



# Zenlabs Ethica Ltd.

CIN NO. : L74900CH1993PLC033112, GSTIN NO. : 03AAFCS6226G1ZL

Regd. Office : Plot No. 194-195, 3rd Floor, Industrial Area, Phase-II, Chandigarh -160 002

Tel. : 0172-465 1105, Fax : 0172-265 6855

E-mail: queries@zenlabsethica.com, Website : www.zenlabsethica.com

Date: 01/10/2022

To

The General Manager Corporate Relationship Department <b>BSE LIMITED</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai -400 001, Maharashtra	<b>Central Depository Services (India) Limited</b> Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel, Mumbai 400013
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**Sub: - Disclosure of Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit voting results of the 29<sup>th</sup> Annual General Meeting of the Company held on Friday, 30<sup>th</sup> September, 2022 at 11.30 a.m.

We are also enclosing herewith the Consolidated Scrutinizer's Report.

You are requested to kindly take the results on your record.

Thanking you,

Yours truly,

For **Zenlabs Ethica Limited**

**Tanvi  
Chhabra**

Digitally signed by Tanvi Chhabra  
DN: cn=, o=Zenlabs  
2.5.4.20=50718ca13540810730614056d10556a24a  
e0170e0e710c3a70464c9a04040a131000;  
street=08 New Colony, Sector Smart Kalya DCW, Sion,  
Pune, Maharashtra  
serialNumber=5421861201721952756ba71012d2cda  
1051020;  
serialNumber=021446020170102646d6d6d02120e07109  
14c213d8818e0a13238474646, cn=Personal, ou=Tanvi  
Chhabra  
Date: 2022.10.01 10:24:11 +0530'

**Tanvi Chhabra  
Company Secretary**

## Details of voting Results of the 29<sup>th</sup> Annual General Meeting of Zenlabs Ethica Limited

Date of the AGM	30 <sup>th</sup> September, 2022
Total Number of shareholders on Record Date (Record date: 23 <sup>rd</sup> September, 2022)	2,072
No. of shareholder's present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	10
No. of Shares attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	N.A.
Public:	N.A.

Tanvi Chhabra

Digitally signed by Tanvi Chhabra  
DN: c=IN, o=Haryana,  
2.5.4.201=561f18a1a1114c2d1a0738b3f74856011856a24  
a4e7780e9f2ba3e798ac, postalCode=133101,  
email=03@zenlabs.ethicalabs.com, serial=20220923  
PurX.kaha7Penc8uak,  
organization=54218812012017119257a3a71a321cda,  
st=525,  
url=https://www.zenlabs.ethicalabs.com/AnnualAGM2022/20220923  
91e6223a8bbf1f6ea132184674840, o=Personal,  
cn=Tanvi Chhabra  
Date: 2022.10.01 16:24:34 +05'30'



<b>Resolution 2:</b> To appoint a Director in place of Mr. Sanjay Dhir (Din:02452461) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.								
<b>Resolution Required: (Ordinary or Special)</b>			Ordinary Resolution					
<b>Whether Promoter/ Promoter group are interested in the agenda / resolution</b>			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)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter &amp; Promoter Group</b>	E-voting	39,39,431	-	-	-	-	-	-
	*Poll		39,38,431	99.97	39,38,431	-	100	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>39,39,431</b>	<b>39,38,431</b>	<b>99.97</b>	<b>39,38,431</b>	<b>-</b>	<b>100</b>
<b>Public Institution</b>	E-voting	-	-	-	-	-	-	-
	*Poll	-	-	-	-	-	-	-
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
	<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Public Non-Institution</b>	E-voting	25,70,584	68513	2.66	67132	1381	97.98	2.02
	Poll		2487	0.09	2487	-	100	-
	Postal Ballot (If applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>25,70,584</b>	<b>71000</b>	<b>2.76</b>	<b>69619</b>	<b>1381</b>	<b>98.05</b>
<b>Total</b>		<b>65,10,015</b>	<b>4009431</b>	<b>61.59</b>	<b>4008050</b>	<b>1381</b>	<b>99.97</b>	<b>0.03</b>

