



zenotech

CIN: L27100AP1989PLC010122

ZENOTECH LABORATORIES LTD.

Survey No. 250 - 252,
Turkapally Village
Shameerpet Mandal
R R District 500 078. T.S., India.
Tel: +91 40 2348 0430 / 35
Fax: +91 40 2348 0429
www.zenotechlab.com

Date: September 26, 2016

To
The Department of Corporate Service,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Scrip Code: 532039

Sub: Declaration of E-Voting & Poll Results – Compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – 27th Annual General Meeting held on September 24, 2016

Dear Sir,

In compliance with the provisions of the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Consolidated Voting Results (Remote e-voting and Poll voting) in a specified format on the resolutions forming part of Notice of 27th Annual General Meeting of the Company held on Saturday, September 24, 2016 at 10:30 A.M. at Aalankrita Resorts, Thumkunta Village, Karimnagar Main Road, Shameerpet Mandal, R.R. District, Telangana - 500 078.

We further inform that Mr. Mahadev Tirunagari, Company Secretary in Practice, Scrutinizer has submitted his Consolidated Report dated September 26, 2016 on Remote e-voting and the Poll voting at the aforesaid Annual General Meeting Venue. A copy of the said report is also enclosed herewith.

We request you to take the above on record.

Thanking you,

Yours faithfully,
For Zenotech Laboratories Limited

Abdul Gafoor Mohammad
Company Secretary & Compliance Officer



Encl: as above

ZENOTECH LABORATORIES LIMITED

24-09-2016

5743

Date of the AGM/EGM

Total number of shareholders on record date

No. of shareholders present in the meeting either in person or through

Promoters and Promoter Group:

Public:

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group:

Public:

ORDINARY - To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended March 31, 2016 and the reports of the Board of Directors' and Auditors' thereon

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category

Mode of Voting

E-Voting

Poll

Postal Ballot (if applicable)

E-Voting

Poll

Postal Ballot (if applicable)

E-Voting

Poll

Postal Ballot (if applicable)

E-Voting

Poll

Postal Ballot (if applicable)

Total

Public- Institutions

Public- Non Institutions

Resolution required: (Ordinary/ Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category

Mode of Voting

E-Voting

Poll

Postal Ballot (if applicable)

E-Voting

Poll

Postal Ballot (if applicable)

Total

Public- Institutions

Public- Non Institutions

ORDINARY - To re-appoint Mr. Jignesh Anantray Goradia who retires by rotation and being eligible offers himself for re-appointment as a Director

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category

Mode of Voting

E-Voting

Poll

Postal Ballot (if applicable)

E-Voting

Poll

Postal Ballot (if applicable)

Total

Public- Institutions

Public- Non Institutions



AS

Promoter and Promoter Group	Postal Ballot (if applicable)																			
	E-Voting	4414	0	0.00	00	0	0.00	0	0.00	00	0	0.00	00	0.00	00	0.00	00	0.00	00	0.00
	Poll	4414	0	0.00	00	0	0.00	0	0.00	00	0	0.00	00	0.00	00	0.00	00	0.00	00	0.00
Public- Institutions	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0	0.00	00	0	0.00	00	0.00	00	0.00	00	0.00	00	0.00
	E-Voting	11408508	7284706	81.25	1343	7283363	46.34													
	Poll	11408508	144	0.00	144	0	100.00													
Public- Non Institutions	Postal Ballot (if applicable)	18295008	0	0.00	00	0	0.00	0	0.00	00	0	0.00	00	0.00	00	0.00	00	0.00	00	0.00
	Total	34427500	30299428	88.01	23016065	7283363	75.96													

ORDINARY - To approve the ratification of continuation of M/s. PKF Sridhar & Santhanam LLP as the Statutory Auditors

Resolution required: (Ordinary/ Special)	No																			
Whether promoter/ promoter group are interested in the agenda/resolution?	No																			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100												
Promoter and Promoter Group	E-Voting	23014578	23014578	100.00	23014578	0	100.00	0.00												
	Poll	23014578	0	0.00	00	0	0.00	0.00												
Public- Institutions	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00												
	E-Voting	4414	7284706	81.25	1343	7283363	46.34													
	Poll	4414	144	0.00	144	0	100.00													
Public- Non Institutions	Postal Ballot (if applicable)	18295008	0	0.00	00	0	0.00	0.00												
	Total	34427500	30299428	88.01	23016065	7283363	75.96													

ORDINARY - To approve appointment of Mr. Chintan Jitendra Shah as an Independent Director

Resolution required: (Ordinary/ Special)	No																			
Whether promoter/ promoter group are interested in the agenda/resolution?	No																			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100												
Promoter and Promoter Group	E-Voting	23014578	23014578	100.00	23014578	0	100.00	0.00												
	Poll	23014578	0	0.00	00	0	0.00	0.00												



Handwritten signature or initials.

