



Zenith Exports Limited

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

October 01, 2021

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: Disclosure under Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations'2015

Ref: E-Voting Results along with Consolidated Scrutinizer's Report for the 39th Annual General Meeting (AGM) of the Company held on 29th September'2021

Pursuant to Regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are enclosing herewith the details of combined voting results (through remote e-voting and e-voting during the AGM) of the business transacted at 39th AGM of the Company held on Wednesday, September 29, 2021.

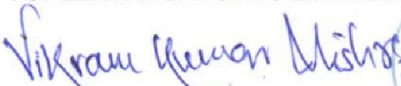
Further, as required under Section 108 of the Companies Act,2013 read with Rule 20 of the Companies (Management and Administration) Rules,2014 as amended from time to time, the Consolidated Scrutinizer's Report on remote e-voting process and e-voting in AGM is also enclosed herewith.

Please be noted that all 3 Resolutions set out in the Notice convening 39th AGM have been duly passed with requisite majority.

Kindly take the above Information on record.

Thanking you,
Yours faithfully,

For ZENITH EXPORTS LIMITED


(Vikram Kumar Mishra)

Company Secretary

FCS: 11269





CONSOLIDATED SCRUTINIZER'S REPORT

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

The Chairman
of the 39th Annual General Meeting of
Zenith Exports Limited
19, R. N. Mukherjee Road
Kolkata - 700 001

Dear Sir,

I, Asit Kumar Labh, Practising Company Secretary (ACS – 32891 / CP - 14664) was appointed as the scrutinizer in connection with the 39th Annual General Meeting (“AGM”) of the members of “*Zenith Exports Limited*” (“Company”) held on Wednesday, the 29th day of September, 2021 at 11:30 A.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular No. 02/2021 dated 13th January, 2021 read with earlier MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and 20/2020 dated 5th May, 2020 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 13th day of August, 2021. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM 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 the facilities for both remote e-voting and e-voting at the AGM.





I submit my report as under :

1. The remote e-voting period remained open from 09:00 A.M. IST on Sunday, the 26th day of September, 2021 up to 5:00 P.M. IST on Tuesday, the 28th day of September, 2021.
2. The shareholders holding shares as on the "cut off" date, i.e. the 22nd day of September, 2021 were entitled to vote on the proposed 3 (Three) resolutions as mentioned in the Notice of the AGM dated the 13th day of August, 2021.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Wednesday, the 29th day of September, 2021 around 01:02 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, who are not in employment of the Company.
5. The votes cancelled on considered as invalid, if any, are based on the information as provided by the Company.
6. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
7. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 117186] are as under:





<A> **ORDINARY BUSINESS:**

a) **Resolution 1**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2021, together with the Reports of the Board of Directors and Auditors thereon

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	43	3375338	
E-voting at AGM	0	0	
Total	43	3375338	67.8040%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	16	1602744	
E-voting at AGM	0	0	
Total	16	1602744	32.1960%

(iii) *Invalid Votes:*

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





b) Resolution 2

To appoint a Director in place of Mrs. Urmila Loyalka (DIN: 00009266), who retires by rotation and, being eligible, offers herself for re-appointment

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	42	3375303	
E-voting at AGM	0	0	
Total	42	3375303	67.8033%

(ii) Voted *against* the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	17	1602779	
E-voting at AGM	0	0	
Total	17	1602779	32.1967%

(iii) *Invalid* Votes:

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





 SPECIAL BUSINESS:

c) **Resolution 3 : Ordinary Resolution**

Approval for Payment of Remuneration to Mr. Surendra Kumar Loyalka (PAN: ABAPL3996R) for holding an office or place of profit in the Company

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	35	1409272	
E-voting at AGM	0	0	
Total	35	1409272	50.1961%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	13	1398260	
E-voting at AGM	0	0	
Total	13	1398260	49.8039%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
11	2170550





8. All the resolutions proposed hereinabove have been passed with requisite majority.
9. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly

