



# Zenith Exports Limited

19, R. N. Mukherjee Road, Kolkata - 700 001, India  
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Fax : 91-33-2248-9853, 2248-0960  
E-mail : [zenith@giascl01.vsnl.net.in](mailto:zenith@giascl01.vsnl.net.in)  
CIN : L24294WB1981PLC033902

Date: 01.10.2015

By Regd. Post/ EMAIL/ NEPAS

**The Manager**

Listing Department  
National Stock Exchange of India Limited  
'Exchange Plaza', C-1, Block-G  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai- 400 051  
Fax No. 022-2659-8237/8238/8347  
Email: [cmllist@nse.co.in](mailto:cmllist@nse.co.in)

**The Secretary**

Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400 001  
Fax No. 022-2272-3121/1278/1557  
Email: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

Dear Sir,

**Sub: Outcome of 33<sup>rd</sup> Annual General Meeting**

This is to inform you that, the Members of the Company have approved the following business included in the Notice convening the 33<sup>rd</sup> Annual General Meeting of the Company which was held on Wednesday, the September 30, 2015 at 10:30 a.m.

**Ordinary Business:**

1. To receive, consider and adopt the Audited Statement of Profit & Loss for the year ended 31<sup>st</sup> March, 2015 and the Balance Sheet as at the date together with the report of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Raj Kumar Loyalka (DIN: 00006226), Director of the Company, who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.
3. To ratify the appointment of Statutory Auditors of the Company

**Special Business:**

4. To appoint Mrs. Urmila Loyalka (DIN: 00009266) as a Director of the Company liable to retire by rotation.

We are enclosing herewith a copy of Scrutinizer's Report dated 01/10/2015 in respect of the above matter.

Kindly take the same on record.

Yours faithfully,  
For ZENITH EXPORTS LIMITED

  
(Lawkush Prasad)  
Company Secretary  
ACS: 18675

Encl: as above

**Report of Scrutinizer**

[Pursuant to 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) Rules, 2015]

Date: October 1<sup>st</sup> 2015

To,

The Chairman  
Zenith Exports Limited  
CIN: L24294WB1981PLC033902  
19, R. N. Mukherjee Road,  
Kolkata-700001

**Sub: Report on E Voting**

Dear Sir,

I, Sandip Kumar Kejriwal, was appointed as a scrutinizer for the 33<sup>rd</sup> Annual General Meeting of the Shareholders of **"Zenith Exports Limited"** held on Wednesday, the 30<sup>th</sup> September'2015 at 10:30 a.m. at the Auditorium of Birla Academy of Art & Culture, 108, Southern Avenue, Kolkata-700029, for the purpose of Scrutinizing the E-Voting process (Remote E-Voting) and Voting by use of Ballot at the Meeting pursuant to Section 108 of the Companies Act'2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules 2014 (Amendment Rules, 2015 in respect under mentioned Resolutions:

I submit the Report as under:

1. The notice of 33<sup>rd</sup> Annual General Meeting was send to the Members through E-mail to those having registered their E-mail addresses with the Company/ Company's RTA/ Depository Participants and Physical Copy by Courier/ Register Post to all on 5<sup>th</sup> September, 2015 on the proposed 4 Resolutions as mentioned in the Notice of 33<sup>rd</sup> Annual General Meeting.
2. I have rendered Scrutinizer's Report Separately on the Remote E-Voting and by using Ballots at the Meeting and I hereby submit consolidated scrutinizer's Report on all the Resolutions contained in the Notice of the aforesaid Annual General Meeting.
3. The E-Voting period remained open from 9:00 a.m. on Sunday 27th September'2015 upto 5:00 p.m. on Tuesday the 29<sup>th</sup> September'2015.
4. The Chairman the 33<sup>rd</sup> Annual General Meeting allowed Voting through Ballot at the venue to all those Members who were present at the Meeting but have not cast their Votes by Remote E-Voting process.
5. The Votes cast through E-Voting where unblock on 30<sup>th</sup> September'2015 at 2.30 p.m.
6. The Consolidated Results of Voting as under:



**A. Resolution No. 1-As an Ordinary Resolution:**

To receive, consider and adopt the Audited statement of Profit & Loss for the year ended 31<sup>st</sup> March'2015 and the Balance Sheet as at the date together with the report of Board of directors and Auditors thereon.

