

Date: September 30, 2015

Department of Corporate Affairs,
 BSE Limited,
 Phiroze Jeejeebhoy Towers,
 Dalal Street,
 Mumbai - 400 001

Dear Sir,

SUB: Outcome of 26th Annual General Meeting (AGM).

REF: Zenotech Laboratories Limited – Scrip no. 532039.

It is hereby informed that the 26th AGM of the members of the Company was held on Monday, 28th September, 2015 at Aalankrita Resorts, Thumkunta Village, Karimnagar Main Road, Shameerpet Mandal, R.R. District, Telengana - 500 078.

In this connection, please find attached outcome (Consolidated Scrutinizer's Report) of the Meeting signed by Mr. Azadar Hussain Khan, Chairman for the meeting, for dissemination and record.

The outcome of the e-voting & Poll is summarized hereunder:

Agenda Item as per the Notice of 26 th AGM	Description	Type of Resolution (Ordinary/ Special)	Outcome (Approved/ disapproved)
Ordinary Business			
1	Adoption of audited Financial Statement for the financial year ended March 31, 2015 along with the Reports of the Directors and Auditors thereon.	Ordinary Resolution	Approved
2	Appointment of M/s PKF Sridhar & Santhanam LLP, (Firm Regn. 0039908S/S200018), Chartered Accountants, as Statutory Auditors of the Company.	Ordinary Resolution	Approved
Special Business			
3	Appointment of Mr. Jignesh A. Goradia as Director liable to retire by rotation.	Ordinary Resolution	Approved



4	Appointment of Smt. Kavita R. Shah as Independent Director.	Ordinary Resolution	Approved
5	Appointment of Mr. Virendra G. Bhatt as Independent Director,	Ordinary Resolution	Approved
6	Approval and adoption of new set of Articles of Association.	Special Resolution	Disapproved
7	Approval to Material Related Party Transactions.	Special Resolution	Disapproved
8	Approval to keep the Register of Members, Index of Members, etc .at the office of Company's Registrar and Share Transfer Agent.	Special Resolution	Disapproved
9	Appointment of Mr. Azadar Hussain Khan as Director liable to retire by rotation.	Ordinary Resolution	Approved

Thanking you.

Yours Sincerely,

For **Zenotech Laboratories Limited**,


Chinnmoy Patnaik

Company Secretary & Head, Legal.

Annexed: Consolidated Scrutinizer's Report



Date: September 26, 2014

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the companies Act, 2013 and Rule 20
Of companies (Management and Administration) Rules, 2014]

To,
The Chairman
Zenotech Laboratories Limited
Survey No. 250-252, Turkapally Village,
Shameerpet Mandal, Hyderabad
Telengana-500078

Respected Sir,

**Sub.: Consolidated Scrutinizer's Report for Resolutions passed through Remote E-Voting Process
and on voting by Poll at 26th Annual General Meeting held on 28 September, 2015**

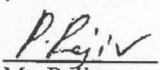
I, Mahadev Tirunagari, Company Secretary in Practice was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of Scrutinizing the remote e-voting process and ballot voting (Poll) carried out by the company pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for passing of the Resolutions as mentioned under item numbers 1 to 9 as set out in the Notice of 26th Annual General Meeting (AGM) of the shareholders of the Company dated September 1, 2015.

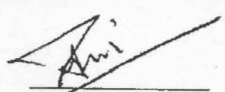
1. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers on the resolutions contained in the notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and voting through ballot process conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said Notice, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited (KARVY), the agency engaged by the company to provide remote e-voting facility for e-voting and poll conducted at the AGM.
2. The Notice dated September 01, 2015 along with Statement setting out material facts under Section 102 of the Act was dispatched to the Shareholders through courier, registered post on Thursday, September 3, 2015 and through e-mail to shareholders whose email IDs are registered with the Company/Depository Participant(s) on Monday, September 7, 2015. The said notice was dispatched on the basis of Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, August 28, 2015.



(Signature)



3. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having sent the notice of meeting and providing e-voting facility in the Financial Express English Newspaper and in Nava Telangana. Telugu Newspaper.
 4. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (Three) days from Friday, September 25, 2015 (09:00 A.M.) to Sunday, September 27, 2015 (5:00 P.M.).
 5. The voting rights of members were considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Wednesday, September 23, 2015.
 6. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my presence and the members who were present.
 7. The locked ballot box was subsequently opened in my presence and in the presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
 8. As required under the said rules, after the closure of the voting at the Annual General Meeting, the votes cast through poll were counted; thereafter the votes cast under remote e-voting facility were unblocked in the presence of Mr. Rajiv and Ms. Neha who are not in employment with the Company. They have signed below in confirmation of the votes being unblocked in their presence.
- 
Mr. Rajiv

