



Date: 30th September, 2023

To The Dy. Gen. Manager, Corporate Relationship Dept., BSE Limited PJ Tower, Dalal Street, Mumbai-400001 Equity Scrip Code: 531845	To, National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block Bandra-Kurla Complex, Bandra (E) Mumbai-400051 Equity Scrip Name: ZENITHSTL
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Dear Sir / Madam,

Sub:- **Proceedings at the 61st Annual General Meeting of the company held on September 30, 2022**

In terms of Regulation 30 and Part - A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the summary of proceedings of the 61st Annual General Meeting of the Company held on Saturday, September 30, 2023 at 1.00 P.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

Kindly take the above intimation on your record.

Yours faithfully,

For Zenith Steel Pipes & Industries Limited

Minal Umesh Pote
Director
DIN: 07163539

ZENITH STEEL PIPES & INDUSTRIES LIMITED

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CIN: L29220MH1960PLCO11773

Registered Office: Industry House, 5th Floor, 159, Churchgate Reclamation, Mumbai 400020

SUMMARY OF PROCEEDINGS OF 61st ANNUAL GENERAL MEETING OF ZENITH STEEL PIPES & INDUSTRIES LIMITED HELD ON SATURDAY, SEPTEMBER 30, 2023 AT 1.00 P.M. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”)

A. DATE, TIME AND VENUE OF THE MEETING:

In terms of the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 5, 2022 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 (collectively "SEBI Circulars"), have permitted companies to conduct Annual General Meeting through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), the 61st Annual General Meeting (AGM) of the Members of Zenith Steel Pipes & Industries Limited was held on Saturday, September 30, 2023 at 1.00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). Total 41 members attended the meeting as per the records of attendance.

B. PROCEEDINGS IN BRIEF:

After ascertaining that the requisite numbers of members were present through VC/OAVM, Ms. Minal Umesh Pote, Whole Time Director of the Company presided over the Meeting and welcomed all the members.

The Chairperson of the Meeting informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms the Meeting was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.

She further informed that the Company had tied up with NSDL to provide facility for voting through remote e-voting and NSDL have been appointed for providing facilities of e-voting during the AGM and Purva Sharegistry (India) Private Limited have been appointed for conducting the AGM through VC/ OAVM facility.

The Chairperson introduced all the Directors present, Chief Financial Officer, Company Secretary and the Statutory Auditor of the Company.

The Chairperson informed to the members that:

In accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Members have been provided the facility to exercise their right to vote by electronic means, either through remote e-voting or by evoting at the AGM.

Members joining the meeting through video conferencing, who have not cast their vote by remote e-voting, may vote through e-voting facility provided by National Security Depository Limited (“NSDL”) at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM shall not be entitled to cast their vote again.

Thereafter, Ms. Minal Umesh Pote delivered the Chairperson’s speech at the Annual General Meeting.

Further, with the permission of the members, the Chairperson declared that the Notice convening the AGM and the Directors’ Report, were taken as read. The Statutory Auditors’ Report did not contain any qualifications/adverse remarks; therefore, the same was taken as read. Secretarial Audit Report, contained qualifications/adverse remarks, which were read by the Chairperson along with reply/clarifications.

The Chairperson informed that none of the Member had registered himself/herself as speaker for the meeting through VC/ OAVM.

Thereafter the Chairperson read out the following items of business as per the Notice of 61st Annual General Meeting dated September 07, 2023 which were to be carried by the members at the meeting:

S. No.	Particulars	Type of Resolution
ORDINARY BUSINESS:		
1.	A. Audited Standalone Annual Accounts of the Company for the financial year ended March, 31st 2023, along with the Directors Report and Auditors report thereon; B. Audited Consolidated Annual Accounts of the Company for the financial year ended March, 31st 2023, along with the Auditors report thereon;	Ordinary Resolution
2.	Reappointment of Pramod Shivaji Bhosale (DIN: 08669615), who retires by rotation	Ordinary Resolution

	and being eligible, offered herself for re-appointment;	
SPECIAL BUSINESS:		
3.	Ratified the remuneration of Cost Auditor and in this regard, pass the special resolution;	Ordinary Resolution
4.	To approve the re-appointment of Mrs. Bhavika Sharma (DIN: 08846865) as an Independent Director of the Company for a second term of three consecutive years and in this connection, if thought fit, to pass, with or without modification(s),	Special Resolution
5.	Regularization of Additional Director Mr. Ganesh Ramesh Mahendrakar (DIN :10240514) as a director (Independent Category) of the company	Special Resolution

The Chairperson also informed the members about the following:

- i. The remote e-voting period had commenced on September 26, 2023 at 9.00 a.m. (IST) and ended on September 29, 2023 at 5.00 p.m. (IST).
- ii. The Company had provided a facility to the members to cast their votes electronically. Members who had not cast their votes through remote voting platform were provided with an opportunity to cast their votes, electronically during the AGM and a time period of 15 minutes would be available for voting at the meeting after which the meeting will stand closed.
- iii. The Company has appointed Mr. Anil Kumar Somani, Company Secretary of M/s. Anil Somani & Associates, Practicing Company Secretaries, as Scrutinizer to conduct the process in a fair and transparent manner.

Thereafter, the Chairperson announced that all the business set out in the Notice of the meeting had been concluded. The voting results along with the Scrutinizer's Report will be made available on the Company's website at www.zenithsteelpipes.com and will be simultaneously be communicated to the Stock Exchange within 48 hours from the conclusion of the AGM.

The Chairperson on behalf of the Board thanked the Shareholders for attending and participating at the AGM.

The 61st Annual General Meeting of the Company concluded at 1.11 p.m.

Thanking You,

Yours faithfully,

For Zenith Steel Pipes & Industries Limited

Minal Umesh Pote
Director
DIN: 07163539