(i) Voted in favour of the Resolution:

| Total number of Members Voted | Number of votes cast by them in favour | % of total number of valid votes cast |
|-------------------------------|----------------------------------------|---------------------------------------|
| 20                            | 3375155                                | 100                                   |

(ii) Voted against the Resolution:

| Total number of Members Voted | Number of votes cast by them in against | % of total number of valid votes cast |
|-------------------------------|-----------------------------------------|---------------------------------------|
| 1                             | 30                                      | 0                                     |

(iii) Invalid Votes

| Total number of Members whose votes declared invalid | Number of votes cast by them in against |
|------------------------------------------------------|-----------------------------------------|
| 0                                                    | 0                                       |

**B. Resolution No. 2-As an Ordinary Resolution:**

To appoint a director in place of Mr. Raj Kumar Loyalka (DIN:00006226) director of the Company, who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment.

(i) Voted in favour of the Resolution:

| Total number of Members Voted | Number of votes cast by them in favour | % of total number of valid votes cast |
|-------------------------------|----------------------------------------|---------------------------------------|
| 18                            | 3355155                                | 100                                   |

(ii) Voted against the Resolution:

| Total number of Members Voted | Number of votes cast by them in against | % of total number of valid votes cast |
|-------------------------------|-----------------------------------------|---------------------------------------|
| 1                             | 30                                      | 0                                     |

(iii) Invalid Votes

| Total number of Members whose votes declared invalid | Number of votes cast by them in against |
|------------------------------------------------------|-----------------------------------------|
| 0                                                    | 0                                       |



**C. Resolution No. 3-As an Ordinary Resolution:**

To ratify the appointment of Statutory Auditors of the Company

(i) Voted in favour of the Resolution:

| Total number of Members Voted | Number of votes cast by them in favour | % of total number of valid votes cast |
|-------------------------------|----------------------------------------|---------------------------------------|
| 20                            | 3375155                                | 100                                   |

(ii) Voted against the Resolution:

| Total number of Members Voted | Number of votes cast by them in against | % of total number of valid votes cast |
|-------------------------------|-----------------------------------------|---------------------------------------|
| 1                             | 30                                      | 0                                     |

(iii) Invalid Votes

| Total number of Members whose votes declared invalid | Number of votes cast by them in against |
|------------------------------------------------------|-----------------------------------------|
| 0                                                    | 0                                       |

**D. Resolution No. 4-As an Ordinary Resolution:**

To appoint Mrs. Urmila Loyalka (DIN:00009266) as a director of the Company liable to retire by rotation

(i) Voted in favour of the Resolution:

| Total number of votes (shares) casted | Number of votes cast by them in favour | % of total number of valid votes cast |
|---------------------------------------|----------------------------------------|---------------------------------------|
| 20                                    | 2746035                                | 100                                   |

(ii) Voted against the Resolution:

| Total number of votes (shares) casted | Number of votes cast by them in against | % of total number of valid votes cast |
|---------------------------------------|-----------------------------------------|---------------------------------------|
| 0                                     | 0                                       | 0                                     |

(iii) Invalid Votes

| Total number of Members whose votes declared invalid | Number of votes cast by them in against |
|------------------------------------------------------|-----------------------------------------|
| 0                                                    | 0                                       |



My aforesaid Report of the votes cast "in favour" or "against" the resolutions and invalid votes based on the report generated from the e-voting system provided by National Securities Depository services Limited (NSDL), the authorized agency to provide remote e-voting facilities, engaged by the company, for which the Company provided voting facility by way of poll to the shareholders who did not cast their vote through remote e-voting or Ballot facilities.

Thanking You.

Yours Sincerely,



Sandip Kumar Kejriwal  
Company Secretary  
[C.P No.-3821]  
[FCS No.-5152]  
Scrutinizer for E-voting

Place: Kolkata

Date: October 1' 2015