

being there...

ZEN TECHNOLOGIES LIMITED

(ISO : 9001 : 2008 & ISO 27001 : 2005 Certified)

Regd. Office : B-42, Industrial Estate, Sanathnagar
Hyderabad - 500 018, Telangana, INDIA

Phone : +91 40 23813281, 23811205, 23811206

Phone : +91 40 23812894, Fax : +91 40 23813694/4894

E-mail : info@zentechnologies.com

Website : www.zentechnologies.com

Corporate Identity Number : L72200TG1993PLC015939

Ref/Zen/BSE/2014-15/140927

Date: 27 September 2014

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001

Dear Sir / Madam,

Sub: Details of voting results of 21st Annual General Meeting held on 27 September 2014
Ref: Clause 35A of the Listing Agreement

Scrip Code: 533339; Scrip ID: ZENTEC

With reference to the above mentioned subject, please find enclosed the details regarding voting results of 21st Annual General Meeting of the Company held on 27 September 2014, pursuant to Clause 35A of Listing Agreement.

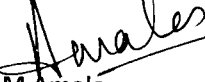
Also find enclosed the Scrutinizer Report for E-voting, Report of Scrutinizer for Poll (MGT-13) and the combined report (for e-voting and poll).

This is for your information and record.

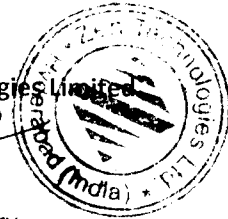
Thanking you

Yours sincerely

For Zen Technologies Limited



M Amala
Company Secretary



Encl: A/a

VOTING RESULTS FOR THE 21st ANNUAL GENERAL MEETING HELD ON 27 SEPTEMBER 2014

Date of the Annual General Meeting:		27 September 2014			
Total number of shareholders on record date:		3,970			
No. of shareholders present in the meeting either in person or through proxy: 25					
Shareholders	Present in Person	Present through Proxy / Authorization	Total	Shares	% to capital
Promoters and Promoter Group:	2	0	2	26,19,490	33.95
Public:	22	1	23	40,293	0.52
Total	24	1	25	26,59,783	34.47
No. of Shareholders attended the meeting through Video Conferencing: (No Video conferencing facility was made available)			Promoters and Promoter Group:	Nil	
			Public:	Nil	

Details of the Agenda:

Item No.1: To receive, consider and adopt the Financial Statements of the Company for the year ended 31 March 2014 including Audited Balance Sheet as at 31 March 2014, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Board of Directors' and Auditors' thereon.

Resolution required: Ordinary Resolution

Mode of voting: E-voting + Poll

Promoter /Public	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	4592257	3852450	83.89	3852450	0	100.00	0.00
Public – Institutional holders	12566	0	0.00	0	0	0.00	0.00
Public-Others	3111183	16830	0.54	16830	0	100.00	0.00
Total	7716006	3869280	50.15	3869280	0	100.00	0.00

% of votes in 'favour' and 'against' are calculated on the basis of valid votes

Item No.2: Declaration of Dividend for the financial year ended 31 March 2014.

Resolution required: Ordinary Resolution

Mode of voting: E-voting + Poll

Promoter /Public	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	4592257	3852450	83.89	3852450	0	100.00	0.00
Public – Institutional holders	12566	0	0.00	0	0	0.00	0.00
Public-Others	3111183	16830	0.54	16830	0	100.00	0.00
Total	7716006	3869280	50.15	3869280	0	100.00	0.00

% of votes in 'favour' and 'against' are calculated on the basis of valid votes

Anand



Item No.3: Appointment of Mr M Ravi Kumar (DIN: 00089921), who retires by rotation and being eligible offers himself for reappointment.

Resolution required: Ordinary Resolution

Mode of voting: E-voting + Poll

Promoter /Public	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	4592257	3852450	83.89	3852450	0	100.00	0.00
Public – Institutional holders	12566	0	0.00	0	0	0.00	0.00
Public-Others	3111183	16830	0.54	16830	0	100.00	0.00
Total	7716006	3869280	50.15	3869280	0	100.00	0.00

% of votes in 'favour' and 'against' are calculated on the basis of valid votes

Item No.4: Appointment of M/s Gokhale & Co., Chartered Accountants, Hyderabad as Statutory Auditors of the Company.

