



# Zenith Exports Limited

19, R. N. Mukherjee Road, Kolkata - 700 001, India  
Telephone : 2248-7071, 2248-6936  
E-mail : sec@zenithexportsltd.net  
CIN : L24294WB1981PLC033902

20<sup>th</sup> December'2023

**The Manager**

Listing Department  
National Stock Exchange of India Limited  
'Exchange Plaza', C-1, Block-G  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai- 400 051  
Scrip Code: ZENITHEXPO

**The Secretary**

Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400 001  
Scrip Code: 512553

Dear Sir/Madam,

**Sub: Outcome under Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations'2015**

**Ref : E-Voting Results along with Consolidated Scrutinizer's Report for the Postal Ballot of the Company for re-appointment of Independent Directors.**

Pursuant to Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are enclosing herewith the details of voting results (through remote e-voting of the Postal Ballot) of the business transacted at Postal Ballot of the Company for re-appointment of independent Directors.

Further, as required under Section 108 of the Companies Act,2013 read with Rule 20 of the Companies (Management and Administration) Rules,2014 as amended from time to time, the Consolidated Scrutinizer's Report on remote e-voting process and e-voting in Postal Ballot is also enclosed herewith.

Please be noted that all the Resolutions set out in the Notice convening Postal Ballot have been duly passed with requisite majority.

Kindly take the above information on record.

Thanking You,  
Yours faithfully,  
For **ZENITH EXPORTS LIMITED**

(Varun Loyalka)  
Managing Director  
DIN: 07315452



## **SCRUTINIZER'S REPORT**

To  
The Board of Directors  
Zenith Exports Limited  
19, R.N. Mukherjee Road  
Kolkata - 700001  
West Bengal

*Dear Sir,*

- (1) I have been appointed as Scrutinizer by the Company in connection with Postal Ballot conducted in terms of MCA Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 22/2020 dated 15th June, 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 31st December, 2020, MCA Circular No. 10/2021 dated 23rd June, 2021, MCA Circular No. 20/2021 dated 8th December, 2021, MCA Circular No. 3/2022 dated 5th May, 2022, MCA Circular No. 11/2022 dated 28th December, 2022 and MCA Circular No. 09/2023 dated 25th September, 2023 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting process through remote e-voting ("e-voting") in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 10th November, 2023.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolutions contained in the Notice of Postal Ballot dated 10th November, 2023. My responsibility as a scrutinizer for the voting process through e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide e-voting facility.
- (3) I submit my report as under:
  - (a) The Company had completed dispatch of the Notice of Postal Ballot through electronic mode on 17th November, 2023 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 10th November, 2023.
  - (b) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by NSDL e-voting system ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)).
  - (c) The e-voting period remained open from 09:00 A.M. IST on Monday, 20th November, 2023 up to 5:00 P.M. IST on Tuesday, 19th December, 2023.







- (d) The shareholders holding shares as on the “cut off” date, i.e. 10th November, 2023 were entitled to vote on the proposed resolutions as mentioned in the Notice of Postal Ballot dated 10th November, 2023.
- (e) The result of the e-voting was downloaded after 5:00 p.m. on Tuesday, 19th December, 2023 from NSDL website providing the platform for e-voting system ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) and were unblocked in the presence of two witnesses, namely, Mr. Sonal Kumar, residing at 83A, Santosh Roy Road, Nandan Pally, Kolkata - 700008 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, and has been included in this report.
- (f) The summary of the votes casted through e-voting (**EVEN: 127154**) is as follows :-

**SPECIAL BUSINESS:**

**Resolution 1 : Special Resolution**

**Re-appointment of Mr. Rabindra Kumar Sarawgee (DIN: 00559970), as Non-Executive Independent Director of the Company**

(i) Voted **in favour** of the Resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote E-voting	62	4932030	99.9997%

(ii) Voted **against** the Resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote E-voting	3	13	0.0003%

(iii) **Invalid** Votes:

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0





## **Resolution 2 : Special Resolution**

**Re-appointment of Mr. Surendra Bafna (DIN: 00127681), as Non-Executive Independent Director of the Company**

(i) Voted *in favour* of the Resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote E-voting	62	4932030	<b>99.9997%</b>

(ii) Voted *against* the Resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote E-voting	3	13	<b>0.0003%</b>

(iii) *Invalid Votes:*

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

- The proposed resolutions have therefore been passed with requisite majority by the shareholders of the Company.
- You may accordingly declare the result of the Postal Ballot through e-voting.
- The electronic data and e-voting registers shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot through e-voting.



