ZENITH

Zenith Exports Limited

19, R. N. Mukherjee Road, Kolkata - 700 001, India
Telephone : 2248-7071, 2248-6936
Fax : 91-33-2243-9003
[redacted]
CIN : L24294WB1981PLC033902
E-mail : sec@zenithexportsltd.net

29th September, 2020

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 38th Annual General Meeting of the Company held through Video Conferring (VC) and/or Other Audio Visual Means (OAVM) on 29th September'2020

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 38th Annual General Meeting (AGM) of the Members of the Company was held on Tuesday, September 29, 2020 at 11:30 a.m. through Video Conferencing (VC) and/or Other Audio Visual Means (OAVM) in terms of the framework prescribed by the General Circular No. 20/2020 dated 5th May,2020 read with General Circular No. 14/2020 dated 8th April,2020 and also the General Circular No. 17/2020 dated 13th April,2020 issued by Ministry of Corporate Affairs (MCA) and SEBI Circular dated 12th May,2020 ("Circulars").

The summary of proceeding of the AGM is enclosed herewith.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,
For **ZENITH EXPORTS LIMITED**

Vikram Kumar Mishra

(Vikram Kumar Mishra)
Company Secretary
ACS: 36568

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Summary of the Proceedings of the 38th Annual General Meeting (AGM) of the Members of Zenith Exports Limited held on Tuesday, 29th September, 2020 at 11:30 a.m.

The 38th Annual General Meeting of Zenith Exports Limited ("the Company") was held on Tuesday, 29th September, 2020 at 11:30 a.m. (IST) through Video Conferencing and/or Other Audio-Visual Means.

The following Board members were present at the 38th Annual General Meeting of the Company:

Sl No.	Directors Attendance	Category Of Director
1	Mr. Surendra Kumar Loyalka	Chairman Cum Managing Director
2	Mr. Varun Loyalka	Jt. Managing Director
3	Mrs. Urmila Loyalka	Non- Executive Director
4	Mr. Rabindra Kumar Sarawgee	Independent Director (Chairman of Audit Committee & Stakeholders' Relationship Committee)
5	Mr. Kamal Koomar Jain	Independent Director (Chairman of Nomination and Remuneration Committee)
6	Mr. Surendra Bafna	Independent Director
7	Mr. Sanjay Kumar Shaw	Independent Director

Mr. Surendra Kumar Loyalka, Chairman cum Managing Director of the Company, Chaired the meeting and after ascertaining the quorum, called the meeting to order at 11:30 a.m. The Chairman welcomed the Members to the AGM.

Three (5) Corporate Bodies holding 8,26,690 Equity Shares aggregating 15.32% of the paid-up Share Capital of the Company were represented by their Authorized Representatives in terms of Section 113 of the Companies Act, 2013, through Video Conferencing.

26 Members (Other than Corporate Bodies) holding 19,72,962 Equity Shares were present through Video Conferencing.

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The Chairman informed the Members that in view of the continuing COVID-19 pandemic, and to ensure social distancing norms, the 38th 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 Chairman confirmed that all efforts feasible under the circumstances have indeed made by the Company, to enable the members to participate and vote on the items being considered in the meeting in terms of MCA Circular dated 13th April, 2020.

The Chairman then introduced the members of the Board who were attending the meeting through Video Conferencing.

He further informed that Mr. Rabindra Kumar Sarawgee, Non-Executive Independent Director and Chairman of Audit Committee as well as Stakeholders' Relationship Committee was present. Mr. Kamal Koomar Jain, Non-Executive Independent Director and Chairman of Nomination and Remuneration Committee was also present. He also called the Name of other Directors Present namely- Mr. Varun Loyalka, Joint Managing Director, Mrs. Urmila Loyalka, Women Director, Mr. Surendra Bafna, Non-Executive Independent Director and Mr. Sanjay Kumar Shaw, Non-Executive Independent Director.

The Chairman informed that the representatives of Statutory Auditors M/s. V. Goyal & Associates, Chartered Accountants, and Secretarial Auditor and Scrutinizer, Mr. Asit Kumar Labh were also attending this meeting.

He also informed the Members that there was no proxy facility available for this meeting, as it was dispensed by MCA while required Statutory Registers were available for inspection electronically.

The Chairman informed that the Notice of the meeting and Directors'Report was already sent to the members and therefore was taken as read. He mentioned that the Auditors Report as well as Secretarial Auditors Report did not contain any qualification, observation or adverse comment; hence, it was not required to read these Reports at the Meeting in terms of Section 145 of the Companies Act, 2013.

The Chairman then highlighted upon the Financial Performance of the Company for the Financial Year 2019-2020, impact of Covid-19 pandemic on the business of the Company and other initiatives taken by the Company.

ZENITH EXPORTS LTD. Calcutta

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Mr. Vikram Kumar Mishra, 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, 26th September, 2020 at 9.00 a.m. to Monday, 28th September, 2020, till 5.00 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. Asit Kumar Labh, Practicing Company Secretary, was appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM and he would hand over the combined report on voting within Forty Eight (48) hours of conclusion of the AGM.

The Chairman then ran through the items of businesses as mentioned in the Notice convening the AGM, which were put to vote through remote e-voting and e-voting at the AGM:-

Item No.	Particulars	Type of Resolution	Mode of Voting
1.	Adoption of the Audited Financial Statements of the Company for the Year Ended March, 31,2020 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	Through remote e-voting and e-voting during the AGM.
2.	Re-appointment of Mr. Varun Loyalka (DIN: 07315452) who retires by rotation.	Ordinary	Through remote e-voting and e-voting during the AGM.
3.	Re-appointment of Mr. Surendra Kumar Loyalka (DIN: 00006232) as Chairman and Managing Director of the Company for a period of three years effective from 12th February,2021 to 11th February, 2024	Special	Through remote e-voting and e-voting during the AGM.
4.	Re-appointment of Mr. Varun Loyalka (DIN: 07315452) as Joint Managing Director of the Company for a period of three years effective from 26th September, 2021 to 25th September, 2024.	Ordinary	Through remote e-voting and e-voting during the AGM.

The Chairman then 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. The Company had received registration from One (1) member as speakers.

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The Chairman 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 intimate the same to the Stock Exchanges.

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

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

Vikram Kumar Mishra

ZENITH EXPORTS LTD.
Calcutta

(Vikram Kumar Mishra)
Company Secretary
ACS: 36568