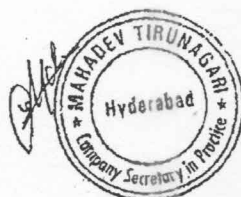

Ms. Neha
9. The poll/Ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately or I did not find any poll/Ballot papers invalid.
 10. Summary of the e-voting and poll is as follows:

Resolution No. 1 ORDINARY RESOLUTION

Adoption of Audited Financial Statements for the year ended 31st March 2015 along with the Reports of Director and the Auditor thereon

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	35	2471	Negligible
Remote E-voting	6	23015056	74.10
Total	41	23017527	74.11



(ii) Voted Against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	5	1395044	4.49
Remote E-voting	4	6645393	21.40
Total	9	8040437	25.89

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

Resolution No. 2 ORDINARY RESOLUTION

To appoint M/s. PKF Sridhar & Santhanam LLP Chartered Accountant, Hyderabad (Registration No. 003990S/S200018) as statutory Auditor

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	35	2471	Negligible
Remote E-voting	6	23015056	74.10
Total	41	23017527	74.11

(ii) Voted Against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	5	1395044	4.49
Remote E-voting	4	6645393	21.40
Total	9	8040437	25.89

(iii) Invalid Votes

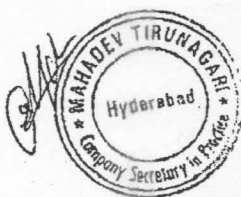
Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

Resolution No. 3 ORDINARY RESOLUTION

To appoint Mr. Jignesh A. Goradia (DIN: 07229899), as a Director of the company.

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	35	2471	Negligible
Remote E-voting	6	23015056	74.10
Total	41	23017527	74.11



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(ii) Voted Against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	5	1395044	4.49
Remote E-voting	4	6645393	21.40
Total	9	8040437	25.89

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

Resolution No. 4 ORDINARY RESOLUTION

To appoint Ms. Kavita R Shah (DIN No. 02566732) as an Independent Director for 5 (Five) Consecutive years

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	35	2471	Negligible
Remote E-voting	6	23015056	74.10
Total	41	23017527	74.11

(ii) Voted Against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	5	1395044	4.49
Remote E-voting	4	6645393	21.40
Total	9	8040437	25.89

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0



Resolution No. 5 ORDINARY RESOLUTION

To appoint Mr. Virendra G. Bhatt (DIN No. 02343351) as an Independent Director for 5 (Five) Consecutive years

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	35	2471	Negligible
Remote E-voting	6	23015056	74.10
Total	41	23017527	74.11

(ii) Voted Against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	5	1395044	4.49
Remote E-voting	4	6645393	21.40
Total	9	8040437	25.89

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

Resolution No. 6 SPECIAL RESOLUTION

Adoption of new Articles of Association under the Companies Act, 2013

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	35	2471	Negligible
Remote E-voting	7	23015306	74.10
Total	42	23017777	74.11

(ii) Voted Against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	5	1395044	4.49
Remote E-voting	3	6645143	21.40
Total	8	8040187	25.89

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0



Resolution No. 7 SPECIAL RESOLUTION**Approval to material Related Party Transactions undertaken during the year****(i) Voted in favour of the resolution**

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	35	2471	0.02
Remote E-voting	4	6887762	46.13
Total	39	6890233	46.15

(ii) Voted Against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	5	1395044	9.34
Remote E-voting	4	6645393	44.51
Total	9	8040437	53.85

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	2	16127294
Total	2	16127294

Resolution No. 8 SPECIAL RESOLUTION**Approval to change of office of RTA****(i) Voted in favour of the resolution**

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	35	2471	Negligible
Remote E-voting	7	23015306	74.10
Total	42	23017777	74.11

(ii) Voted Against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	5	1395044	4.49
Remote E-voting	3	6645143	21.40
Total	8	8040187	25.89

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0



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Resolution No. 9 ORDINARY RESOLUTION

To appoint Mr. Azadar Hussain Khan (DIN: 01219312), as a Director of the company.

(i) Voted in favour of the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	35	2471	Negligible
Remote E-voting	6	23015056	74.10
Total	41	23017527	74.11

(ii) Voted Against the resolution

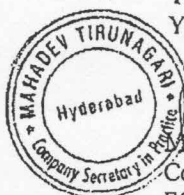
Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	5	1395044	4.49
Remote E-voting	4	6645393	21.40
Total	9	8040437	25.89

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	0	0
Remote E-voting	0	0
Total	0	0

The register, all other papers and relevant records relating to remote e-voting and Poll will remain in my safe custody until the chairman considers, approves and sign the minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary /authorized person of the Company for safe Keeping.

Thanking you,
Yours faithfully



Mahadev Tirunagari
Company Secretary in Practice
FCS: 6681
CP No: 7350
Place: Hyderabad
Date:

For Zenotech Laboratories Limited

Chairman of the meeting