Resolution required: Ordinary Resolution

Mode of voting: E-voting + Poll

Promoter /Public	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	4592257	3852450	83.89	3852450	0	100.00	0.00
Public – Institutional holders	12566	0	0.00	0	0	0.00	0.00
Public-Others	3111183	16830	0.54	16830	0	100.00	0.00
Total	7716006	3869280	50.15	3869280	0	100.00	0.00

% of votes in 'favour' and 'against' are calculated on the basis of valid votes

Item No.5: Appointment of Cmde Sarvotham Rao (DIN: 00015530) as an Independent Director.

Resolution required: Ordinary Resolution

Mode of voting: E-voting + Poll

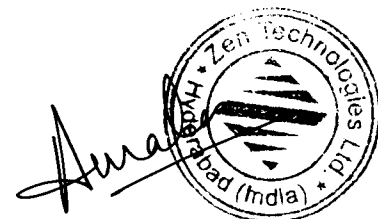
Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	4592257	3852450	83.89	3852450	0	100.00	0.00
Public – Institutional holders	12566	0	0.00	0	0	0.00	0.00
Public-Others	3111183	16830	0.54	16830	0	100.00	0.00
Total	7716006	3869280	50.15	3869280	0	100.00	0.00

% of votes in 'favour' and 'against' are calculated on the basis of valid votes

Item No.6: Appointment of Mr G Prasad (DIN: 00026718) as an Independent Director.

Resolution required: Ordinary Resolution

Mode of voting: E-voting + Poll



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Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes 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	4592257	3852450	83.89	3852450	0	100.00	0.00
Public – Institutional holders	12566	0	0.00	0	0	0.00	0.00
Public-Others	3111183	16830	0.54	16830	0	100.00	0.00
Total	7716006	3869280	50.15	3869280	0	100.00	0.00

% of votes in 'favour' and 'against' are calculated on the basis of valid votes

Item No.7: Appointment of Mrs M Sridevi (DIN: 02446610) as an Independent Director.

Resolution required: Ordinary Resolution

Mode of voting: E-voting + Poll

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes 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	4592257	3852450	83.89	3852450	0	100.00	0.00
Public – Institutional holders	12566	0	0.00	0	0	0.00	0.00
Public-Others	3111183	16830	0.54	16830	0	100.00	0.00
Total	7716006	3869280	50.15	3869280	0	100.00	0.00

% of votes in 'favour' and 'against' are calculated on the basis of valid votes

Item No.8: Reappointment of Mr Ashok Atluri (DIN: 00056050) as the Managing Director of the Company.

Resolution required: Ordinary Resolution


Mode of voting: E-voting + Poll

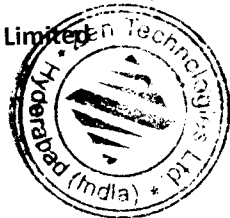
Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	4592257	3852450	83.89	3852450	0	100.00	0.00
Public – Institutional holders	12566	0	0.00	0	0	0.00	0.00
Public-Others	3111183	16830	0.54	16830	0	100.00	0.00
Total	7716006	3869280	50.15	3869280	0	100.00	0.00

% of votes in 'favour' and 'against' are calculated on the basis of valid votes

Accordingly, all the Ordinary Resolutions proposed in notice of 21st Annual General Meeting of the Members of the Company held on Saturday the 27 September 2014 were passed and approved by the Members with requisite majority.

For Zen Technologies Limited


M Amala
Company Secretary



Place: Hyderabad
Date: 27 September 2014

Report of Scrutinizer

[Pursuant to section 108 of the Companies Act 2013 and Rule 20(3) (xi) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
21st Annual General Meeting of Equity Shareholders
of Zen Technologies Limited to be held
on 27 September 2014 at 10.30 am at
B-42, Industrial Estate, Sanathnagar
Hyderabad – 500018, Telangana

Dear Sir,

I, Mahadev Tirunagari, Company Secretary in Practice, appointed as Scrutinizer of Zen Technologies Limited for the purpose of scrutinizing the e-voting Process in a fair and transparent manner and ascertaining the requisite majority in respect of the resolutions put to vote through e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, at the 21st Annual General Meeting of Equity Shareholders of Zen Technologies Limited **to be held on 27 September 2014 at 10.30 am at the Registered Office at B-42, Industrial Estate, Sanathnagar, Hyderabad-500018.** I submit my report as under

1. The E-voting period remained open from 17 September 2014 (10.00 a.m.) to 19 September 2014 (6.00 p.m).
2. The Shareholders holding shares as on the “Cut off” date i.e. 22 August 2014 were entitled to vote on the proposed resolutions (item no.1 to 8) as set out in the Notice dated 09 August 2014 of the 21st Annual General Meeting of Zen Technologies Limited.
3. The votes were unblocked on 20 September 2014 around 2:30 P.M in the presence of two witnesses, Ms G Padmini and Mr Ram Prasad, who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

