



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 25, 2017

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 - 28th Annual General Meeting held on September 23, 2017

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 28th Annual General Meeting of the Company held on Saturday, September 23, 2017 at 10:00 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 25, 2017 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

Abdul Gafoor Mohammad
Company Secretary & Compliance Officer



Encl: as above

Resolution No.	2									
Resolution required: (Ordinary/Special)	ORDINARY - To re-appoint Mr. Azadar Hussain Khan((DIN: 01219312) 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	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	Mode of Voting	42014578	100.0000	42014578	0	100.0000	0.0000			
	E-Voting		0.0000	00	0	0.0000	0.0000			
	Poll	42014578								
Public- Institutions	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
	Total	42014578	100	42014578	0	100	0			
	E-Voting	0	0.0000	00	0	0.0000	0.0000			
Public- Non Institutions	Poll	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	4414								
	Total	0	0.0000	00	0	0.0000	0.0000			
Public- Non Institutions	E-Voting	362	0.0019	260	102	71.8232	28.1767			
	Poll	212988	1.1203	212988	0	100.0000	0.0000			
	Postal Ballot (if applicable)	19011576								
Total	213350	1.1222	213248	102	99.9522	0.0478				
Total	61030568	42227928	69.1914	42227826	102	99.9998	0.0002			

Resolution No.	3									
Resolution required: (Ordinary/Special)	ORDINARY - To ratify the appointment of statutory auditors of the Company, and to fix their remuneration									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
ORDINARY - To ratify the appointment of statutory auditors of the Company, and to fix their remuneration										
ORDINARY - To ratify the appointment of statutory auditors of the Company, and to fix their remuneration										



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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
Promoter and Promoter Group	Mode of Voting	42014578	100.0000	42014578	0	100.0000	0.0000
	E-Voting		0.0000	00	0	0.0000	0.0000
	Poll	42014578					
Public- Institutions	Postal Ballot (if applicable)		0.0000	00	0	0.0000	0.0000
	Total	42014578	100	42014578	0	100	0
	E-Voting		0.0000	00	0	0.0000	0.0000
Public- Non Institutions	Poll	4414	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0
Promoter and Promoter Group	Mode of Voting	362	0.0019	260	102	71.8232	28.1767
	E-Voting		0.0019	260	102	71.8232	28.1767
	Poll	19011576	1.1203	212988	0	100.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)		0.0000	00	0	0.0000	0.0000
	Total		1.1222	213248	102	99.9522	0.0478
	Total	61030568	69.1914	42227826	102	99.9998	0.0002

Resolution No. 4

Resolution required: (Ordinary/Special)

ORDINARY - To approve the material Related Party Transactions with Sun Pharmaceuticals Industries Limited.

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

Yes

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
Promoter and Promoter Group	Mode of Voting		0.0000	00	0	0.0000	0.0000
	E-Voting		0.0000	00	0	0.0000	0.0000
	Poll	42014578					
Public- Non Institutions	Postal Ballot (if applicable)		0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0
	Total		0	0	0	0	0



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Public- Institutions	E-Voting		0	0.0000	00	0	0.0000	0	0.0000	0.0000
	Poll	4414	0	0.0000	00	0	0.0000	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0	0.0000	0.0000
	Total		0	0	0	0	0	0	0	0
	E-Voting		362	0.0019	261	101	72.0994			27.9005
	Poll	19011576	212988	1.1203	212988	0	100.0000			0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0	0.0000	0.0000
	Total		213350	1.1222	213249	101	99.9527			0.0473
	Total	61030568	213350	0.3496	213249	101	99.9527			0.0473
Resolution No.	5									
Resolution required: (Ordinary/Special)	ORDINARY - To seek approval for service of documents on members									
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		42014578	100.0000	42014578	0	100.0000	0.0000		
	Poll	42014578	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		42014578	100	42014578	0	100	0		
Public- Institutions	E-Voting		0	0.0000	00	0	0.0000	0.0000		
	Poll	4414	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		0	0	00	0	0	0		
Public- Non Institutions	Postal Ballot (if applicable)	19011576	0	0.0000	00	0	0.0000	0.0000		
	Total		213350	1.1222	213248	102	99.9522	0.0000		
	Total	61030568	42227928	69.1914	42227826	102	99.9998	0.0002		



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 28th 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 28th Annual General Meeting held on 23 September 2017.


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 5 as set out in the Notice of 28th Annual General Meeting (AGM) of the shareholders of the Company dated 10 August 2017.

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 10 August 2017 along with Statement setting out material facts under Section 102 of the Companies Act, 2013 was dispatched to the Shareholders through courier post on Wednesday, 30 August 2017 and through e-mail to shareholders whose email IDs are registered with the Company/Depository Participant(s) on Wednesday, 30 August 2017. 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, 18 August 2017.



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, 30 August 2017.
4. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (Three) days from Wednesday, 20 September 2017 (09:00 A.M.) to Friday, 22 September 2017 (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, 16 September 2017.
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. A Bhagath Reddy 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. A Bhagath Reddy

10. 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 31 March 2017 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	51	212988	0.50%
Remote E-voting	6	42014838	99.50%
Total	57	42227826	100.00%

(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	6	102	Negligible
Total	6	102	Negligible

(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

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. Azadar Hussain Khan (DIN: 01219312), 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	51	212988	0.50%
Remote E-voting	6	42014838	99.50%
Total	57	42227826	100.00%

(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	6	102	Negligible
Total	6	102	Negligible



(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

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	51	212988	0.50%
Remote E-voting	6	42014838	99.50%
Total	57	42227826	100.00%

(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	6	102	Negligible
Total	6	102	Negligible

(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

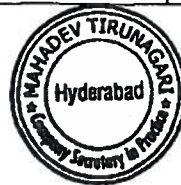
Based on the aforesaid result, Ordinary Resolution as contained in item No. 3 set forth in the notice of AGM has been passed with requisite Majority.

Resolution No. 4: ORDINARY RESOLUTION

To 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	51	212988	99.83%
Remote E-voting	5	261	00.12%
Total	56	213249	99.95%



(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	5	101	0.05%
Total	5	101	0.05%

(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

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.

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, all concerned related parties shall abstain from voting on such resolutions which requires approval for material related party transactions, 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 also not considered for this resolution.

Resolution No. 5: ORDINARY RESOLUTION

To seek approval for service of documents on members

(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	51	212988	0.50%
Remote E-voting	6	42014838	99.50%
Total	57	42227826	100.00%

(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	6	102	Negligible
Total	6	102	Negligible

(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

[Handwritten Signature]



Based on the aforesaid result, Ordinary Resolution as contained in item No. 5 set forth in the notice of AGM has 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 Tirunagar
Company Secretary in Charge
FCS :6681
CP No :7350
Place: Hyderabad
Date: 25 September 2017

Let. Aish Gohi

