



## **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 Extra-ordinary General Meeting of**  
**Zenith Exports Limited**  
**19, R.N. Mukherjee Road**  
**Kolkata - 700001**  
**West Bengal**

*Dear Sir,*

I, Asit Kumar Labh, Practising Company Secretary (ACS – 32891 / CP - 14664) was appointed as the scrutinizer in connection with the Extra-ordinary General Meeting (“EGM”) of the members of “*Zenith Exports Limited*” (“*Company*”) held on Wednesday, the 8<sup>th</sup> day of February, 2023 at 11:30 A.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 03/2022 dated 5th May, 2022 and 11//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 EGM 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 resolution 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 EGM on the resolution contained in the Notice of the EGM dated the 13th day of January, 2023. My responsibility as a scrutinizer for remote e-voting and e-voting at the EGM is restricted to make a Scrutinizer’s Report of the votes cast “in favour” or “against” the resolution, 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 EGM.





I submit my report as under:

1. The remote e-voting period remained open from 09.00 A.M. IST on Sunday, the 5th day of February, 2023 up to 5.00 P.M. IST on Tuesday, the 7th day of February, 2023.
2. The shareholders holding shares as on the "cut off" date, i.e. the 1st day of February, 2023 were entitled to vote on the proposed 1 (One) resolution as mentioned in the Notice of the EGM dated the 13th day of January, 2023.
3. The Company had also provided e-voting facility at the EGM to enable the shareholders attending the EGM 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 8th day of February, 2023 around 12:20 P.M. IST after the completion of the EGM 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 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 EGM [EVEN : 123214] are as under:







**SPECIAL BUSINESS:**

**Resolution 1: Ordinary Resolution**

**Re-appointment of M/s V. Goyal & Associates, Chartered Accountants, (ICAI Firm Registration No. 312136E) as Statutory Auditors 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	50	3376706	
E-voting at EGM	3	13	
<b>Total</b>	<b>53</b>	<b>3376719</b>	<b>99.9999%</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	1	3	
E-voting at EGM	0	0	
<b>Total</b>	<b>1</b>	<b>3</b>	<b>0.0001%</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





7. The resolution proposed hereinabove has 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: A032891D003127334



Place: Kolkata  
Dated: 08.02.2023



*Witness:*

1. 

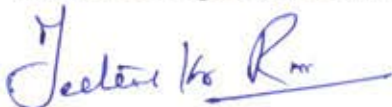
(Narayan Chandra Saha)  
108, Sarat Chatterjee Road  
Howrah - 711102



2. 

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

**Received the Report of the Scrutinizer**  
For Zenith Exports Limited



(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 EGM				:	08-02-2023
Total number of shareholders as on Cut-off date (01.02.2023)				:	2323
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 E-voting				:	60
Promoters and Promoter Group				:	11
Public				:	49

Details of Agenda :

Resolution No : 1) Re-Appointment of M/S. V. GOYAL & ASSOCIATES, Chartered Accountants, (ICAI Firm Registration No 312136E), as Statutory Auditors of the Company for a second term of five consecutive years from conclusion of the 40th AGM till the conclu	Ordinary
Resolution required (Ordinary/ Special)	No
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	E-voting		2792556	100.00	2792556	0	100.00	0.00
	Poll	2792556		0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		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	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public Non Institutions	E-voting		584166	22.44	584163	3	100.00	0.00
	Poll	2603694		0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.00
	<b>Total</b>		<b>2603694</b>	<b>584166</b>	<b>22.44</b>	<b>584163</b>	<b>3</b>	<b>100.00</b>
<b>Total</b>		<b>5396250</b>	<b>3376722</b>	<b>62.58</b>	<b>3376719</b>	<b>3</b>	<b>100.00</b>	<b>0.00</b>

\* this fields are optional

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

