



Ref No.: ZLL/CS/BSE/NSE

Date: 30.01.2024

BSE Limited, Corporate Relationship Department P. J. Towers, Dalal Street, Mumbai- 400 001 Company Code- 541400	National Stock Exchange of India Limited Listing Compliance Department Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 (Symbol - ZIMLAB)
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Dear Sir/Madam,

**Sub : Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Voting Results, Postal Ballot**

This is further to the disclosure dt. 28<sup>th</sup> December, 2023 regarding the Postal Ballot Notice, we wish to inform that the remote e-Voting process concluded on 28<sup>th</sup> January, 2024 at 5.00 p.m. (IST), post which the Scrutinizer has submitted the Report on the voting results of the Postal Ballot. Based on the Report of the Scrutinizer, we hereby inform that the Special Resolutions as proposed in the notice of the Postal Ballot were passed by the Members with requisite majority.

Accordingly, we are enclosing herewith the following:

1. Voting Results of the said Postal Ballot through remote e-Voting, in relation to aforesaid Transactions, as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Annexure A**.
2. The Scrutinizer's Report dated 29<sup>th</sup> January, 2024 pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure B**.

The aforesaid Voting Results and the Scrutinizer's Report are also made available on the website of the Company [www.zimlab.in](http://www.zimlab.in) and on website of National Securities Depository Limited [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

Please take the above on your record.

Thanking you,

Yours faithfully,

For ZIM LABORATORIES LIMITED

(Piyush Nikhade)  
Company Secretary and Compliance Officer  
Membership No. A38972

**ZIM LABORATORIES LIMITED**

[www.zimlab.in](http://www.zimlab.in) | [info@zimlab.in](mailto:info@zimlab.in) | CIN : L99999MH1984PLC032172

Works : B-21/22, MIDC Area, Kalmeshwar – 441 501 Dist. Nagpur  
Maharashtra, India. Ph. + 91.718.271370 | Fax : +091.7118.271470

Regd. Office : Sadoday Gyan (Ground Floor), Opp. NADT, Nelson Square,  
Nagpur – 440013. Maharashtra, India. Ph. +091.712.2981960

<b>General information about company</b>	
Scrip code	541400
NSE Symbol	ZIMLAB
MSEI Symbol	NOTLISTED
ISIN	INE518E01015
Name of the company	ZIM Laboratories Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-01-2024
Start time of the meeting	
End time of the meeting	

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Roshni Jethani
Firms Name	NA
Qualification	CS
Membership Number	48849
Date of Board Meeting in which appointed	23-12-2023
Date of Issuance of Report to the company	29-01-2024

<b>Voting results</b>	
Record date	22-12-2023
Total number of shareholders on record date	17520
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>3</b>

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of 'ZIM Laboratories Employee Stock Option Scheme 2023'				
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)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16207980	16207980	100.0000	16207980	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>16207980</b>	<b>16207980</b>	<b>100.0000</b>	<b>16207980</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	32517834	8906392	27.3893	8901001	5391	99.9395	0.0605
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>32517834</b>	<b>8906392</b>	<b>27.3893</b>	<b>8901001</b>	<b>5391</b>	<b>99.9395</b>
<b>Total</b>		<b>48725814</b>	<b>25114372</b>	<b>51.5422</b>	<b>25108981</b>	<b>5391</b>	<b>99.9785</b>	<b>0.0215</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of grant of employee stock options to the eligible employees of the subsidiary company(ies) of the Company under 'ZIM Laboratories Employee Stock Option Scheme 2023'				
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)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16207980	16207980	100.0000	16207980	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	16207980	16207980	100.0000	16207980	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	32517834	8906392	27.3893	8901001	5391	99.9395	0.0605
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	32517834	8906392	27.3893	8901001	5391	99.9395	0.0605
<b>Total</b>		48725814	25114372	51.5422	25108981	5391	99.9785	0.0215
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for payment of remuneration to the Managing Director and Whole Time Directors in case of absence or inadequacy of profits, as per Section II, Part II of Schedule V of the Companies Act, 2013.				
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)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16207980	16207980	100.0000	16207980	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		16207980	16207980	100.0000	16207980	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	32517834	8906392	27.3893	8900751	5641	99.9367	0.0633
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		32517834	8906392	27.3893	8900751	5641	99.9367
<b>Total</b>		48725814	25114372	51.5422	25108731	5641	99.9775	0.0225
<b>Whether resolution is Pass or Not.</b>							Yes	