Tanvi  
Chhabra

Digitally signed by Tanvi Chhabra  
DN: c=IN, o=MySign,  
2.5.4.20=161712617115548534873083074366d155662  
4a61780a972de3a796a4, postalCode=110001,  
street=25, New Colony, Bhopal, Dist: Jabalpur, IN, cn=  
Tanvi.Chhabra  
Reason: I am the signer.  
5901a6223b28b0f5ee33218467484b, o=Personal,  
cn=Tanvi Chhabra  
Date: 2022.10.01 16:25:07 +05'30'





Jaspreet Singh Dhawan  
B. Com (Hons.), FCS

JASPREET DHAWAN & ASSOCIATES

COMPANY SECRETARIES

Cell: +91-98885-15184

Email: [jaspreetsdhawan1@gmail.com](mailto:jaspreetsdhawan1@gmail.com)

House No. 705, Phase-10, Sector-64, Mohali, Punjab-160062

### CONSOLIDATED SCRUTINIZER'S REPORT

*[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,  
The Chairman  
ZENLABS ETHICA LIMITED  
Plot No. 194-195, 3rd Floor  
Industrial Area, Phase II, Ram Darbar  
Chandigarh-160002

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on Remote e-voting and voting by members through poll at the 29<sup>th</sup> Annual General Meeting of the Shareholders of Zenlabs Ethica Limited carried out as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

1. I, Jaspreet Singh Dhawan, proprietor of M/s Jaspreet Dhawan & Associates, Practising Company Secretaries,(FCS 9372; CP 8545), have been appointed as the scrutinizer, by the Board of Directors of **ZENLABS ETHICA LIMITED** for the purpose of scrutinizing the remote e-voting and voting by members through poll at the 29<sup>th</sup> Annual General Meeting (AGM) of ZENLABS ETHICA LIMITED (hereinafter referred to as 'the company'), held on **Friday, September 30, 2022, at 11:30 A.M. (IST)** at Plot No. 194-195, 3rd Floor, Industrial Area, Phase II, Ram Darbar, Chandigarh-160002.
2. Pursuant to the Circulars issued by the Ministry of Corporate Affairs (MCA Circulars) and the Securities Exchange Board of India (SEBI), the notice dated September 05, 2022 as confirmed by the Company was sent to the Members in respect of below mentioned

resolutions through electronic mode to those, whose e-mail addresses are registered with the Company/ Depositories.

3. As per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and also in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of e-voting to the Members to cast their votes electronically on all the resolutions proposed in the Notice of the 29<sup>th</sup> AGM.
4. The Company had appointed Central Depository Services (India) Limited (CDSL) as Service Provider, who provided the facilities for conducting the Remote e-voting.
5. The Members of the Company as on the 'cut-off' date i.e. September 23, 2022 were entitled to vote on the resolutions as set-out in Item Nos. 1. to 3. of the Notice convening the 29<sup>th</sup> AGM of the Company.
6. The Remote e-voting period commenced from Tuesday , September 27, 2022 at 9.00 a.m. (IST) and ended on Thursday, the September 29, 2022 at 5.00 p.m. (IST).
7. The Chairman at the AGM had announced that members who have not exercised their votes through e-voting can exercise their votes through Ballot paper at the AGM.
8. After the conclusion of voting by poll at the AGM, the ballot box was opened in the presence of 2 witnesses, Ms. Komalpreet Kaur and Mr. Karan Kakkar, who are not in the employment of the Company.
9. The votes cast under e-voting facility were unblocked after the counting of the votes cast at the meeting in the presence of 2 witnesses, Ms. Komalpreet Kaur and Mr. Karan Kakkar, who are not in the employment of the Company.

The witnesses have signed below in confirmation of the votes being unblocked in their presence:

**Komalpreet Kaur**  
Digitally signed by Komalpreet Kaur  
DN: c=IN, o=Jaspreet  
2.5.4.20=31617163649464, postalCode=150002,  
serialNumber=1500225021461163677, email=komalpreet.kaur@jaspreet.com, cn=Komalpreet Kaur  
Date: 2022.10.01 16:12:40 +05'30'

Komalpreet Kaur  
(Witness No.1)

**KARAN KAKKAR**  
Digitally signed by KARAN KAKKAR  
DN: c=IN, o=Jaspreet  
2.5.4.20=31617163649464, postalCode=150002,  
serialNumber=1500225021461163677, email=karan.kakkar@jaspreet.com, cn=KARAN KAKKAR, c=IN, o=Jaspreet  
Date: 2022.10.01 16:09:16 +05'30'