Promoter and Promoter Group	Postal Ballot (if applicable)	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	0	0	0	0.00	00	0	0.00	0.00
	E-Voting	4414	0	0.00	00	0	0.00	0.00
	Poll	4414	0	0.00	00	0	0.00	0.00
Public- Institutions	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	E-Voting	11408508	7284706	81.25	1343	7283363	46.34	53.66
	Poll	11408508	144	0.00	144	0	100.00	0.00
Public- Non Institutions	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
Total		34427500	30299428	88.01	23016065	7283363	75.96	24.04

SPECIAL - To approve the new set of Articles of Association of the Company									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	No		23014578	23014578	100.00	23014578	0	100.00	0.00
			23014578	0	0.00	00	0	0.00	0.00
Promoter and Promoter Group			0	0	0.00	00	0	0.00	0.00
			4414	0	0.00	00	0	0.00	0.00
			4414	0	0.00	00	0	0.00	0.00
Public- Institutions			0	0	0.00	00	0	0.00	0.00
			11408508	7284706	81.25	1343	7283363	46.34	53.66
			11408508	144	0.00	144	0	100.00	0.00
Public- Non Institutions			0	0	0.00	00	0	0.00	0.00
Total			34427500	30299428	88.01	23016065	7283363	75.96	24.04

ORDINARY - To approve Material Related Party Transactions under the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	Yes		23014578	0	0.00	00	0	0.00	0.00
			23014578	0	0.00	00	0	0.00	0.00



Handwritten signature or initials.

Promoter and Promoter Group	Postal Ballot (if applicable)	0	0	0	0.00	00	0	0.00	0.00
	E-Voting	4414	0	0	0.00	00	0	0.00	0.00
	Poll	4414	0	0	0.00	00	0	0.00	0.00
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0.00	00	0	0.00	0.00
	E-Voting	11408508	7284706	1343	63.85	1343	7283363	46.34	53.66
	Poll	11408508	144	144	0.00	144	0	100.00	0.00
Public- Non Institutions	Postal Ballot (if applicable)	0	0	0	0.00	00	0	0.00	0.00
	Total	34427500	7284850	1487	21.16	1487	7283363	0.02	99.98



AP

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 of 27th Annual General Meeting
Zenotech Laboratories Limited
Survey No. 250-252, Turkapally Village,
Shameerpet Mandal, Hyderabad
Telengana-500078

Respected Sir,

Sub.: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting Process and on voting by Poll at 27th Annual General Meeting held on 24 September 2016.

I, Mahadev Tirunagari, Company Secretary in Practice has been 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 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for passing of the Resolutions as mentioned under item numbers 1 to 6 as set out in the Notice of 27th Annual General Meeting (AGM) of the shareholders of the Company dated **06 August 2016**.

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 **06 August 2016** along with Statement setting out material facts under Section 102 of the Companies Act, 2013 was dispatched to the Shareholders through courier post on **Monday, 29 August 2016** and through e-mail to shareholders whose email IDs are registered with the Company/Depository Participant(s) on **Saturday, 27 August 2016**. 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, 19 August 2016**.



3. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisements about having sent the notice of meeting and providing remote e-voting facility in the Financial Express (English Daily) and Nava Telangana (Telugu Daily) on **Wednesday, 31 August 2016**.
4. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (Three) days from **Wednesday, 21 September 2016 (09:00 A.M.) to Friday, 23 September 2016 (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. **Saturday, 17 September 2016**.
6. The facility for voting through physical ballot papers was made available at the meeting and members attending the meeting, who have not already casted their vote by Remote- E voting, exercised their right to vote at the meeting through ballot papers.
7. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence and the members who were present
8. The locked ballot box was subsequently opened in my presence and in the presence of two witness 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.
9. 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 Ms. Neha P and Mr Dayanand M who are not in employment with the Company. They have signed below in confirmation of the votes being unblocked in their presence.

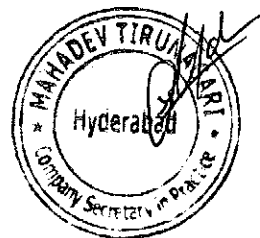


Ms. Neha P



Mr Dayanand M

10. 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.
11. Summary of the e-voting and poll is as follows:



Resolution No. 1: ORDINARY RESOLUTION

To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended March 31, 2016 and the Reports of the Board of Directors and Auditors 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	144	Negligible
Remote E-voting	11	23015921	75.96
Total	46	23016065	75.96

(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	0	0	Negligible
Remote E-voting	16	7283363	24.04
Total	16	7283363	24.04

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	4	6
Remote E-voting	1	692791
Total	5	692797

Based on the aforesaid result, Ordinary Resolution as contained in item No. 1 set forth in the notice of AGM has been passed with requisite Majority.