**ROSHNI JETHANI  
COMPANY SECRETARY**

Add: plot No. 42. Near Varsha App,  
Jaripatka, Nagpur – 440014 (MH)  
E-mail: csroshnijethani@gmail.com  
Mob: 9766171518

**REPORT OF SCRUTINIZER ON REMOTE E-VOTING  
THROUGH POSTAL BALLOT**

To,

**Dr. Anwar Siraj Daud, Chairman  
ZIM LABORATORIES LIMITED,**  
Sadoday Gyan (Ground Floor),  
Opp. NADT, Nelson Square,  
Nagpur – 440 013.

Dear Sir,

**Sub :Scrutinizer's Report on Postal ballot through remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014.**

I, Roshni Jethani, Company Secretary in Practice (Membership No. A48849, COP No. 17722, Peer Review No. 2412/2022), have been appointed as the Scrutinizer by the Board of Directors of ZIM Laboratories Limited vide resolution passed at the Board meeting dated 23.12.2023 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, to scrutinize the voting process held between 30.12.2023 and 28.01.2024.

The management of the Company is responsible to ensure the compliances of the Companies, Act 2013, and Rules thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time related to voting through electronic means on the resolutions contained in the Notice of Postal Ballot. My responsibility as a scrutinizer for the E-voting process is restricted to making the scrutinizer's report on the votes cast in favour or against the resolution stated in the notice based on the reports generated from the e-voting system provided by NSDL.

The Notice dated 23.12.2023 for Postal Ballot along with Explanatory Statement setting out the material facts under Section 102 of the Companies Act, 2013, were sent to the Shareholders on 28.12.2023 in respect of the below mentioned resolution(s) to be passed through Postal Ballot.

The Company has appointed National Securities Depositories Limited (NSDL) as the agency for providing the platform for remote e-voting.

The Shareholders of the Company holding shares as on the "cut-off" date of 22.12.2023 were entitled to vote on the proposed resolution(s) as set out in item nos. 1 to 3 in the Notice of the Postal Ballot of ZIM Laboratories Limited.



The voting period for remote e-voting commenced on 30.12.2023, Saturday at 9.00 a.m. and ended on 28.01.2024, Sunday at 5.00 p.m. and the NSDL e-voting platform for remote e-voting was blocked thereafter. The votes cast under remote e-voting facility were then downloaded from e-voting system of NSDL in presence to two witnesses.

I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from NSDL e-voting system.

I now submit the Report as under on the results of the voting through remote e-voting.

#### RESOLUTION NO. 1

##### Approval of 'ZIM Laboratories Employee Stock Option Scheme 2023'

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

	Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
E-voting	73	2,51,08,981	99.94
Total	73	2,51,08,981	99.94

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

	Number of members voted through electronic voting system	Number of valid votes cast (Shares)	% of total number of valid votes cast
E-voting	4	5,391	0.06
Total	4	5,391	0.06

(iii) **Invalid** Votes:

	Number of members voted through electronic voting system	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

#### RESOLUTION NO. 2

##### Approval of grant of employee stock options to the eligible employees of the subsidiary company(ies) of the Company under 'ZIM Laboratories Employee Stock Option Scheme 2023'

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

	Number of members voted through electronic voting system	Number of valid votes cast (Shares)	% of total number of valid votes cast
E-voting	73	2,51,08,981	99.94
Total	73	2,51,08,981	99.94