Karan Kakkar  
(Witness No. 2)

**JASPREET SINGH DHAWAN**  
Digitally signed by JASPREET SINGH DHAWAN  
DN: c=IN, st=Panjab,  
2.5.4.20=31617163649464, postalCode=150002,  
serialNumber=1500225021461163677, email=jaspreet.singh.dhawan@jaspreet.com, cn=JASPREET SINGH DHAWAN  
Date: 2022.10.01 16:07:17 +05'30'

10. Thereafter the details containing inter alia , list of shareholders , who voted “for” “against” the resolution were extracted from the poll papers and Report Generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com/> .
11. The management of the Company is responsible to ensure the compliance with the requirements of the provisions of Companies Act, 2013 and the Rules relating to voting through electronic means and voting during the meeting for the resolutions contained in the Notice of the 29th AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting and voting by shareholders through Ballot Form at the AGM is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions as stated in the Notice, based on poll papers and the reports generated from the e-voting provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and appointed by the Company to provide e-voting facility for providing voting through electronic means (i.e. remote e-voting) .
12. I now, submit my combined report as under on the results of the remote e-voting and voting through poll during the AGM in respect of the each of the resolutions as set out in the Notice dated September 5, 2022 convening the AGM:

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

**To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon.**

(i) Voted **in favour** of the resolution:

Method of Voting	Number of members voted	No of Votes Cast	% of total votes
Remote E-Voting	14	67132	1.67
Poll	12	3940918	98.30
<b>Total</b>	<b>26</b>	<b>4008050</b>	<b>99.97</b>



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

Method of Voting	Number of members voted	No of Votes Cast	% of total votes
Remote E-Voting	1	1381	0.03
Poll	-	-	-
<b>Total</b>	<b>1</b>	<b>1381</b>	<b>0.03</b>

(iii) **Invalid Votes:**

Method of Voting	Number of members voted	No of Votes Cast	% of total votes
Remote E-Voting	-	-	-
Poll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

*Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.*

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

To appoint a Director in the place of Mr. Sanjay Dhir (DIN: 02452461), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.

(i) Voted **in favour** of the resolution:

Method of Voting	Number of members voted	No of Votes Cast	% of total votes
Remote E-Voting	14	67132	1.67
Poll	12	3940918	98.30
<b>Total</b>	<b>26</b>	<b>4008050</b>	<b>99.97</b>

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

Method of Voting	Number of members voted	No of Votes Cast	% of total votes
Remote E-Voting	1	1381	0.03
Poll	-	-	-
<b>Total</b>	<b>1</b>	<b>1381</b>	<b>0.03</b>

(i) **Invalid Votes:**

Method of Voting	Number of members voted	No of Votes Cast	% of total votes
Remote E-Voting	-	-	-
Poll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

*Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.*

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

To increase in Authorized Share Capital of the company

(i) Voted **in favour** of the resolution:

Method of Voting	Number of members voted	No of Votes Cast	% of total votes
Remote E-Voting	15	68513	1.70
Poll	12	3940918	98.30
<b>Total</b>	<b>27</b>	<b>4009431</b>	<b>100</b>

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

Method of Voting	Number of members voted	No of Votes Cast	% of total votes
Remote E-Voting	-	-	-
Poll	-	-	-
<b>Total</b>	-	-	-

(iii) **Invalid Votes:**


Method of Voting	Number of members voted	No of Votes Cast	% of total votes
Remote E-Voting	-	-	-
Poll	-	-	-
<b>Total</b>	-	-	-

*Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.*


Thanking You,

Yours Faithfully

**For M/s Jaspreet Dhawan & Associates  
Company Secretaries**

JASPREET  
SINGH  
DHAWAN  
  
Jaspreet Singh Dhawan  
FCS: 9372  
CP No: 8545  
UDIN: F009372D001113189  
Peer Review No: 1335 /2021  
Date: 01/10/2022  
Place: Mohali

**Counter signed by**

**Tanvi  
Chhabra**  
  
Tanvi Chhabra  
Company Secretary  
ZENLABS ETHICA LIMITED  
M. No. A62958  
Date : 01/10/2022  
Place: Chandigarh