

July 06, 2018

To,
The Manager
Listing Department,
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051

Dear Sir/ Madam,

Trading Symbol: ZOTA

Sub: Outcome of Board Meeting held on Friday, July 06, 2018

Ref.: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors of the Company at their Meeting held on Friday, July 06, 2018 at 11:00 A.M. at the registered office of the Company situated at Zota House, 2/896, Hira Modi Street, Sagrampura, Surat – 395002 have discussed and approved following:

1. Consider and approved Director's Report for the year ended on 31st March, 2018.
2. Consider and approved notice of the 18th Annual General Meeting same is enclosed herewith as per *annexure 1*. Board has decided to hold the 18th Annual General Meeting on Saturday, 11th August, 2018 at The Southern Gujarat Chamber of Commerce & Industry, 1st floor, 'Samruddhi Hall', Makkai Pool, Nanpura, Surat – 395001, Gujarat at 11:00 A.M.
3. Decided to close the register of members of the Company from Saturday, 04th August, 2018 to Saturday, 11th August, 2018 for the purpose of payment of dividend and annual general meeting. Dividend shall be payable to Equity Shareholders, whose names stand registered on the Company's Register of Members:
 - a. As Beneficial Owners as at the end of business hours on 03rd August, 2018 as per the list provided by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in the electronic form and
 - b. As Members in the Register of Members of the Company after giving effect to valid transfers in physical form lodged with the Company before 04th August, 2018".Board has also authorized Mr. Himanshu Zota, Whole Time Director of the Company for opening and operating of dividend account.
4. Decided Friday, 03rd August, 2018 as a cut off date for the purpose of e-voting. Member's whose names are appearing on register of members as on 03rd August, 2018 shall be eligible for e-voting. E-voting will starts from Wednesday, 08th August, 2018 and will end on Friday, 10th August, 2018. Board has also appointed PCS Ranjit Kejriwal as a scrutinizer for scrutinizing e-voting and conduct poll through ballot paper during the 18th Annual General Meeting of the Company.

Registered Office :

Zota House, 2/896, Hira Modi Street,
Sagrampura, Surat - 395 002 | Ph: +91 261 2331601
Email: info@zotahealthcare.com
Web : www.zotahealthcare.com

Plant :

Plot no. 169, Surat Special Economic Zone,
Nr. Sachin Railway Station, Sachin,
Surat - 394 230 (Guj.) India
Ph: +91 261 2397122

5. Approved the budget of Rs. 18.29 lakhs for Corporate Social Responsibilities activities for the financial year 2018-19 which were recommended by Corporate Social Responsibility Committee of the Company.
6. Board has given approval for incorporating Wholly Owned Subsidiary in Sri Lanka with the name Zota Healthcare Lanka (Pvt) Ltd by investing Sri Lankan Rupees (SLRs.) 2,00,000. Company shall subscribe all 2000 shares each of SLRs. 100/- of the Zota Healthcare Lanka (Pvt) Ltd. Board has also nominated Mr. Moxesh Ketanbhai Zota, Managing Director of the Company, as a director in Zota Healthcare Lanka (Pvt) Ltd.


The Board meeting concluded at 01:00 P.M.

This is for your information and record.

Thanking you,

Yours faithfully,

For **Zota Health Care Limited**



Ashvin Variya
(Company Secretary & Compliance Officer)

Place: Surat



Annexure – 1 Notice of the 18th Annual General Meeting

Notice is hereby given of the 18th Annual General Meeting of the members of Zota Health Care Limited will be held on Saturday, the 11th day of August, 2018 at The Southern Gujarat Chamber of Commerce & Industry, 1st floor, 'Samruddhi Hall', Makkai Pool, Nanpura, Surat – 395001, Gujarat at 11:00 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended on 31st March, 2018, together with the Reports of the Board of Directors and Auditor thereon.
2. Declaration of dividend on equity shares @30% i.e. Rs. 3/- per share.
3. To appoint a Director in place of Mr. Kamlesh Rajnikant Zota, Whole Time Director (Holding DIN-00822705), who retire by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.
4. Ratification of Statutory Auditor and authorise directors to approve their remuneration and in this regards, to consider and if through fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT further to the resolution passed at the 17th Annual General Meeting held on 10th August, 2017 for the appointment of M/s D.S.M. & Co, Chartered Accountant as a statutory auditor and pursuant to provisions of section 139(1) & 142 of Companies Act, 2013 read with Companies Amendment Act, 2017 as of now there is no requirement of annual ratification of appointment of statutory auditor but under the resolution passed in 17th Annual General Meeting it is require to annually ratify appointment of statutory auditor hence Company is seeking members consent for ratification of appointment of a statutory auditor.”

