

To,
The Manager
Department of Corporate Services- Compliances
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai- 400 051

Subject: Intimation of Proceeding of 10th Annual General Meeting ('AGM') Under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

Dear Sir/Madam,

This is with reference to Regulation 30(6) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, 10th Annual General Meeting ('AGM') of the Company was held on Friday, 29th September, 2023 at 04.00 P.M. (IST) and the business mention in the Notice dated 29th August, 2023

The brief summary of proceeding of 10th AGM is enclosed for your reference.

You are requested to take the same on your record.

Thanking You

Yours Faithfully

For Zeal Global Services Limited
(Formerly Zeal Global Services Private Limited)

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GUPTA Date: 2023.09.29
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Monal Gupta
Company Secretary & Compliance Officer
Membership No.: A29974

Place: New Delhi
Date: 29.09.2023

Enclosed: C.C

Zeal Global Services Limited
(Formerly Zeal Global Services Private Limited)

To,
The Manager
Department of Corporate Services- Compliances
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai- 400 051

Sub: Proceedings on 10th Annual General Meeting of Zeal Global Services Limited held on September 29, 2023 along-with the Consolidated Scrutinizer's Report and Results of the e-Voting at AGM.

Dear Sir/Madam,

Pursuant to the provisions of the Companies Act 2013 and SEBI (Listing Obligations and Other Disclosure Requirements) 2015 and other applicable provisions, we wish to inform you that, the 10th Annual General Meeting (hereinafter referred to as the meeting) of the Members of the Company was duly held on Friday, September 29th 2023 at 04:00 P.M., through Video Conferencing / Audio Visual Mode.

Mr. Nipun Anand, Chairman & Whole Time Director Chaired the Meeting. Mr. Nipun Anand, after taking the Chair requested Mr. Durgesh Khanna to introduce other board members and Invitees of the Company. Mr. Durgesh informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 a.m. on, Tuesday 26th September, 2023 and ended at 5.00 p.m. on Thursday, 28th September, 2023. Mr. Durgesh Khanna informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.

Mr. Durgesh informed that 6 members attended the meeting through Video Conferencing / Audio visual Mode. Apart from members, the following Directors and Invitees were present in the meeting.

Name	Designation	Mode of Presence
Mr. Nipun Anand	Chairman and Whole Time Director	Video Conference
Mr. Vishal Sharma	Managing Director	Video Conference
Mr. Ravi Sharma	Independent Director (Chairman of Audit Committee)	Video Conference
Mr. Rajesh Hadda	Independent Director	Video Conference
Mrs. Reena Aggarwal	Independent Director	Video Conference

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Presence of Auditors and Invitees:

Name	Designation	Mode of Presence
CA Bhuvnesh Gaur	Partner of Bhagi Bhardwaj Gaur and Co. Statutory Auditors	Video Conference
CA Kaushal Gupta	Chief Financial Officer	Video Conference
CA Durgesh Khanna	Assistant-CFO	Video Conference
CS Dharmveer Dabodia	Scrutinizer	Video Conference
CS Monal Gupta	Company Secretary	Video Conference

Mr. Durgesh Khanna confirmed to the Chairman that Meeting was duly called, held and constituted and the required quorum was present. The Chairman then commenced the proceeding of the meeting.

Thereafter, the Chairman addressed the members of the Company and gave an overview of the performance of the Company for the financial year ended March 31, 2023 and future outlook of the business of the Company.

As per the requirement mentioned in the circular issued by the Ministry of Corporate Affairs, the Registers (in scanned copies) as required under the Companies Act, 2013 were kept open and accessible for inspection by the members whosoever requested for the same. The Notice convening the meeting was taken as read. Mr. Durgesh, then on request of the Chairman placed all the resolutions before the members for voting, in following order:

ORDINARY BUSINESS:

1. Adoption of (a) the Audited Standalone Financial Statement of the Company for the Financial Year ended March 31st, 2023, the Reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31st, 2023 and Auditors Report thereon.
2. To appoint a Director in place of Mr. Vishal Sharma (DIN: 03595316) who retires by rotation at this Annual General Meeting and being eligible offered himself for re-appointment.

SPECIAL BUSINESS:

3. To Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company

Thereafter, Chairman announced for voting to be taken electronically (e-voting) and requested Mr. Dharmveer Dabodia, Practicing Company Secretary, the Scrutinizer for the orderly conduct of the voting.

The e-voting commenced on 26th September, 2023 at 09:00 A.M. and ended on 28th September, 2023 at 05:00 P.M. CS Dharmveer Dabodia, Practicing Company Secretary, was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process. The e-voting results shall be informed

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to the Stock Exchange and the same will be made available on the website of the Company i.e. www.zeal-global.com.