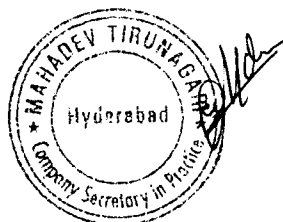


Ms G Padmini



Mr Ram Prasad

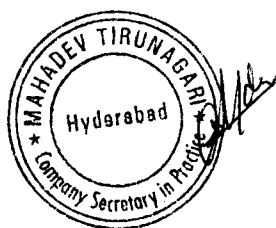
4. Thereafter the details containing inter-alia, list of Equity Shareholders, who voted ‘For’ and ‘Against’ were downloaded from the e-voting Website of Karvy Computershare Private Limited (<https://evoting.karvy.com>)



5. The Results of e-voting is as under

Resolution 1- Consider and adopt the Financial Statements of the Company for the year ended 31 March 2014 including Audited Balance Sheet as at 31 March 2014, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Board of Directors' and Auditors' thereon.		
(i) Voted in favour of the resolution		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	1316106	100
(ii) Voted in against the resolution		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	

Resolution 2- Declaration of Dividend for the financial year ended 31 March 2014		
(i) Voted in favour of the resolution		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	1316106	100
(ii) Voted in against the resolution		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	

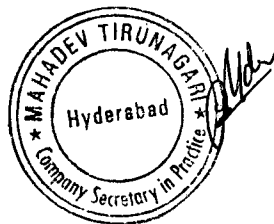


Resolution 3- Appoint a Director in place of Mr M Ravi Kumar (DIN: 00089921), who retires by rotation and being eligible offers himself for reappointment.

(i) Voted in favour of the resolution		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	1316106	100
(ii) Voted in against the resolution		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	

Resolution 4- Appoint M/s Gokhale & Co., Chartered Accountants, Hyderabad as Statutory Auditors of the Company.

(i) Voted in favour of the resolution		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	1316106	100
(ii) Voted in against the resolution		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	

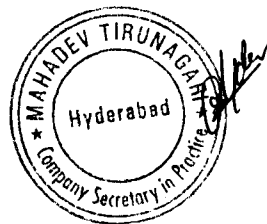


Resolution 5- Appoint Cmde Sarvotham Rao (DIN: 00015530) as an Independent Director.

(i) Voted in favour of the resolution		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	1316106	100
(ii) Voted in against the resolution		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	

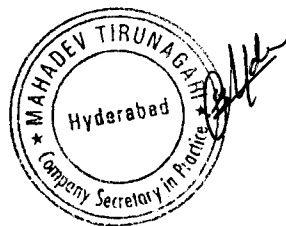
Resolution 6- Appoint Mr G Prasad (DIN: 00026718) as an Independent Director.

(i) Voted in favour of the resolution		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	1316106	100
(ii) Voted in against the resolution		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	



Resolution 7- Appoint Mrs M Sridevi (DIN: 02446610) as an Independent Director.		
(i) Voted in favour of the resolution		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	1316106	100
(ii) Voted in against the resolution		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	


Resolution 8- Reappointment of Mr Ashok Atluri (DIN: 00056050) as the Managing Director of the Company.		
(i) Voted in favour of the resolution		
Number of Members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	1316106	100
(ii) Voted in against the resolution		
Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members whose votes were declared as invalid	Total number of Votes cast by them	
0	0	



6. The register, all other papers and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 21st Annual General Meeting and thereafter the same shall be handed over to the Company for safe keeping.

Thanking you .
Yours faithfully




Mahadev Tirunagari
Company Secretary in Practice
FCS : 6681
CP No. : 7350

Place: Hyderabad
Date: 20 September 2014

Report of Scrutinizer

[Pursuant to section 109 of the Companies Act 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
21st Annual General Meeting of Equity Shareholders
of Zen Technologies Limited
held on 27 September 2014 at 10.30 am at
B-42, Industrial Estate, Sanathnagar
Hyderabad – 500018, Telangana

Dear Sir,

I, Mahadev Tirunagari, Company Secretary in Practice, appointed as Scrutinizer of Zen Technologies Limited for the purpose of the poll taken on the below mentioned resolution(s), at the 21st Annual General Meeting of Equity Shareholders of Zen Technologies Limited **held on** 27 September 2014 at 10.30 am **at** the Registered Office at B-42, Industrial Estate, Sanathnagar, Hyderabad-500018. I submit my report as under

