast	No. of Response received	No. of shares/ votes
Remote E-voting	42	1901620	99.65	2	6610	0.35	0	0
E-voting at AGM	1	1	100.00	0	0	0.00	0	0
Combined	43	1901621	99.65	2	6610	0.35	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.

Thanking you,

Yours faithfully,

FOR UPENDRA SHUKLA & ASSOCIATES

UPENDRA
CHANDRASH
ANKAR
SHUKLA

(U.C. SHUKLA)

COMPANY SECRETARY

FCS: 2727/CP: 1654

UDIN: F002727H001673385
Peer Review Certificate No. 1882/2022
Place: Mumbai
Date: 30/09/2026

Rungta
Sanjeev

Digitally signed by
Rungta Sanjeev
Date: 2026.09.30
14:44:56 +05'30'