“RESOLVED FURTHER THAT the tenure of statutory auditor shall be remain same as per resolution passed in 17th Annual General Meeting i.e. form the conclusion of 17th Annual General Meeting till the conclusion of 22nd Annual General meeting but from next year no annual ratification for appointment of a statutory auditor shall be done. “

SPECIAL BUSINESS:

5. To consider and if through fit, to pass with or without modification, the following resolution as a **Special Resolution:**

“RESOLVED THAT further to the resolution passed at the 14th Annual General Meeting held on 30th September, 2014 for the remuneration payable to Mr. Himanshu Muktilal Zota, Whole Time Director (DIN: 01097722) and pursuant to provisions of Sections 197 read with Schedule V of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made thereunder (including statutory modification and re-enactment thereof for the time being in force), the consent of the Members of the Company, be and is hereby accorded for revision in the remuneration payable to Mr. Himanshu Muktilal Zota, Whole Time Director of the Company with effect from 1st August, 2018 for the remaining period of his present term of appointment upto 31st March, 2020, Company shall pay to Mr.

Himanshu Muktilal Zota remuneration of Rs. 150,000/- per months and commission of 0.1% of annual turnover of the Company.”

“RESOLVED FURTHER THAT all other term of appointment shall be same as per his original appointment made in 14th Annual General Meeting held on 30th September, 2014.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. To consider and if through fit, to pass with or without modification, the following resolution as a **Special Resolution**:

“RESOLVED THAT further to the resolution passed at the 14th Annual General Meeting held on 30th September, 2014 for the remuneration payable to Mr. Kamlesh Rajnikant Zota, Whole Time Director (DIN: 00822705) and pursuant to provisions of Sections 197 read with Schedule V of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made thereunder (including statutory modification and re-enactment thereof for the time being in force), the consent of the Members of the Company, be and is hereby accorded for revision in the remuneration payable to Mr. Kamlesh Rajnikant Zota, Whole Time Director of the Company with effect from 1st August, 2018 for the remaining period of his present term of appointment upto 31st March, 2020, Company shall pay to Mr. Kamlesh Rajnikant Zota remuneration of Rs. 150,000/- per months and commission of 0.1% of annual turnover of the Company.”

“RESOLVED FURTHER THAT all other term of appointment shall be same as per his original appointment made in 14th Annual General Meeting held on 30th September, 2014.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

7. To consider and if through fit, to pass with or without modification, the following resolution as a **Special Resolution**:

“RESOLVED THAT further to the resolution passed at the 14th Annual General Meeting held on 30th September, 2014 for the remuneration payable to Mr. Manukant Chandulal Zota, Whole Time Director (DIN: 02267804) and pursuant to provisions of Sections 197 read with Schedule V of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made thereunder (including statutory modification and re-enactment thereof for the time being in force), the consent of the Members of the Company, be and is hereby accorded for revision in the remuneration payable to Mr. Manukant Chandulal Zota, Whole Time Director of the Company with effect from 1st August, 2018 for the remaining period of his present term of appointment upto 31st March, 2020, Company shall pay to Mr. Manukant Chandulal Zota remuneration of Rs. 150,000/- per months and commission of 0.1% of annual turnover of the Company.”

“RESOLVED FURTHER THAT all other term of appointment shall be same as per his original appointment made in 14th Annual General Meeting held on 30th September, 2014.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

8. To consider and if through fit, to pass with or without modification, the following resolution as a **Special Resolution**:

“RESOLVED THAT further to the resolution passed at the 17th Annual General Meeting held on 10th August, 2017 for the remuneration payable to Mr. Moxesh Ketanbhai Zota, Managing Director (DIN: 07625219) and pursuant to provisions of Sections 197 read with Schedule V of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made thereunder (including statutory modification and re-enactment thereof for the time being in force), the consent of the Members of the Company, be and is hereby accorded for revision in the remuneration payable to Mr. Moxesh Ketanbhai Zota, Managing Director of the Company with effect from 1st August, 2018 for the remaining period of his present term of appointment upto 06th October, 2021, Company shall pay to Mr. Moxesh Ketanbhai Zota remuneration of Rs. 150,000/- per months and commission of 0.1% of annual turnover of the Company.”

