

Date: 11th November 2021

To
The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Scrip Code - 533339

To
The Secretary
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
Symbol - ZENTEC

Dear Sir / Madam,

Sub: Proceedings of the Extraordinary General Meeting (EGM) held on 11th November 2021 along with Voting Results and Report of Scrutinizer.

This is to inform that the Extraordinary General Meeting (EGM) of the Company was held on 11th November 2021 at 10.00 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") and the business mentioned in the Notice convening the EGM dated 16th October 2021 was duly transacted.

In this regard, we hereby submit the following:

1. Proceedings of the EGM as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure-I;**
2. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as **Annexure-II;**
3. The Report of Scrutinizer on remote e-voting and voting at EGM (by electronic means) as **Annexure-III;**

Please note that all the resolutions set out in the Notice of EGM were passed with the requisite majority.

This is for your information and records. Thanking you.

Yours Faithfully,
For **Zen Technologies Limited**

HANSRAJ SINGH Digitally signed by
HANSRAJ SINGH
Date: 2021.11.11
15:21:58 +05'30'

Hansraj Singh Rajput
Company Secretary & Compliance Officer
M. No. F11438

Annexure-I

SUMMARY OF THE PROCEEDINGS OF EXTRAORDINARY GENERAL MEETING

The Extraordinary General Meeting (EGM) of the members of Zen Technologies Limited was convened on Thursday, the 11th November 2021 at 10:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Directors present through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"):

1. Mr Ashok Atluri, Chairman and Managing Director
2. Mr M. Ravi Kumar, Whole Time Director
3. Ms Shilpa Choudari, Whole Time Director
4. Mr Amreek Singh Sandhu, Independent Director
5. Dr Ravindra Kumar Tyagi, Independent Director
6. Dr Ajay Kumar Singh, Independent Director
7. Ms Sirisha Chintapalli, Independent Director

All the Directors of the Company were present at this meeting.

In attendance of the following persons present through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"):

1. Mr D. S. Rao, from M/s. P. S. Rao & Associates, Practicing Company Secretaries, Secretarial Auditors & Scrutinizers.
2. Mr Hansraj Singh, Company Secretary & Compliance Officer
3. Mr SL Kothari, Associate Director – Finance
4. Mr Srinivasu, Internal Auditor

Members Present:

The meeting was attended by 36 members through VC or OAVM

Mr Ashok Atluri, Chairman of the Company, chaired the meeting and conducted the proceedings of the meeting. The requisite quorum being present, with the permission of the chair, the Company Secretary called the meeting to order.

The Company Secretary informed the members that this Extraordinary General Meeting was held through VC or OAVM in accordance with the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India in the light of the COVID-19 pandemic. Accordingly, the Company has provided the facility for joining the meeting through VC or OAVM for the members and the Company has taken all requisite steps to facilitate members to participate at the EGM and cast their vote on items considered in the EGM as per the EGM Notice.

Members were informed that the Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice of EGM and Members who have not

cast their votes electronically and were participating in the meeting can cast their votes during the meeting through the e-voting system (Insta Poll) provided by Kfin Technologies Private Limited (Kfintech). It was also informed that there would be no voting by show of hands at the meeting. The members were further informed that the Board of Directors appointed Mr. DS Rao, Practicing Company Secretary, as the scrutinizer to supervise the e-voting process. The results along with scrutinizer report will be uploaded on the website of the Company and on the website of Kfintech and also be submitted to the stock exchanges, i.e., NSE and BSE.

The Chairman opened the Question and Answers session. The members registered as speakers were called upon by the moderator for their queries or expressing their views. There were no speakers who joined the meeting and accordingly the proceedings of the meeting continued.

The following items of business as set out in the Notice convening the Extraordinary General Meeting were commended for members' consideration and approval:

SPECIAL BUSINESS:

1. To Consider and approve the Issuance of Compulsorily Convertible Debentures (CCD's) on a preferential basis.
2. To Consider and approve the Issuance of Warrants convertible into Equity Shares to Promoter(s) of the company on a Preferential Basis.

The Chairman authorized the Company Secretary to declare the results of the voting and place the results on the website of the Company at the earliest besides submitting to Stock Exchanges.

The members were also informed that the resolutions, if passed, shall be considered as passed effective today i.e. 11th November 2021.

The Chairman announced that all the business set out in the Notice of this meeting had been concluded and a time period of 15 minutes has made available for voting at the Meeting after which the Meeting stand closed. Then the meeting was concluded with vote of thanks.