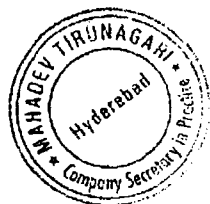
1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company
3. The poll 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 papers invalid



4. The result of the Poll is as under

Resolution 1- Consider and adopt the Financial Statements of the Company for the year ended 31 March 2014 including Audited Balance Sheet as at 31 March 2014, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Board of Directors' and Auditors' thereon.		
(i) Voted in favour of the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them in favour of the resolution	% of total number of valid votes cast
16	2553174	100
(ii) Voted in against the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members present and voting (in person or by proxy) whose votes were declared as invalid	Total number of Votes cast by them	
0	0	

Resolution 2- Declaration of Dividend for the financial year ended 31 March 2014		
(i) Voted in favour of the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them in favour of the resolution	% of total number of valid votes cast
16	2553174	100
(ii) Voted in against the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members present and voting (in person or by proxy) whose votes were declared as invalid	Total number of Votes cast by them	
0	0	



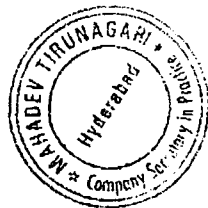
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Resolution 3- Appoint a Director in place of Mr M Ravi Kumar (DIN: 00089921), who retires by rotation and being eligible offers himself for reappointment.

(i) Voted in favour of the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them in favour of the resolution	% of total number of valid votes cast
16	2553174	100
(ii) Voted in against the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members present and voting (in person or by proxy) whose votes were declared as invalid	Total number of Votes cast by them	
0	0	

Resolution 4- Appoint M/s Gokhale & Co., Chartered Accountants, Hyderabad as Statutory Auditors of the Company.

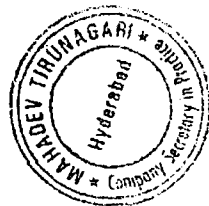
(i) Voted in favour of the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them in favour of the resolution	% of total number of valid votes cast
16	2553174	100
(ii) Voted in against the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members present and voting (in person or by proxy) whose votes were declared as invalid	Total number of Votes cast by them	
0	0	



[Handwritten Signature]

Resolution 5- Appoint Cmde Sarvotham Rao (DIN: 00015530) as an Independent Director.		
(i) Voted in favour of the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them in favour of the resolution	% of total number of valid votes cast
16	2553174	100
(ii) Voted in against the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members present and voting (in person or by proxy) whose votes were declared as invalid	Total number of Votes cast by them	
0	0	

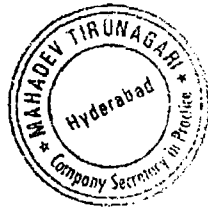
Resolution 6- Appoint Mr G Prasad (DIN: 00026718) as an Independent Director.		
(i) Voted in favour of the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them in favour of the resolution	% of total number of valid votes cast
16	2553174	100
(ii) Voted in against the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members present and voting (in person or by proxy) whose votes were declared as invalid	Total number of Votes cast by them	
0	0	



[Handwritten Signature]

Resolution 7- Appoint Mrs M Sridevi (DIN: 02446610) as an Independent Director.		
(i) Voted in favour of the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them in favour of the resolution	% of total number of valid votes cast
16	2553174	100
(ii) Voted in against the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members present and voting (in person or by proxy) whose votes were declared as invalid	Total number of Votes cast by them	
0	0	


Resolution 8- Reappointment of Mr Ashok Atluri (DIN: 00056050) as the Managing Director of the Company.		
(i) Voted in favour of the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them in favour of the resolution	% of total number of valid votes cast
16	2553174	100
(ii) Voted in against the resolution		
Number of Members present and voting (in person or by proxy)	Number of votes cast by them against the resolution	% of total number of valid votes cast
0	0	0
(iii) Invalid Votes		
Total number of members present and voting (in person or by proxy) whose votes were declared as invalid	Total number of Votes cast by them	
0	0	



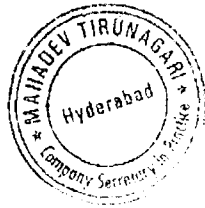
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5. A file containing list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company's authorized person for safe keeping.