“RESOLVED FURTHER THAT all other term of appointment shall be same as per his original appointment made in 17th Annual General Meeting held on 10th August, 2017.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Place: Surat
Date: 06.07.2018

By order of the Board
for **ZOTA HEALTH CARE LIMITED**

Sd/-
Ashvin Variya
Company Secretary & Compliance Officer

Notes:

- a. The relevant explanatory statement pursuant to section 102 of the Companies Act, 2013 for item no. 5, 6, 7 & 8 are annexed herewith.
- b. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS/ HER BEHALF. AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to Section 105 of Companies Act, 2013, a person can act as proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as a proxy who shall not act as a proxy for any other member. The instrument of proxy, in order to be effective, should be deposited at the registered office of the Company, duly completed and signed, not later than forty eight hours before the commencement of the meeting. A proxy form is annexed to this report. Proxies submitted on behalf of limited Companies, Societies, etc, must be supported by an appropriate resolution / authority, as applicable.
- c. Corporate Members intending to send their authorized representative to attend the Annual General Meeting, pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of relevant Board resolution together with the respective specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the meeting.
- d. Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, the 04th day of August, 2018 to Saturday, the 11th day of August, 2018 (both day inclusive) for determining the

names of Members eligible for dividend on Equity Shares if any, declared at the meeting and for annual general meeting.

- e. All documents referred in the notice and accompany explanatory statements are open for inspection at the Registered Office of the Company during office hours on all days except Sunday & Public holidays between 11:00 a.m. and 1.00 p.m. up to the date of Annual General Meeting.
- f. The dividend on Equity Shares of the Company as recommended by the Board of Directors of the Company, when approved at the Annual General Meeting of the Company, will be made payable within 30 days of the date of declaration i.e. Saturday, the 11th August, 2018 to the Company's Equity Shareholders, whose names stand registered on the Company's Register of Members:
 - c. As Beneficial Owners as at the end of business hours on 03rd August, 2018 as per the list provided by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in the electronic form and
 - d. As Members in the Register of Members of the Company after giving effect to valid transfers in physical form lodged with the Company before 04th August, 2018".
- g. Members holding shares in demat form are hereby informed that the bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts; will be used by the Company for the payment of dividend. The Company or its registrar cannot act on any request received directly from the Members holding in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Members holding shares in demat form are requested to intimate any change in their address and/or bank mandate immediately to their Depository Participants.
- h. Members holding shares in physical form are requested to notify following details to Registrar and Transfer Agent (RTA) of the Company Satellite Corporate Services Pvt. Ltd. Unit No. 49, Bldg No. 13-A-B, 2nd Floor, Samhita Commercial Co-Op. Soc. Ltd, Off Andheri Kurla Lane, MTNL Lane, Sakinaka, Mumbai - 400 072
 - i) Bank details for receiving dividend in bank accounts (for those shareholder who have not given bank details to the Company)
 - ii) E-mail id (for receiving notices and annual reports through e-mail id.)
 - iii) Any change in address (application form is available at website of the Company www.zotahealthcare.com under investor relation tab.)
 - iv) PAN card copy for the record of the Company as required under the Guidelines of the SEBI.
- i. Members who are having shares in physical mode and want to register as a nominee as per Section 72 of the Companies Act, 2013 are requested to send from SH-13 for nomination or form SH-14 for cancellation of nomination. Form SH-13 and SH-14 are available on Company's website www.zotahealthcare.com under investor relation tab.
- j. To save environment and cost of the Company, Copies of Annual Report will not be distributed to the members at the venue of the AGM. Members are requested to bring their copies of Annual Report at the time of Annual General Meeting.
- k. The details of directors appointment or re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as below:

Particulars	Kamlesh Rjnikant Zota
DIN No.	00822705
Date of Birth	30/05/1974
Date of Appointment on current position	01/04/2015
Qualification	Bachelor in Pharmacy
Expertise in specific functional areas	Mr. Kamlesh Rajnikant Zota has done Bachelor in Pharmacy from Gujarat University. He has starting his carrier as a Sr. Technical Assistant in Torrent Pharma Ltd in the year 1995 after that he has worked as a Production Officer at Unique Pharmaceuticals Laboratories and subsequently joined our Company at the time of its incorporation, thus having an aggregate experience of around 23 years in the