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

	Number of members voted through electronic voting system	Number of valid votes cast (Shares)	% of total number of valid votes cast
E-voting	4	5,391	0.06
Total	4	5,391	0.06

(iii) **Invalid** Votes:

	Number of members voted through electronic voting system	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

### RESOLUTION NO. 3

**Approval for payment of remuneration to the Managing Director and Whole Time Directors in case of absence or inadequacy of profits, as per Section II, Part II of Schedule V of the Companies Act, 2013**

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

	Number of members voted through electronic voting system	Number of valid votes cast (Shares)	% of total number of valid votes cast
E-voting	69	2,51,08,731	99.94
Total	69	2,51,08,731	99.94

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

	Number of members voted through electronic voting system	Number of valid votes cast (Shares)	% of total number of valid votes cast
E-voting	8	5,641	0.06
Total	8	5,641	0.06

(iii) **Invalid** Votes:

	Number of members voted through electronic voting system	Number of votes cast (Shares)	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL



**RESULTS OF E-VOTING:**

As the maximum members who have voted have casted their vote in favour of the three Special resolutions, I report that resolution No. 1, 2 and 3 as set out in the Notice of Postal Ballot are passed in favour with requisite majority.

Thanking you,

Yours faithfully,

ROSHNI  
MOHANLAL  
JETHANI

Digitally signed by ROSHNI MOHANLAL JETHANI  
DN: cn=ROSHNI MOHANLAL JETHANI, o=ROSHNI MOHANLAL JETHANI, ou=ROSHNI MOHANLAL JETHANI, email=ROSHNI.MOHANLAL.JETHANI@ROSHNI.MOHANLAL.JETHANI.COM, c=IN, postalCode=440002, st=MAHARASHTRA, street=NAGPUR OPPOSITE HUSAMIYA HIGH SCHOOL SHANTI NAGARDAUD COMPOUND 440002, l=NAGPUR, o=Personal, title=9918, serialNumber=f3c3d2b1c86fed1f85c8f3be73ebbc5ddca3158fca7d807312ec2dbb6b6c6, pseudonym=991820221209115943966, 2.5.4.20=511c23e503cb2eeb12337cb9fed81e7e0f60a9b9bc6751b76cbe2eb67f15a912, email=ANWARDAUD@ZIMLAB.IN, cn=ANWAR SIRAJ DAUD  
Date: 2024.01.29 21:31:54 +05'30'

**CS Roshni Jethani**  
**Company Secretary in Practice**  
**Membership No: A48849**  
**COP No.: 17722**  
**Peer Review No.: 2412/2022**  
**UDIN: A048849E003328818**  
*Date: 29/01/2024*

The votes cast under e-voting were unblocked from portal of NSDL and was witnessed by two witnesses as mentioned below, who are not in employment of the Company or the NSDL. They have signed in confirmation of the same

**Mr. Shashank Hingwe**  
**Nagpur**

**Ms. Naina Jethani**  
**Nagpur.**

**Countersigned and received the report:**

**ANWAR**  
**SIRAJ DAUD**

Digitally signed by ANWAR SIRAJ DAUD  
DN: cn=ANWAR SIRAJ DAUD, postalCode=440002, st=MAHARASHTRA, street=NAGPUR OPPOSITE HUSAMIYA HIGH SCHOOL SHANTI NAGARDAUD COMPOUND 440002, l=NAGPUR, o=Personal, title=9918, serialNumber=f3c3d2b1c86fed1f85c8f3be73ebbc5ddca3158fca7d807312ec2dbb6b6c6, pseudonym=991820221209115943966, 2.5.4.20=511c23e503cb2eeb12337cb9fed81e7e0f60a9b9bc6751b76cbe2eb67f15a912, email=ANWARDAUD@ZIMLAB.IN, cn=ANWAR SIRAJ DAUD  
Date: 2024.01.29 21:31:54 +05'30'

**(Anwar S. Daud)**  
**Chairman and Managing Director**