



# Zenith Exports Limited

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

24<sup>th</sup> 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: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015-Proceedings of the 42<sup>nd</sup> Annual General Meeting of the Company held through Video Conferencing (VC) and/or Other Audio Visual Means (OAVM) on 24<sup>th</sup> September'2024**

In terms of the Provisions of the Regulation 30 read with Part A, Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulation'2015, we hereby intimate that the Annual General Meeting (AGM) of the Members of the Company was held on Tuesday, September 24, 2024 at 11:30 a.m. through Video Conferencing (VC) and/or Other Audio Visual Means (OAVM) in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA) and Circular issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder. All the items of business contained in the Notice were transacted and passed by the Members with the requisite majority.

The Summary of the proceedings of the 42<sup>nd</sup> Annual General Meeting is enclosed herewith.

The AGM concluded at around 12.10 p.m. (IST).

Kindly take the above information on record.

Thanking You,

Yours faithfully,

For ZENITH EXPORTS LIMITED

**(Anita Kumari Gupta)**

**Company Secretary & Compliance Officer**

**FCS: 11369**



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## **Summary of the Proceedings of 42<sup>nd</sup> Annual General Meeting (AGM) of the Members of Zenith Exports Limited held on Tuesday, 24<sup>th</sup> September, 2024 at 11:30 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").**

The 42<sup>nd</sup> Annual General Meeting (AGM) of Zenith Exports Limited ("the Company") was held on Tuesday, 24th September, 2024 at 11:30 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ('SEBI').

The following Board members/Key Managerial Persons were present at the AGM of the Company:

Sr. No.	Directors Attendance	Category Of Director
1.	Mr. Varun Loyalka	Managing Director
2.	Mrs. Urmila Loyalka	Non-Executive Woman Director
3.	Mr. Rabindra Kumar Sarawgee	Independent Director (Chairman of Audit Committee & Stakeholders' Relationship Committee)
4.	Mr. Kamal Koomar Jain	Independent Director (Chairman of Nomination and Remuneration Committee)
5.	Mr. Surendra Bafna	Independent Director
6.	Mr. Sanjay Kumar Shaw	Independent Director
7.	Mr. Surendra Kumar Loyalka	Chief Executive Officer
8.	Mr. Rajkumar Loyalka	Jt. Chief Executive Officer
9.	Mr. S. Kasera	Chief Financial Officer
10.	Ms. Anita Kumari Gupta	Company Secretary

Mr. Varun Loyalka, Managing Director of the Company, chaired the meeting and after ascertaining the quorum, called the meeting to order. Members, Directors, Auditors, Key Managerial Persons and other Stakeholders of the Company were welcomed.

The Chairman informed the Members that the 42<sup>nd</sup> Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means, in accordance with circulars issued by the Ministry of Corporate Affairs (MCA) /SEBI in this regard and in compliance with the applicable provisions of the Companies Act'2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

The presence of Mr. Vinod Kumar Goyal, authorised representatives of Statutory Auditors M/s. V. Goyal & Associates, Chartered Accountants was taken on record.

The presence of Mr. Asit Kumar Labh, Secretarial Auditor of the Company was taken on record.

The presence of Mr. Vivek Mishra, Scrutinizer of the 42<sup>nd</sup> AGM was taken on record.



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The meeting noted that Mr. Vivek Mishra, Practicing Company Secretary (Mem. No.F8540, COP No.17218) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

It was taken on record that the no proxy facility available for this meeting, as it was dispensed by MCA while the relevant documents referred to in the Notice of AGM were kept open for inspection by the members throughout the meeting.

The Chairman informed that the Notice of the meeting and Directors 'Report for F.Y. 2023-24 was already sent to the members through electronic modes and necessary intimation was also made through publication as per rules prescribed and therefore was taken as read.

Ms. Anita Kumari Gupta, Company Secretary informed the Members that the Company had provided the facility of "remote e-voting" for voting on the resolutions contained in the Notice calling the AGM and the same was kept open from Saturday, 21<sup>st</sup> September, 2024 at 09:00 A.M. and ends on Monday, 23<sup>rd</sup> September, 2024 at 05:00 P.M. He also informed that the Company had provided the facility to vote at the meeting through e-voting platform of NSDL to those Members who did not exercise their vote through remote e-voting. He further informed that Mr. Vivek Mishra, Practicing Company Secretary, was appointed as the Scrutinizer for remote e-voting as well as e-voting at the 42<sup>nd</sup> AGM and he would hand over the combined report on voting within 2 (Two) working days of conclusion of the AGM.

The agenda item of as mentioned in the Notice convening the AGM, which were put to vote through remote e-voting and e-voting at the AGM was taken on record:-

Item No.	Particulars	Type of Resolution	Mode of Voting
<b>ORDINARY BUSINESS</b>			
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2024, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Through remote e-voting and e-voting during the 42 <sup>nd</sup> AGM.
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.*	Ordinary Resolution*	Through remote e-voting and e-voting during the 42 <sup>nd</sup> AGM.
<b>SPECIAL BUSINESS</b>			
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, for 3 consecutive years from 24 <sup>th</sup> September,2024 to 23 <sup>rd</sup> September,2027.*	Ordinary Resolution*	Through remote e-voting and e-voting during the 42 <sup>nd</sup> AGM.

\*related parties did not vote on these resolution.



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It was informed that the Company had provided the facility to the Members to registers themselves in advance during the prescribed time given in the Notice to the AGM, by sending request from their registered email id to express their views or ask questions during the AGM.

Then Speakers deliberated and raised queries and clarification on the matter which was suitably replied by the Chairman.

The Chairman then thanked the members for attending the Meeting and declared the meeting as concluded and informed that those Members who have not voted through remote e-voting may cast their votes during next 15 minutes and authorized the Company Secretary of the Company to receive the voting results and Scrutinizer's Report and intimate the same to the Stock Exchanges, NSDL, Notice Board at the Registered Office of your Company within two working days of the conclusion of the AGM.

The Meeting concluded at around 12:10 p.m.(IST) [including time allowed for remote e-voting at AGM].

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

(Anita Kumari Gupta)  
*Company Secretary & Compliance Officer*  
FCS: 11369