The Extraordinary General Meeting was concluded at 10:10 a.m. on 11th November 2021.

Annexure- II

NAME: ZEN TECHNOLOGIES LIMITED

SLNO	DESCRIPTION					
A	DATE OF AGM			11-11-2021		
B	BOOK CLOSURE DATE			04-11-2021 TO 04-11-2021 (BOTH DAYS INCLUSIVE)		
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE			100489		
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY			36		
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	15	0	15	46859850	58.93579
	PUBLIC	21	0	21	1110344	1.39648
	TOTAL	36	0	36	47970194	60.33227
E	No. of shareholders attended the meeting through Video conferencing _36.					

HANSRA
J SINGH

Digitally signed
by HANSRAJ
SINGH
Date: 2021.11.11
15:24:37 +05'30'

	ZEN TECHNOLOGIES LIMITED
Date of the AGM/EGM	11-11-2021
Total number of shareholders on record date	100489
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	15
Public:	21

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL - To Consider and approve the Issuance of Compulsorily Convertible Debentures (CCD's) on a preferential basis.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,78,59,850	4,65,11,196	97.1821	4,65,11,196	0	100.0000	0.0000	0	0
	Poll		13,48,654	2.8179	13,48,654	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,78,59,850	100.0000	4,78,59,850	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,84,587	1,38,632	75.1039	1,38,632	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,38,632	75.1039	1,38,632	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,14,65,563	10,32,241	3.2805	10,31,916	325	99.9685	0.0314	0	80
	Poll		46,015	0.1462	46,015	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,78,256	3.4267	10,77,931	325	99.9699	0.0301	0	80
	Total	7,95,10,000	4,90,76,738	61.7240	4,90,76,413	325	99.9993	0.0007	0	80


 Digitally signed
 by HANSRAJ
 SINGH
 Date: 2021.11.11
 15:24:57 +05'30'

Resolution No.	2									
Resolution required: (Ordinary/ Special)	SPECIAL - To Consider and approve the Issuance of Warrants convertible into Equity Shares to Promoter of the company on a Preferential Basis									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,78,59,850	4,65,11,196	97.1821	4,65,11,196	0	100.0000	0.0000	0	0
	Poll		13,48,654	2.8179	13,48,654	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,78,59,850	100.0000	4,78,59,850	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,84,587	1,38,632	75.1039	1,38,632	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,38,632	75.1039	1,38,632	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,14,65,563	10,32,241	3.2805	10,31,761	480	99.9534	0.0465	0	80
	Poll		46,015	0.1462	46,015	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,78,256	3.4267	10,77,776	480	99.9555	0.0445	0	80
Total		7,95,10,000	4,90,76,738	61.7240	4,90,76,258	480	99.9990	0.0010	0	80

HANSR
 AJ
 SINGH

Digitally signed
 by HANSRAJ
 SINGH
 Date:
 2021.11.11
 15:25:19 +05'30'

Report of Scrutinizer

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

To,
The Chairman
Zen Technologies Limited
B-42, Industrial Estate
Sanatnagar, Hyderabad - 500018

Extra-Ordinary General Meeting of the Members of Zen Technologies Limited held on Thursday, November 11, 2021 at 10.00 AM IST through Video Conferencing (VC) facility/Other Audio-Visual Means (OAVM).

Dear Sir,

I, D.S.RAO, Practicing Company Secretary (M.No.A12394), Hyderabad was appointed as Scrutinizer by the Board of Directors of Zen Technologies Limited (hereinafter referred to as "the Company") for the purpose of scrutinizing the remote e-voting and electronic voting (e-voting) at the Extra-Ordinary General Meeting (hereinafter referred to as "EGM") of the Company held today, in a fair and transparent manner pursuant to Section 108 of the Companies Act, 2013 (hereinafter referred to as "the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (also read with the Circulars issued by the Ministry of Corporate Affairs (MCA) from time to time in relation to holding of general meetings through OAVM facility) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, (hereinafter referred to as "Listing Regulations"), and the Secretarial Standards on General Meetings, on the resolution(s) as provided in the EGM Notice dated October 16, 2021, held on Thursday, November 11, 2021 at 10.00 A.M. IST through Video Conferencing (VC) facility / Other Audio Visual Means (OAVM) facility for ascertaining the requisite majority for the Resolutions proposed in the said EGM Notice.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules including MCA Circulars and Listing Regulations relating to remote e-voting and e-voting at the EGM for the Resolutions proposed in the Notice of the EGM. My responsibility as a Scrutinizer is to ensure that the remote e-voting and e-voting at the EGM is carried out in a fair and transparent manner and to make a consolidated scrutinizer's report on the votes cast "IN FAVOUR" or "AGAINST" the resolutions proposed in the Notice of the EGM. The Company has engaged the services of KFin Technologies Private Limited (hereinafter referred to as "KFin") for voting by electronic means (both for remote e-voting and e-voting at the EGM).



