



Zeal & Innovation in Medicine

ZIM LABORATORIES LIMITED

Registered Office : Sadoday Gyan (Ground Floor), Opp. NADT, Nelson Square, Nagpur – 440 013

CIN : L99999MH1984PLC032172

Website – www.zimlab.in e-mail – cs@zimlab.in

Dear Member,

Subject: Process and manner for availing remote e-voting facility

Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 34th Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-voting facility. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) is being provided by National Securities Depository Limited (NSDL) at the link <https://www.evoting.nsdl.com>

The remote e-voting facility will be available during the following period: -

Commencement of remote e -voting	Tuesday, September 18, 2018 at 9.00 a.m.
End of remote e-voting	Thursday, September 20, 2018 at 5.00 p.m.
EVEN (E-voting Event Number)	109195

During the above remote e-voting period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, September 14, 2018, may cast their vote electronically. The remote e-voting module shall be disabled for voting after the remote e-voting period ends. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

These details and instructions form an integral part of the Notice convening the 34th AGM to be held in “Mimosa Hall” at Chitnavis Centre, 56, Temple Road, Civil Lines, Nagpur – 440 001 on Friday, September 21, 2018, at 11.30 a.m.

Please read the following instructions before exercising the remote e-voting.

INSTRUCTIONS FOR REMOTE E-VOTING

Members are requested to follow the instructions below to cast their vote electronically: -

- (a) Members whose email addresses are registered with their Depository Participants (in case of shares held in demat form) or with the Company's Registrar and Share Transfer Agent (in case of shares held in physical form) will receive an email from NSDL informing them of their User-ID and Password. Once the Member receives the email, he or she will need to go through the following steps to complete the e-voting process.

- (b) Open the email and open the PDF file titled 'Zim e-voting.pdf', using your Client ID or Folio No. as Password. The said PDF file contains your user ID and password for e-voting. Please note that this password is an initial password.
 - (c) Launch your internet browser by typing the following URL: <https://www.evoting.nsdl.com>
 - (d) Click on Shareholder - Login.
 - (e) Enter the user ID and Password (the initial password noted in step (a) above). Click on Login.
 - (f) The Password change menu will appear. Change the Password to a Password of your choice. The new Password should have a minimum of 8 (eight) digits / characters or combination thereof. It is strongly recommended that you do not share your Password with any other person and take utmost care to keep your Password confidential.
 - (g) The homepage of e-voting will open. Click on 'e-voting: Active Voting Cycles'.
 - (h) Select 'EVEN' (E-Voting Event Number) of Zim Laboratories Limited. For an EVEN, you can login any number of times on e-voting platform of NSDL till you have voted on the Resolution during the voting period.
 - (i) Now you are ready for e-voting as the 'Cast Vote' page opens.
 - (j) Cast your vote by selecting the option of your choice and clicking on 'Submit', and also remember to 'Confirm' when prompted.
 - (k) Upon confirmation, the message 'Vote cast successfully' will be displayed.
 - (l) Once you have voted on the Resolution, you will not be allowed to modify your vote.
 - (m) Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send a scanned copy (PDF / JPG Format) of the relevant Board Resolution /Authorization Letter etc., together with attested specimen signature of the authorized signatory / signatories who are authorized to vote, to the Scrutinizer via e-mail to roshnijethani2015@gmail.com with a copy marked to cs@zimlab.in and evoting@nsdl.co.in
- 8) For Members whose email I.Ds are not registered with the Company / Depository Participant(s) and who receive the physical Postal Ballot Forms, the following instructions may be noted:
- a) The initial password is provided at the bottom of the Postal Ballot Form.
 - b) Please follow all the steps from (a) to (j) mentioned above, to cast your vote successfully.
- 9) In case of any queries, you may refer to the Frequently Asked Questions (FAQs) and e-voting user manual for Members available in the 'Downloads' section of www.evoting.nsdl.com or contact NSDL by email at evoting@nsdl.co.in,
- 10) Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot Password' option available on the site to reset the Password.
- 11) If you are already registered with NSDL for e-voting, then you can use your existing user ID and Password for casting your vote.
- 12) The e-voting period commences on Tuesday the 18th September, 2018 from 9.00 a.m. and ends on Thursday the 20th September, 2018 at 5.00 p.m. During this period, members of the Company

holding shares either in physical form or in dematerialized form, as on the relevant date, i.e. the 14.09.2018 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a Resolution is cast by a Member, he or she will not be allowed to change it subsequently.

- 13) The Share Transfer Books of the Company shall remain closed from 05.09.2018 to 21.09.2018 (both days inclusive)

GENERAL INSTRUCTIONS

- a. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Friday, September 14, 2018. Any person, who acquires shares of the Company and becomes its member after dispatch of the Notice and holds shares as of the cut-off date i.e. Friday, September 14, 2018, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or to the Company at cs@zimlab.in
- b. You are advised to cast your vote only through one mode (remote e-voting or voting at the AGM). In case you cast your votes through both the modes, votes cast through Remote e-voting shall only be considered and votes cast at the AGM would be rejected.
- c. The facility for voting through ballot/polling paper shall also be made available at the AGM venue. The members who have already cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote at the AGM.
- d. Ms. Roshni Jethani, Practicing Company Secretary (Membership No. 48849) has been appointed as the Scrutinizer to scrutinize the remote e-voting and voting process at the AGM in a fair and transparent manner.
- e. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than forty eight hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- f. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.zimlab.in and on the NSDL website <https://www.evoting.nsdl.com> and shall also be forwarded to the BSE Limited (BSE).
