



# Zenith Exports Limited

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website : www.zenithexportsltd.com  
CIN : L24294WB1981PLC033902

Date: 06.03.2026

**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: Comments of Board of Directors on Non-Compliance of Regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

We wish to inform you that in the matter related to Non Compliance of Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 i.e. Board Composition for the quarter ended December 31, 2025 and fine imposed by BSE and NSE vide their mail dated February 27, 2025 were placed before the Board of Directors in their meeting held on March 2, 2025. The Board of Directors had discussed and taken note of the matter of Non-compliance.

The Board after due analysis and deliberation noted that the delay in compliance was inadvertent and unintentional. The Company made all the possible efforts to fill the vacancy caused. Considering the level of competency, skills, experience and seniority required for the said post, it took reasonable time to identify and finalize the potential candidate. After a diligent selection process, **Mrs, Priyanka Poddar (DIN: 10481007) and Mr. Subhajeet Kar (DIN-07148810)** were appointed as Non-Executive Independent Directors on **6<sup>th</sup> March, 2026**. They emphasized that going forward prescribed timelines & compliances should be strictly adhered to.

It is submitted that neither the Company, nor its Board of Directors, nor its Promoter(s) have any control over the decisions of the shareholders. The non-compliance arising from the reduction in the number of Directors is entirely beyond the control of the Company, its Board, and its Management. The last attempt was made by the company for appointment of Independent director was defeated by dissenting shareholder and appointment cannot be done.

The Company is in the process of submitting request letters for waiver of the said fine to both of these Stock Exchanges in this regard.



The Board confirms that the matter has now been complied with and also advised to take abundant caution in the future in timely complying with the Listing Regulations.

We request you to kindly take the aforesaid information on your records.

For **ZENITH EXPORTS LIMITED**



Anita Kumari Gupta  
*Company Secretary & Compliance Officer*