Thanking you,
Yours faithfully


Mahadev Tirunagari
Company Secretary in Practice
FCS : 6681
CP No. : 7350

Place: Hyderabad
Date: 27 September 2014





**COMBINED SCRUTINIZER REPORT FOR E-VOTING AND POLL FOR
ZEN TECHNOLOGIES LIMITED**

To,

The Chairman,
21st Annual General Meeting (AGM) of the Equity Shareholders of Zen Technologies Limited held on Saturday, 27
September 2014 at 10.30 A.M. at B-42, Industrial Estate, Sanathnagar, Hyderabad – 500018, Telangana India.

Dear Sir,

I, Mahadev Tirunagari, Company Secretary in Practice, appointed as Scrutinizer for the e-voting and for the Poll held at the 21st AGM of the Company on 27 September 2014.

The Company had appointed Karvy Computershare Private Limited as the service provider, for executing the facility of electronic voting to the shareholders of the company from Wednesday, 17 September 2014 (10:00AM IST) to Friday, 19 September 2014 (6:00 PM IST) for all the resolutions set forth in the AGM notice. The e-voting results were unblocked by me on 20 September 2014 in the presence of two witness and the details are given in scrutinizer report on e-voting dated 20 September 2014.


At the 21st AGM of the Company held on 27 September 2014, the Chairman of the Company had suo moto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the Poll process. For further details kindly refer to my Scrutinizer report in form MGT-13 dated 27 September 2014.

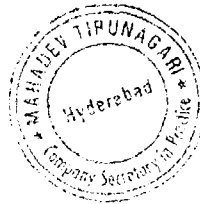
The results of the e-voting together with that of the Poll is annexured herewith.

All the resolutions stands passed under e-voting and Poll with the requisite majority.

I hereby confirm that I am maintaining the registers received from the service provider, both electronically and manually, in respect of the votes cast through e-voting and Poll by the Shareholders of the Company and the same shall be handed over to the Company Secretary for safe keeping.

Thanking you,


Mahadev Tirunagari
Company Secretary in Practice
FCS : 6681
CP No. : 7350



Place: Hyderabad
Date: 27 September 2014


Zen Technologies Limited

The results of the E-voting together with that of POLL:

Annexure

Item number of Notice and type of resolution	Description	Particulars of Businesses	Total no. of votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid/ Abstained Votes*	
				No's	% age	No's	% age	No's	% age
1. Ordinary	Consider and adopt the Financial Statements of the Company for the year ended 31 March 2014 including Audited Balance Sheet as at 31 March 2014, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Board of Directors' and Auditors' thereon.	Evoting	6	1316106	100	0	0	0	0
		Poll	16	2553174	100	0	0	0	0
		Total	22	3869280	100	0	0	0	0
2. Ordinary	Declaration of Dividend for the financial year ended 31 March 2014.	Evoting	6	1316106	100	0	0	0	0
		Poll	16	2553174	100	0	0	0	0
		Total	22	3869280	100	0	0	0	0
3. Ordinary	Appoint a Director in place of Mr M Ravi Kumar (DIN: 00089921), who retires by rotation and being eligible offers himself for reappointment	Evoting	6	1316106	100	0	0	0	0
		Poll	16	2553174	100	0	0	0	0
		Total	22	3869280	100	0	0	0	0
4. Ordinary	Appoint M/s Gokhale & Co., Chartered Accountants, Hyderabad as Statutory Auditors of the Company	Evoting	6	1316106	100	0	0	0	0
		Poll	16	2553174	100	0	0	0	0
		Total	22	3869280	100	0	0	0	0

5. Special	Appoint Cmde Sarvotham Rao (DIN : 00015530) as an Independent Director.	Evoting	6	1316106	100	0	0	0	0
		Poll	16	2553174	100	0	0	0	0
		Total	22	3869280	100	0	0	0	0
6. Special	Appoint Mr G Prasad (DIN : 00026718) as an Independent Director.	Evoting	6	1316106	100	0	0	0	0
		Poll	16	2553174	100	0	0	0	0
		Total	22	3869280	100	0	0	0	0
7. Special	Appoint Mrs M Sridevi (DIN : 02446610) as an Independent Director.	Evoting	6	1316106	100	0	0	0	0
		Poll	16	2553174	100	0	0	0	0
		Total	22	3869280	100	0	0	0	0
Special	Reappointment of Mr Ashok Atluri (DIN : 00056050) as the Managing Director of the Company.	Evoting	6	1316106	100	0	0	0	0
		Poll	16	2553174	100	0	0	0	0
		Total	22	3869280	100	0	0	0	0


Mahadev Tirunagari
Company Secretary in Practice
 FCS : 6681
 CP No. : 7350

Place: Hyderabad
 27 September 2014.