Total 06 Members (Public- 04 & Promoters- 02) were present at the conclusion of the meeting.

The Chairman thanked the members and other stakeholders and then concluded the meeting.

The meeting was concluded at 04:15 P.M. with Vote of the thanks to the Chair.

Confirmation

I hereby confirm that relevant provisions of the Act, the rules, secretarial standards made there under with respect to calling, convening and conducting the meeting have been duly complied with.

You are requested to take the same on your record.

Thanking You

Yours Faithfully

For Zeal Global Services Limited
(Formerly Zeal Global Services Private Limited)

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Date: 2023.09.29
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Monal Gupta
Company Secretary & Compliance Officer
Membership No.: A29974

Place: New Delhi
Date: 29.09.2023

Enclosed: C.C

Zeal Global Services Limited
(Formerly Zeal Global Services Private Limited)

Report of Scrutinizer(s)(Consolidated)
[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
Zeal Global Services Limited

Ref: 10th Annual General Meeting of the Equity Shareholders of Zeal Global Services Limited held on held on Friday, 29th Day, September, 2023 at 04:00 PM (IST) through Audio Video Mode (“Meeting or AGM”)

Subject: Consolidated Scrutinizer’s Report on remote e-voting & e-voting conducted at AGM

Dear Sir,

I, CS Dharamveer Dabodia (Company Secretary in Practice) appointed as Scrutinizer(s) by the Board of Directors of Zeal Global Services Limited (the Company) for the purpose of scrutinizing the process of voting through electronic means (“e-voting”) on the resolutions contained in the notice dated 29th August 2023 (“Notice”) issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 05th May 2020 and General Circular No.02/2022 dated 05th May 2022 respectively and other applicable circulars, issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 10th Annual General Meeting of its Equity Shareholders ("the Meeting"/"AGM") through Audio Video Mode.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and e-voting at the AGM through electronic voting system ("e-voting at Meeting") by the shareholders on the resolutions contained in the Notice of the AGM of the Company is the responsibility of the Management. Our responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and e-voting at the AGM through electronic voting system ("e-voting at Meeting") are conducted in fair and transparent manner and render consolidated Scrutinizer’s report of the total votes cast in favour or against if any, to the Chairman on the Resolutions, based on the consolidated reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).

As per Companies (Management and Administration) Rules, 2014 as amended upto date, the remote e-voting opened from Tuesday, 26th September, 2023 at 09:00 AM and remained opened up to Thursday, 28th September, 2023 at 05:00 P.M.

The Equity Shareholders holding shares as on 22nd September 2023, “cut-off date”, were entitled to vote on the Resolutions stated in the notice of AGM of the Company.

After declaration of voting by the Chairman at the meeting, the members voted through e-voting facility provided by NSDL at the AGM. There was no person who has voted both in e-voting as well as in Annual General Meeting.

The votes on remote e-voting were unblocked at New Delhi on 29th September 2023 after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com/>) and the same are being handed over to the Chairman.

The total votes cast in favour or against all the resolutions proposed in the Notice of AGM are as under:

RESOLUTION NO. 1 To consider and adopt:

- (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31st, 2023, the reports of the Board of Directors and Auditors thereon; and
- (b) the Audited consolidated Financial Statements of the Company for the Financial Year ended March 31st, 2023 and Auditors Report thereon.

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	16	2394175	24.38
e-Voting at AGM date	1	7424700	75.62
Total	17	9818875	100.00

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	-	-
e-Voting at AGM date	Nil	-	-
Total	Nil	-	-

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil

RESOLUTION 2: To appoint a Director in place of Mr. Vishal Sharma (DIN:03595316) who retires by rotation at this Annual General Meeting and being eligible offered himself for re-appointment.

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	16	2394175	24.38
e-Voting at AGM date	1	7424700	75.62
Total	17	9818875	100.00

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	-	-
e-Voting at AGM date	Nil	-	-
Total	Nil	-	-

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil

RESOLUTION 3: To Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company

Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	16	2394175	24.38
e-Voting at AGM date	1	7424700	75.62
Total	17	9818875	100.00

Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	-	-
e-Voting at AGM date	Nil	-	-
Total	Nil	-	-

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them (as declared in their Ballot Paper)
Nil	Nil

All the relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of AGM held on 29th September 2023 and the same shall be handed over thereafter to the Chairman for safe keeping.

Thanking you.