[Signature]

Contd.....2

::2::

In accordance with the Notice of the EGM and Corrigendum thereto sent to the members and the 'Advertisements' published pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, the remote e-voting period was opened from 09.00 AM IST on Saturday, November 6, 2021 and was closed at 5.00 PM IST on Thursday, November 10, 2021. Members holding shares as on Thursday, November 4, 2021, "cut-off date", were entitled to vote on the resolution stated in the Notice of the EGM of the Company.

The voting at the EGM was allowed by using an electronic voting system, on the resolutions on which the voting is to be held. The said voting system was provided to all those members who attended the EGM through VC/OAVM but have not cast their votes by availing the remote e-voting facility. As per the information provided by KFin, the name of the members who had already voted through remote e-voting facility was blocked for voting at the EGM. After the conclusion of the voting at the EGM, the votes cast thereat were downloaded from website, <https://evoting.kfintech.com>. Thereafter, the votes on remote e-voting were unblocked on Thursday, November 11, 2021 at 10.26 AM IST, in the presence of two witnesses who were not employees of the Company and the e-voting results/list of members who have voted for and against were downloaded from the e-voting website of KFin.

The combined results of the remote e-voting and e-voting at the EGM are given as '**Annexure-1 & 2**' to this report. Based on combined results, we report that the resolutions as per the Notice of the EGM of the Company stands passed with requisite majority.

HANSRAJ
SINGH
Digitally signed
by HANSRAJ
SINGH
Date: 2021.11.11
15:23:49 +05'30'



[Signature]
CS D.S.RAO
PCS

M. No: A12394; C.P. No: 14487
UDIN: A012394C001403575

Place: Hyderabad

Date: November 11, 2021

Resolution No.	1									
Resolution required:	SPECIAL RESOLUTION - To Consider and approve the Issuance of Compulsorily Convertible Debentures (CCD's) on a preferential basis.									
Related Party Transaction	The said resolution will not come within the meaning of related party transaction as specified under SEBI(LODR) Regulations and provisions of the Companies Act,2013									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,78,59,850	4,65,11,196	97.1821	4,65,11,196	0	100.0000	0.0000	0	0
	Poll		13,48,654	2.8179	13,48,654	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,78,59,850	100.0000	4,78,59,850	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,84,587	1,38,632	75.1039	1,38,632	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,38,632	75.1039	1,38,632	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,14,65,563	10,32,241	3.2805	10,31,916	325	99.9685	0.0314	0	80
	Poll		46,015	0.1462	46,015	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,78,256	3.4267	10,77,931	325	99.9699	0.0301	0	80
Total		7,95,10,000	4,90,76,738	61.7240	4,90,76,413	325	99.9993	0.0007	0	80



D. Rao

Annexure- 2

Annexure- 2

Resolution No.	2									
Resolution required:	SPECIAL RESOLUTION - To Consider and approve the Issuance of Warrants convertible into Equity Shares to Promoter of the company on a Preferential Basis									
Related Party Transaction	The said resolution will not come within the meaning of related party transaction as specified under SEBI(LODR) Regulations and provisions of the Companies Act,2013									
				% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100			% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)		No. of Votes – in favour (4)	No. of Votes – against (5)			Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,78,59,850	4,65,11,196	97.1821	4,65,11,196	0	100.0000	0.0000	0	0
	Poll		13,48,654	2.8179	13,48,654	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,78,59,850	100.0000	4,78,59,850	0	100.0000	0.0000	0	0
Public-Institutions	E-Voting	1,84,587	1,38,632	75.1039	1,38,632	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,38,632	75.1039	1,38,632	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,14,65,563	10,32,241	3.2805	10,31,761	480	99.9534	0.0465	0	80
	Poll		46,015	0.1462	46,015	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,78,256	3.4267	10,77,776	480	99.9555	0.0445	0	80
Total		7,95,10,000	4,90,76,738	61.7240	4,90,76,258	480	99.9990	0.0010	0	80



D. Rao