**ASIT KUMAR LABH**  
B.Com.(H), ACS



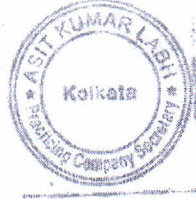
**C/o. A. K. Labh & Co.**  
Company Secretaries

40, Weston Street, 3rd Floor, Kolkata -700 013  
Ph. : (033) 2221-9381, 4063-0236, Fax : (033) 2221-9381  
(M) : 97487-36545  
e-mail : asit@aklabh.com / asit.labh1@gmail.com  
Website : [www.aklabh.com](http://www.aklabh.com)

Thanking You,

Yours truly

(CS ASIT KUMAR LABH)  
Practising Company Secretary  
ACS - 32891 / CP No. - 14664  
UDIN: A032891E002987141



Place: Kolkata  
Dated: 20.12.2023

Witness:

1.

(Sonal Kumar)  
83A, Santosh Roy Road, Nandan Pally  
Kolkata - 700008

2.

(Anushree Dasgupta)  
28/N, Dwijen Mukherjee Road, Behala  
Kolkata - 700060

Received the Report of the Scrutinizer  
For Zenith Exports Limited

(Varun Loyalka)  
Managing Director  
DIN: 07315452





ZENITH EXPORTS LIMITED

Disclosure of voting results by listed entities in terms of Clause 44(3) of the Listing Agreement			
Date of the Postal Ballot		:	20-11-2023
Total number of shareholders on Cut-off date (10.11.2023)		:	2193
No. of Shareholders present in the meeting either in person or through proxy:			0
Promoters and Promoter Group		:	0
Public		:	0
No. of Shareholders attended the Postal Ballot through e-voting		:	65
Promoters and Promoter Group		:	11
Public		:	54

Details of Agenda :

Resolution No : 1) Re-appointment of Mr. Rabindra Kumar Sarawee (DIN: 00559970), as Non-Executive Independent Director of the Company. Independent Director of the Company.

Resolution required (Ordinary/ Special)	Special
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes Against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$\frac{[3]-([2]/[1])}{100}$	[4]	[5]	$\frac{[6]-([4]/[2])}{100}$	$\frac{[7]-([5]/[2])}{100}$
Promoters and Promoters Group	E-voting		2792556	100.00	2792556	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	2792556	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2792556</b>	<b>2792556</b>	<b>100.00</b>	<b>2792556</b>	<b>0</b>	<b>100.00</b>
Public Institutions	E-voting		0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public Non Institutions	E-voting		2139487	82.17	2139474	13	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	2603694	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2603694</b>	<b>2139487</b>	<b>82.17</b>	<b>2139474</b>	<b>13</b>	<b>100.00</b>
<b>Total</b>		<b>5396250</b>	<b>4932043</b>	<b>91.40</b>	<b>4932030</b>	<b>13</b>	<b>100.00</b>	<b>0.00</b>

\* this fields are optional

Details of Invalid Votes		No. of Votes
Category		
Promoter and Promoter Group		
Public Institutions		
Public - Non Institutions		

Resolution: No :2) Re-appointment of Mr. Surendra Bafna (DIN: 00127681), as Non-Executive Independent Director of the Company. Director of the Company. appointment.

Resolution required (Ordinary/ Special)	Special
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes Against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$\frac{[3]-([2]/[1])}{100}$	[4]	[5]	$\frac{[6]-([4]/[2])}{100}$	$\frac{[7]-([5]/[2])}{100}$
Promoters and Promoters Group	E-voting		2792556	100.00	2792556	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	2792556	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2792556</b>	<b>2792556</b>	<b>100.00</b>	<b>2792556</b>	<b>0</b>	<b>100.00</b>
Public Institutions	E-voting		0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public Non Institutions	E-voting		2139487	82.17	2139474	13	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	2603694	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2603694</b>	<b>2139487</b>	<b>82.17</b>	<b>2139474</b>	<b>13</b>	<b>100.00</b>
<b>Total</b>		<b>5396250</b>	<b>4932043</b>	<b>91.40</b>	<b>4932030</b>	<b>13</b>	<b>100.00</b>	<b>0.00</b>

\* this fields are optional

Details of Invalid Votes		No. of Votes
Category		
Promoter and Promoter Group		
Public Institutions		
Public - Non Institutions		

