



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 41st 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 41st Annual General Meeting (“AGM”) of the members of “*Zenith Exports Limited*” (“Company”) held on Wednesday, the 27th day of September, 2023 at 11:30 A.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 5th May, 2022 and 10/2022 dated 28th December, 2022 (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.

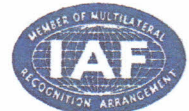
The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 11th day of August, 2023. My responsibility 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 24th day of September, 2023 up to 5:00 P.M. IST on Tuesday, the 26th day of September, 2023.
2. The shareholders holding shares as on the "cut off" date, i.e. the 20th day of September, 2023 were entitled to vote on the proposed 2 (Two) resolutions as mentioned in the Notice of the AGM dated the 11th day of August, 2023.
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 27th day of September, 2023 around 12:40 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Rohit Kumar, residing at Basundhara Apartment, Flat No. 6, 3rd Floor, 1 No. Airport, North 24 Parganas, Kolkata - 700079 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, who are not in employment of the Company.
5. 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.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN: 125806] 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, 2023, 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	62	3375525	
E-voting at AGM	1	1	
Total	63	3375526	65.8985%

(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	18	1746783	
E-voting at AGM	0	0	
Total	18	1746783	34.1015%

(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 Mr. Varun Loyalka (DIN: 07315452), who retires by rotation and, being eligible, offers himself 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	62	3375525	
E-voting at AGM	1	1	
Total	63	3375526	65.8985%

(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	18	1746783	
E-voting at AGM	0	0	
Total	18	1746783	34.1015%

(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



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

7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. 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: A032891E001098846



Place: Kolkata
Dated: 27.09.2023



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:

1. Rohit Kumar

(Rohit Kumar)

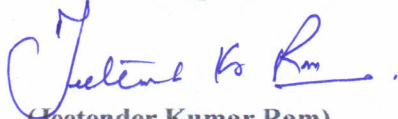
Basundhara Apartment, Flat No. 6, 3rd Floor
1 No. Airport, North 24 Parganas
Kolkata - 700079

2. 

(Anushree Dasgupta)

28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060

Received the Report of the Scrutinizer
For Zenith Exports Limited



(Jeetender Kumar Ram)
Company Secretary
ACS 42263



ZENITH EXPORTS LIMITED

Disclosure of voting results by listed entities in terms of Clause 44(3) of the Listing Agreement		
Date of the AGM	:	27-09-2023
Total number of shareholders on Cut-off date (20.09.2023)	:	2229
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 meeting through Video Conferencing	:	61
Promoters and Promoter Group	:	11
Public	:	50

Details of Agenda :

Resolution No : 1) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023, 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	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
Promoters and Promoters Group	Evoting	2792556	2792556	100.00	2792556	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2792556	2792556	100.00	2792556	0	100.00
Public Institutions	Evoting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public Non Institutions	Evoting	2603694	2329753	89.48	582970	1746783	25.02	74.98
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2603694	2329753	89.48	582970	1746783	25.02
Total		5396250	5122309	94.92	3375526	1746783	65.90	34.10

* this fields are optional

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



Resolution No :2)To appoint a Director in place of Mr. Varun Loyalka (DIN: 07315452), who retires by rotation and, being eligible, offers himself for re-appointment.

Resolution required (Ordinary/ Special)	Ordinary
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 (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes Against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		[1]	[2]		[4]	[5]		
Promoters and Promoters Group	Evoting	2792556	2792556	100.00	2792556	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2792556	2792556	100.00	2792556	0	100.00
Public Institutions	Evoting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	100.00
Public Non Institutions	Evoting	2603694	2329753	89.48	582970	1746783	25.02	74.98
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2603694	2329753	89.48	582970	1746783	25.02
Total		5396250	5122309	94.92	3375526	1746783	65.90	34.10

* this fields are optional

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

