



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).
 - (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) 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:

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

(ii) Voted against the Resolution:

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

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
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:

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

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

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

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
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



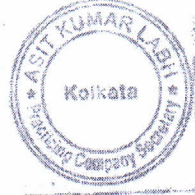
C/o. A. K. Labh & Co.
Company Secretaries

40, Weston Street, 3rd Floor, Kolkata -700 013
Ph. : (033) 2221-9381, 4063-0236, Fax : (033) 2221-9391
(M) : 97487-36545
e-mail : asit@aklabh.com / asit.labh1@gmail.com
Website : 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 Sarawgee (DIN: 00559970), as Non-Executive Independent Director of the Company.
Independent Director of the Company.

Resolution required (Ordinary/Special)

Whether Promoter/ Promoter group are interested in the agenda/ resolution ?

Special

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	Evolting		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
	Total		2792556	2792556	100.00	2792556	0	100.00
Public Institutions	Evolting		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
	Total		0	0	0.00	0	0	0.00
Public Non Institutions	Evolting		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
	Total		2603694	2139487	82.17	2139474	13	100.00
Total		5396250	4932043	91.40	4932030	13	100.00	0.00

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
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)

Whether Promoter/ Promoter group are interested in the agenda/ resolution ?

Special

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	Evolting		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
	Total		2792556	2792556	100.00	2792556	0	100.00
Public Institutions	Evolting		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
	Total		0	0	0.00	0	0	0.00
Public Non Institutions	Evolting		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
	Total		2603694	2139487	82.17	2139474	13	100.00
Total		5396250	4932043	91.40	4932030	13	100.00	0.00

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Details of Invalid Votes

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

