



Zenith Exports Limited

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

25th September'2024

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 42nd Annual General Meeting (AGM) of the Company held on Tuesday, 24th September'2024

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 Annual General Meeting (AGM) of the Company held on Tuesday, 24th September'2024.

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 the Resolutions set out in the Notice convening AGM have been duly passed with requisite majority.

The voting result along with the Scrutinizer's Report are available on the Company's website at www.zenithexportslimited.com and is also being made available on the website of the National Securities Depository Limited at www.evoting.nsdl.com.

Kindly take the above information on record.

Thanking You,
Yours faithfully,
For **ZENITH EXPORTS LIMITED**

(Anita Kumari Gupta)

Company Secretary & Compliance Officer
FCS: 11369

Zenith Exports Limited

Resolution Required :Ordinary		1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31stMarch, 2024, together with the Reports of the Board of Directorsand Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	2457556	2457556	100.0000	2457556	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2457556	100.0000	2457556	0	100.0000	0.0000	0
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	2938694	2647295	90.0841	917938	1729357	34.6746	65.3254	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2647295	90.0841	917938	1729357	34.6746	65.3254	0
Total		5396250	5104851	94.6000	3375494	1729357	66.1233	33.8767	0



Zenith Exports Limited

Resolution Required : Ordinary		2 - To appoint a Director in place of Mrs.UrmilaLoyalka (DIN: 00009266), who retires by rotation and, being eligible, offers herself for re-election :							
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	2457556	1091490	44.4136	1091490	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1091490	44.4136	1091490	0	100.0000	0.0000	0
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	2938694	2647295	90.0841	917938	1729357	34.6746	65.3254	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2647295	90.0841	917938	1729357	34.6746	65.3254	0
Total		5396250	3738785	69.2849	2009428	1729357	53.7455	46.2545	0



Zenith Exports Limited

Resolution Required :Ordinary			3 - To re-appoint Mr. Varun Loyalka (DIN:07315452) as Managing Director of the Company and in this regard to consider and, if th ought fit, to pass the following resolution as an Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
Promoter and Promoter Group	E-Voting	2457556	1091490	44.4136	1091490	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1091490	44.4136	1091490	0	100.0000	0.0000	0
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	2938694	2647295	90.0841	917938	1729357	34.6746	65.3254	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2647295	90.0841	917938	1729357	34.6746	65.3254	0
Total		5396250	3738785	69.2849	2009428	1729357	53.7455	46.2545	0





M&A Associates

A Firm of Company Secretaries

Consolidated Scrutinizer's Report

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

To,
The Chairman,
ZENITH EXPORTS LIMITED
CIN: L24294WB1981PLC033902
19, R. N. Mukharjee Road,
Kolkata, West Bengal, India, 700001

Sub: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the Twenty Second (42nd) Annual General Meeting ("AGM") conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amended Rules, 2015 of M/s. Zenith Exports Limited ("Company") held on Tuesday, September 24, 2024 at 11:30 A.M. (IST) through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM").

I, Vivek Mishra, (FCS No. 8540 & CP 17218), Partner of M/s. M & A Associates, Practicing Company Secretaries, Kolkata, have been appointed as the Scrutinizer by the Board of Directors of the Zenith Exports Limited in terms of the provisions of Section 108 of the Companies Act, 2013 ("Act"), read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014, as amended for the purpose of scrutinizing and ascertaining the results of voting by electronic means i.e. remote e-voting and e-voting at the Forty Second (42nd) Annual General Meeting ("AGM") of the Company held on **Tuesday, September 24, 2024 at 11:30 A.M.**, through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") as per the Resolutions set out in the AGM Notice dated August 12, 2024 of the Company. [Deemed Venue: The Registered Office of the Company i.e. 19, R. N. Mukharjee Road, Kolkata, West Bengal, India, 700001].

1. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice along with Annual Report for the Financial Year 2023-24 was dispatched by the Company on Friday, August 30, 2024 only by electronic mode to all those members, whose e-mail address were registered with the Company.
2. The AGM Notice was simultaneously (i) submitted to the stock exchanges i.e. National Stock Exchange of India Ltd. and BSE Ltd. (ii) posted on the website of the Company- www.zenithexportslimited.com.
3. The Company had availed the remote e-voting facility provided by **National Securities Depository Limited (NSDL)** for conducting remote e-voting by the Shareholders of the Company. The Company had also provided e-voting facility to the Shareholders participating at the AGM and who were not able to cast their votes by means of remote e-voting prior to the AGM to vote on the Resolutions set out in the Notice of the said AGM.

**Ajit Sen Bhawan Building | Room No. 401 | 4th Floor | 13 Crooked Lane |
Kolkata - 700 069 | Ph – 9883422611 | Email: info@mandaassociates.in**





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Management's Responsibility

4. The management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to remote e-voting and e-voting at the AGM on the Resolutions contained in the Notice of the said AGM.