(CS ASIT KUMAR LABH)
Practising Company Secretary
ACS – 32891 / CP No. – 14664
UDIN : A032891C001057277



Place: Kolkata
Dated: 01.10.2021

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

Witness:

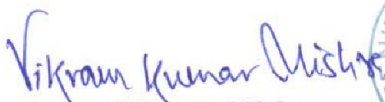
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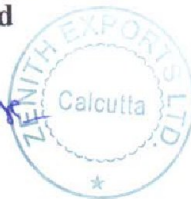
(Narayan Chandra Saha)
108, Sarat Chatterjee Road
Howrah - 711102

2. 

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

Received the Report of the Scrutinizer
For Zenith Exports Limited


Vikram Kumar Mishra
Company Secretary
FCS: 11269



ZENITH EXPORTS LIMITED

19, R.N. MUKHERJEE ROAD, KOLKATA - 700 001

Disclosure of voting results by listed entities in terms of Clause 44(3) of the Listing Agreement	
Date of the AGM	:
Total number of shareholders on Cut-off date 22.09.2021	: 2101
No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group	: Not Applicable
Public	: Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	: 24
Promoters and Promoter Group	: 9
Public	: 15



Details of Agenda :

Resolution No : 4 - To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the Financial Year Ended 31st March 2021, together with the Reports of the Board of Directors and Auditors thereon.

Resolution required (Ordinary/ Special)	Ordinary
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 $\frac{(2)}{(1)} * 100$	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled $\frac{(6)}{[(4)/(2)]} * 100$	% of Votes against on votes polled $\frac{(7)}{[(5)/(2)]} * 100$
Promoter and Promoter Group	E-Voting		2792556	100.00	2792556	0	100.00	0.00
	Poll	2792556						
	Postal Ballot (if applicable)							
	Total	2792556	2792556	100.00	2792556	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public -Non Institutions	E-Voting		2185526	83.94	582782	1602744	26.67	73.33
	Poll	2603694						
	Postal Ballot (if applicable)							
	Total	2603694	2185526	83.94	582782	1602744	26.67	73.33
Total		5396250	4978082	92.25	3375338	1602744	67.80	32.20



Resolution No : 2 - To appoint a Director in place of Mrs. Urmila Loyalka (DIN: 00009266), who retires by rotation and, being eligible, offers himself for re-appointment.

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

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = $\frac{[(2)/(1)] * 100}{100}$	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = $\frac{[(4)/(2)] * 100}{100}$	% of Votes against on votes polled (7) = $\frac{[(5)/(2)] * 100}{100}$
Promoter and Promoter Group	E-Voting		2792556	100.00	2792556	0	100.00	0.00
	Poll	2792556						
	Postal Ballot (if applicable)							
	Total	2792556	2792556	100.00	2792556	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public -Non Institutions	E-Voting		2185526	83.90	582747	1602779	26.66	73.34
	Poll	2604794						
	Postal Ballot (if applicable)		0		0	0	0.00	0.00
	Total	2604794	2185526	83.90	582747	1602779	26.66	73.34
Total		5397350	4978082	92.23	3375303	1602779	67.80	32.20



Resolution No : 3 - Approval For Payment of Remuneration to Mr. Surendra Kumar Loyalka (PAN ABAP13996R) for holding an office or place of profit in the Company.

Resolution required (Ordinary/ Special) Whether Promoter/ Promoter group are interested in the agenda/ resolution ?	Ordinary Yes
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Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-Voting		826490	29.60	826490	0	100.00	0.00
	Poll	2792556						
	Postal Ballot (if applicable)							
	Total		2792556	29.60	826490	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public -Non Institutions	E-Voting		1981042	76.05	582782	1398260	29.42	70.58
	Poll	2604794	0		0	0	0.00	0.00
	Postal Ballot (if applicable)		1981042	76.05	582782	1398260	29.42	70.58
	Total		5397350	52.02	1409272	1398260	50.20	49.80