Yours faithfully

**For Dharamveer Dabodia & Associates
Company Secretaries**

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DABODIA Date: 2023.09.29 19:12:11
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(DHARAMVEER DABODIA)
M. No.- A29365, CP No.-14305
UDIN- A029365E001128892
Peer Review No.- 2523/ 2022

Place: New Delhi
Dated: 29.09.2023

Details of Voting Results

Date of the AGM	29 th September, 2023
Total Number of Shareholders on record date (i.e. September 22 nd , 2023 – Cutoff date for e-voting purpose)	807 (Eight Hundred Seven Only)
No. of Shareholders present in the meeting either in person or through proxy & voted electronically: 1. Promoters and promoter Group: 2. Public:	NIL NIL
No. of Shareholders attended the meeting through Video Conferencing 1. Promoters and promoter Group: 2. Public:	02 (Two) 04 (Four)

Agenda –Wise Disclosure

Resolution 1:

To consider and adopt:

- (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31st, 2023, the reports of the Board of Directors and Auditors thereon; and
- (b) the Audited consolidated Financial Statements of the Company for the Financial Year ended March 31st, 2023 and Auditors Report thereon.

Resolution Required: (Ordinary/Special)				Ordinary				
Whether Promoter/Promoter Group was interested in the Agenda/resolution				No				
Category	Mode of Voting	No. of share held	No. of Votes E-voting	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Vote Against	% of Votes in Favour on Votes polled	% of votes against on votes polled
		(1)	(2)	$(3) = [(2)/(1)] * 100$	(4)	(5)	$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$
Promoter and Promoter	E-voting	9769525	2344750	24.00	2344750	Nil	100	Nil
	E-voting at AGM		7424700	76.00	7424700	N.A.	100	Nil
	Total	9769525	9769450	100.00	9769450	Nil	100	Nil

Zeal Global Services Limited

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Group								
Public-Institutions	E-voting	Nil	Nil	Nil	N.A.	N.A.	Nil	Nil
	E-voting at AGM		Nil	Nil	N.A.	N.A.	Nil	Nil
	Total		Nil	Nil	Nil	N.A.	N.A.	Nil
Public-Non Institutions	E-voting	3540225	49425	1.40	49425	Nil	100	Nil
	E-voting at AGM		0	0	0	Nil	100	Nil
	Total			49425	1.40	49425	Nil	100
Total		13309750	9818875	73.77	9818875	Nil	100	Nil

Resolution 2: To appoint a Director in place of Mr. Vishal Sharma (DIN:03595316) who retires by rotation at this Annual General Meeting and being eligible offered himself for re-appointment.

Resolution Required: (Ordinary/Special)				Ordinary				
Whether Promoter/Promoter Group was interested in the Agenda/resolution				No				
Category	Mode of Voting	No. of share held	No. of Votes E-voting	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Vote 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
Promoter and Promoter Group	E-voting	9769525	2344750	24.00	2344750	Nil	100	Nil
	E-voting at AGM		7424700	76.00	7424700	N.A.	100	Nil
	Total		9769525	9769450	100.00	9769450	Nil	100
Public-Institutions	E-voting	Nil	Nil	Nil	N.A.	N.A.	Nil	Nil
	E-voting at AGM		Nil	Nil	N.A.	N.A.	Nil	Nil
	Total		Nil	Nil	Nil	N.A.	N.A.	Nil
Public-Non Institutions	E-voting	3540225	49425	1.40	49425	Nil	100	Nil
	E-voting at AGM		0	0	0	Nil	100	Nil
	Total			49425	1.40	49425	Nil	100
Total		13309750	9818875	73.77	9818875	Nil	100	Nil

Zeal Global Services Limited
(Formerly Zeal Global Services Private Limited)

Resolution 3: To Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company

Resolution Required: (Ordinary/Special)				Ordinary				
Whether Promoter/Promoter Group was interested in the Agenda/resolution				No				
Category	Mode of Voting	No. of share held	No. of Votes E-voting	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Vote 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
Promoter and Promoter Group	E-voting	9769525	2344750	24.00	2344750	Nil	100	Nil
	E-voting at AGM		7424700	76.00	7424700	N.A.	100	Nil
	Total	9769525	9769450	100.00	9769450	Nil	100	Nil
Public-Institutions	E-voting	Nil	Nil	Nil	N.A.	N.A.	Nil	Nil
	E-voting at AGM		Nil	Nil	N.A.	N.A.	Nil	Nil
	Total	Nil	Nil	Nil	N.A.	N.A.	Nil	Nil
Public-Non Institutions	E-voting	3540225	49425	1.40	49425	Nil	100	Nil
	E-voting at AGM		0	0	0	Nil	100	Nil
	Total		49425	1.40	49425	Nil	100	Nil
Total		13309750	9818875	73.77	9818875	Nil	100	Nil

Note: All the aforesaid resolution was passed with requisite majority.

For Zeal Global Services Limited

(Formerly Zeal Global Services Private Limited)

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Monal Gupta

Company Secretary & Compliance Officer

Membership No.: A29974

Place: New Delhi

Date: 29.09.2023

Zeal Global Services Limited

(Formerly Zeal Global Services Private Limited)