



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

The Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001
Maharashtra

Date: 30/09/2024

Ref: Zenlabs Ethica Limited (Scrip Code: 530697)

SUBJECT: Proceedings of the 31st Annual General Meeting of the Company pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith a summary of proceedings of 31st Annual General Meeting of the Company held on Monday, the 30th day of September, 2024 at the Registered office of the company at Plot No. 194-195, 3rd Floor, Industrial Area, Phase-II, Chandigarh - 160002 commenced at 11:30 a.m. and concluded at 12:30 p.m.

Kindly acknowledge the receipt of the same and take on record.

Thanking You

Yours Truly

For **ZENLABS ETHICA LIMITED**

MANJU BALA
COMPANY SECRETARY & COMPLIANCE OFFICER
M. No. ACS 67831

Enl: As above



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PROCEEDINGS OF THE 31ST ANNUAL GENERAL MEETING OF ZENLABS ETHICA LIMITED HELD ON MONDAY, THE 30TH DAY OF SEPTEMBER, 2024 AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. 194-195, 3RD FLOOR, INDUSTRIAL AREA, PHASE-II, RAM DARBAR, CHANDIGARH COMMENCED AT 11:30 A.M AND CONCLUDED AT 12:30 P.M.

Meeting Day, Date and Time	Monday, 30 th September, 2024 at 11:30 a.m.
Venue	Plot No. 194-195, 3rd Floor, Industrial Area, Phase-II, Ram Darbar, Chandigarh - 160002.
Director and KMP Present	Mr. Sanjay Dhir, Whole-Time Director Mr. Kuldeep Singh, Independent Director Mr. Anurag Malhotra, Independent Director Mr. Adarsh Sharma, Chief Financial Officer Ms. Manju Bala, Company Secretary and Compliance Officer
Members Present	16 Members
Invitees	Mr. Jaspreet Singh Dhawan Practicing Company Secretary (Secretarial Auditor and Scrutinizer)

Pursuant to the Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 it is hereby informed that the 31st Annual General Meeting of the Company was duly convened and held on Monday, 30th September, 2024 at 11:30 AM IST.

Mr. Sanjay Dhir, Whole Time Director; Mr. Kuldeep Singh, Independent Non-Executive Director and Chairman of the Audit Committee; Mr. Anurag Malhotra, Independent Non-Executive Director, Chairman of Stakeholder Relationship Committee and member of Nomination and Remuneration Committee; Mr. Adarsh Sharma, Chief Financial Officer and Ms. Manju Bala, Company Secretary and Compliance Officer of the Company was present in the meeting. Mr. Sanjeev Kumar, Managing Director and the Chairman of the Company and Mrs. Himjyoti conveyed their inability to attend the meeting.

Mr. Jaspreet Singh Dhawan, Scrutinizer and representative of Secretarial Auditors of the Company was also present. Further, Statutory Auditors of the Company were exempted from attending the meeting.

Mr. Sanjay Dhir, Whole Time Director of the Company was unanimously elected as the Chairman of the meeting. Thereafter, he introduced the Directors, Key Managerial Personnel and all invitees present at the meeting. Ms. Manju Bala, Company Secretary of the Company called the meeting to order as requisite quorum was present. She also informed that the Company has made all efforts to enable the members to participate in the meeting and to vote electronically.



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The Chairman informed that with the consent of the members present at the meeting, the notice convening the 31st Annual General Meeting along with Board Report with its annexures and Audited Financial Statements for the year ended March 31, 2024 were taken as read. As there were no qualifications in Audit Report, the same was taken as read.

The Chairman further, informed that remote e-voting commenced at 9:00 a.m (IST) on Thursday, September 26, 2024 and concluded at 5:00 p.m. on Sunday, September 29, 2024.

It was further informed that Mr. Jaspreet Singh Dhawan, Practising Company Secretary (COP 8545), Proprietor, Jaspreet Dhawan & Associates, was appointed as the scrutinizer to scrutinize the voting through electronic means (i.e remote e-voting) and voting at the Meeting in fair and transparent manner.

The Chairman then delivered his speech. He gave an overview of the performance of the Company for the Financial Year ended March 31, 2024. The Chairman addressed the members at the Meeting. Thereafter, the following resolutions as set out in the notice convening the 31st Annual General Meeting were read out by Ms. Manju Bala, Company Secretary of the Company.

S. No.	Item No. /description	Nature of Resolution
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024 together with the Report of the Board of Directors and the Statutory Auditors thereon.	Ordinary
2.	To re-appoint Mr. Sanjay Dhir (DIN: 02452461), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary
3.	To re-appoint Mr. Sanjeev Kumar (DIN: 01154896) as Managing Director of the Company for the period of 5 (five) years with effect from September 01, 2024.	Ordinary
4.	To re-appoint Mr. Kuldeep Singh (DIN: 08454422) as an Independent Director of the Company for the 2 (second) term for the period of 5 (five) years.with effect from 10 June, 2024.	Special
5.	To re-appoint Mr. Sanjay Dhir (DIN: 02452461) as Whole Time Director of the Company for the period of 5 (five) years with effect from April 01, 2025.	Ordinary



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Voting by Members:

- The Company had provided remote e-voting facility to its members to cast votes electronically on the resolutions set out in the Notice.
- Ms. Manju Bala, Company Secretary informed the members about the facility to vote at the meeting, Ballot Papers were also made available for the members who participated in the meeting and had not cast their votes through remote e-voting. The Chairman then invited
- Mr. Jaspreet Singh Dhawan, Scrutinizer to conduct the proceedings for voting through Ballot paper and requested him to submit his report within prescribed time period.

Result of Voting (remote e-voting and voting at the meeting through Ballot Paper)

All the resolutions set out in the Notice have been passed with requisite majority. The Chairman informed the members that a consolidated report on the total vote cast through remote e-voting facility and through Ballot paper at the AGM on the above-mentioned resolutions would be submitted by scrutinizer not later than two (2) working days from the conclusion of the meeting.

Notes:

- i. The Company will separately intimate the voting results (remote e-voting and voting at the meeting through Ballot Papers) to the stock exchange, and shall be available on the website of the Company, Stock Exchange and Central Depository Services (India) Limited.
- ii. This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

The 31st Annual General Meeting concluded with a vote of thanks to the Chair at 12:30 p.m.

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

Thanking You

Yours truly
For **ZENLABS ETHICA LIMITED**

MANJU BALA
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. No. ACS 67831