Scrutinizer's Responsibility

5. My responsibility as Scrutinizer was to (i) ensure that the voting process was conducted in a fair and transparent manner and (ii) to submit a Consolidated Scrutinizer's report for remote e-voting and e-voting at the AGM, for the resolutions set forth in the Notice of the said AGM of the Company.
6. Further to the above, I submit my report as under:-
 - i. The Shareholders who were holding shares of the Company as on the "cut-off" date i.e., September 17, 2024, fixed by the Board of Directors, were entitled to vote on the Resolutions set out in the Notice of the AGM of the Company dated August 12, 2024.
 - ii. The remote e-voting period commenced on Saturday, September 21, 2024 from 09.00 A.M. (IST) and ended on Monday, September 23, 2024 at 5.00 P.M. (IST).
 - iii. Members who were Shareholders as on the cut-off date but did not cast their votes by means of remote e-voting prior to the AGM and attended the AGM were eligible to cast their votes through Video Conferencing at the said AGM.
 - iv. After completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked in the presence of two witnesses Ms. Harshita Damani and Ms. Shibani Sahewal, who are not in the employment of the Company and the voting was diligently scrutinized.
 - v. The Report inter alia containing details such as list of Equity Share Holders, who voted "for" or "against", on each of the Resolutions that were put to vote and whose votes became invalid or who abstained from voting, in respect of Resolutions set out in the Notice dated August 12, 2024 of the said AGM were generated from the e-voting website of **National Securities Depository Limited (NSDL)**.
 - vi. The consolidated summary of results of remote e-voting and e-voting at the AGM is annexed herewith as "**Annexure - A**".
 - vii. Based on the aforesaid results, I report that the resolutions as contained in the Item No.(s) 1 to 3 of the AGM Notice of the Company, have been passed with requisite votes.





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Annexure-A

Item No. 1: Adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon

Type of Resolution: Ordinary Resolution

Total Votes Casted	Votes in favour		Votes against the resolution		Invalid Votes
	Number of Votes	% of total number of votes	Number of Votes	% of total number of votes	
5104851	3375494	66.1233	1729357	33.8767	Nil

Item No. 2: Appointment of a Director in place of Mrs. Urmila Loyalka (DIN: 00009266), who retires by rotation

Type of Resolution: Ordinary Resolution

Total Votes Casted	Votes in favour		Votes against the resolution		Invalid Votes
	Number of Votes	% of total number of votes	Number of Votes	% of total number of votes	
3738785	2009428	53.7455	1729357	46.2545	Nil

Item No. 3: Re-appointment of Mr. Varun Loyalka (DIN: 07315452) as Managing Director of the Company

Type of Resolution: Ordinary Resolution

Total Votes Casted	Votes in favour		Votes against the resolution		Invalid Votes
	Number of Votes	% of total number of votes	Number of Votes	% of total number of votes	
3738785	2009428	53.7455	1729357	46.2545	Nil





M&A Associates A Firm of Company Secretaries

For M & A Associates
(A Firm of Company Secretaries)

VIVEK Digitally signed
by VIVEK MISHRA
MISHRA Date: 2024.09.24
19:54:47 +05'30'

CS Vivek Mishra
Partner
Membership No.: FCS 8540
COP: 17218
Date: 24.09.2024
Peer Review No.: 2000/2022
UDIN: F008540F001305231

Ajit Sen Bhawan Building | Room No. 401 | 4th Floor | 13 Crooked Lane |
Kolkata - 700 069 | Ph – 9883422611 | Email: info@mandaassociates.in



Forty Second (42nd) Annual General Meeting of Zenith Exports Limited (CIN: L24294WB1981PLC033902)**Details of voting results as per Reg. 44(3) of the
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of Annual General Meeting:	Tuesday 24th September, 2024
Total number of shareholders on record date Being the cut-off date for determining shareholders entitled to voting –17th September, 2024	2477
No. of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group : Public :	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing/OAVM	
Promoters and Promoter Group:	11
Public:	53



Resolution Required :Ordinary			1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024, together with the Reports of the Board of Directors and						
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	No. of votes Invalid
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
Promoter and Promoter Group	E-Voting	2457556	2457556	100.0000	2457556	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2457556	100.0000	2457556	0	100.0000	0.0000	0
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	2938694	2647295	90.0841	917938	1729357	34.6746	65.3254	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2647295	90.0841	917938	1729357	34.6746	65.3254	0
Total		5396250	5104851	94.6000	3375494	1729357	66.1233	33.8767	0

Result: The above resolution was passed with requisite majority



Resolution Required :Ordinary			2 - To appoint a Director in place of Mrs.Urmila Loyalka (DIN: 00009266), who retires by rotation and, being eligible, offers herself for re-election:						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
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	No. of votes Invalid
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
Promoter and Promoter Group	E-Voting	2457556	1091490	44.4136	1091490	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1091490	44.4136	1091490	0	100.0000	0.0000	0
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	2938694	2647295	90.0841	917938	1729357	34.6746	65.3254	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2647295	90.0841	917938	1729357	34.6746	65.3254	0
Total		5396250	3738785	69.2849	2009428	1729357	53.7455	46.2545	0

Result: The above resolution was passed with requisite majority

Note: Pursuant to the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, NONE of the related parties including the Promoter Group voted to approve the above resolution.



Resolution Required :Ordinary			3 - To re-appoint Mr. Varun Loyalka (DIN:07315452) as Managing Director of the Company and in this regard to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
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	No. of votes Invalid
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
Promoter and Promoter Group	E-Voting	2457556	1091490	44.4136	1091490	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1091490	44.4136	1091490	0	100.0000	0.0000	0
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	2938694	2647295	90.0841	917938	1729357	34.6746	65.3254	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2647295	90.0841	917938	1729357	34.6746	65.3254	0
Total		5396250	3738785	69.2849	2009428	1729357	53.7455	46.2545	0

Result: The above resolution was passed with requisite majority

Note: Pursuant to the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, NONE of the related parties including the Promoter Group voted to approve the above resolution.