Resolution No. 2: ORDINARY RESOLUTION

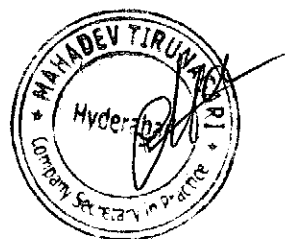
To re-appoint Mr. Jignesh Anantray Goradia (DIN: 07229899), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

(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	144	Negligible
Remote E-voting	11	23015921	75.96
Total	46	23016065	75.96

(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	0	0	Negligible
Remote E-voting	16	7283363	24.04
Total	16	7283363	24.04



(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	4	6
Remote E-voting	1	692791
Total	5	692797

Based on the aforesaid result, Ordinary Resolution as contained in item No. 2 set forth in the notice of AGM has been passed with requisite Majority.

Resolution No. 3: ORDINARY RESOLUTION

To ratify the appointment of statutory auditors of the Company, and to fix their remuneration.

(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	144	Negligible
Remote E-voting	11	23015921	75.96
Total	46	23016065	75.96

(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	0	0	Negligible
Remote E-voting	16	7283363	24.04
Total	16	7283363	24.04

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	4	6
Remote E-voting	1	692791
Total	5	692797

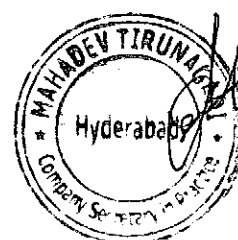
Based on the aforesaid result, Ordinary Resolution as contained in item No. 3 set forth in the notice of AGM has been passed with requisite Majority.

Resolution No. 4: ORDINARY RESOLUTION

To appoint Mr. ChintanJitendra Shah as an Independent Director

(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	144	Negligible
Remote E-voting	11	23015921	75.96
Total	46	23016065	75.96



(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	0	0	Negligible
Remote E-voting	16	7283363	24.04
Total	16	7283363	24.04

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	4	6
Remote E-voting	1	692791
Total	5	692797

Based on the aforesaid result, Ordinary Resolution as contained in item No. 4 set forth in the notice of AGM has been passed with requisite Majority.

Resolution No. 5: SPECIAL RESOLUTION

To approve and adopt new set of Articles of Association (AOA) 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	144	Negligible
Remote E-voting	11	23015921	75.96
Total	46	23016065	75.96

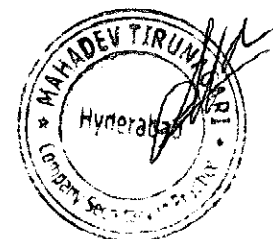
(ii) Voted against the resolution

Particulars	No of members voted	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	0	0	Negligible
Remote E-voting	16	7283363	24.04
Total	16	7283363	24.04

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	4	6
Remote E-voting	1	692791
Total	5	692797

Based on the aforesaid result, Special Resolution as contained in item No. 5 set forth in the notice of AGM has been passed with requisite Majority.



Resolution No. 6: ORDINARY RESOLUTION

To approve the material related Party Transactions with Sun Pharmaceutical Industries Limited.

(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	144	Negligible
Remote E-voting	9	1343	0.02
Total	44	1487	0.02

(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	0	0	Negligible
Remote E-voting	16	7283363	99.98
Total	16	7283363	99.98

(iii) Invalid Votes

Particulars	Total number of members whose votes were declared as invalid	Total number of votes cast by them
Poll at AGM	4	6
Remote E-voting	1	692791
Total	5	692797

The shareholding of Sun Pharmaceutical Industries Limited was not considered, since interested in the resolution.

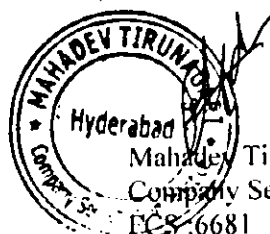
As per Regulation 23(4) of SEBI (LODR) Regulations, 2015, related parties shall abstain from voting on such resolutions, whether the entity is a related party to the particular transaction or not. Hence, the shareholding of Daiichi Sankyo Company Limited (6886500 Equity Shares) was not considered for this resolution.

Based on the aforesaid result, Ordinary Resolution as contained in item No. 6 set forth in the notice of AGM has not been passed with requisite Majority.

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 authorized person for safe Keeping.

Thanking you,
Yours faithfully

For Zenotech Laboratories Limited



Mahadev Tirunagari
Company Secretary in Practice
FCS-6681
CP No :7350
Place: Hyderabad
Date: 26 September 2016