	Pharmaceutical Industry. He has played lead role in getting regulatory approval for various facilities like NAFDAC, TFDA, FMHACA, PPD, NMRA, etc. He is looking after various business matters of the Company like factory management, work related to FDCA for domestic products as well as for export products, WHO certification, trademark and patent registration, customs and export documentation, pharmaceutical related regulatory compliances, etc.
List of other Companies in which directorship is held as on 31 st March, 2018	NIL
Chairman/ Member of Committee of other Company	NIL
No. of Shares Held	1409074

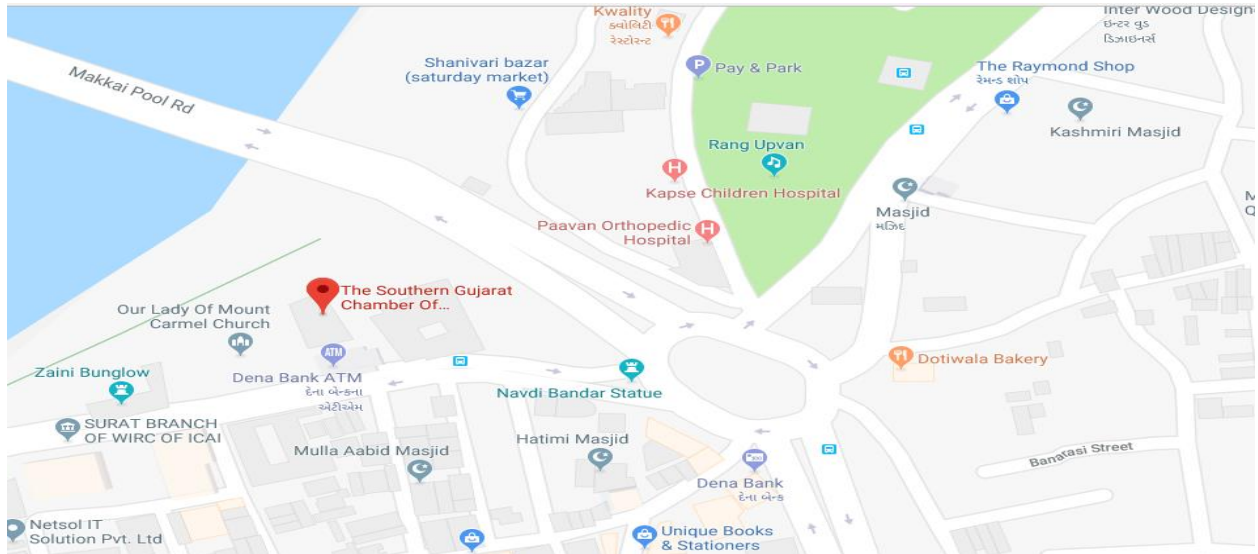
I. E-voting:

- i) Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rule, 2014 members holding shares either in physical mode or dematerialization mode are entitled to exercise their vote through electronic mode.
- ii) Company shall also providing voting through ballot papers which are provided at the Annual General Meeting. Members who have not voted through e-voting are entitled to cast their vote through ballot papers.
- iii) The members who have voted through e-voting are also entitled to attend the meeting but not entitled to vote at the meeting.
- iv) The Board of Directors of the Company has appointed Mr. Ranjit Kejriwal, Practicing Company Secretary as a scrutinizer, for conducting voting and poll during the Annual General Meeting and to oversee voting process.
- v) The Cut-off date for the purpose of e-voting is Friday, the 03rd day of August, 2018. Members whose names are appearing on Register of Members on Friday, the 03rd day of August, 2018 are entitled to vote through e-voting.
- vi) The e-voting facility will be start from Wednesday, the 08th day of August, 2018 and will end on Friday, the 10th day of August, 2018 Members can vote from 9:30 a.m. to 5:00 p.m. during the above mentioned period.

m. Poll at the Annual General Meeting:

- i) First of all items of the notice will be discussed then the Chairman of the Meeting will order poll for that items. Poll is conducted under the supervision of the scrutinizer appointed for e-voting and poll.
- ii) The members whose names are appear as on Friday, the 03rd day of August, 2018 in the Register of Members are entitled for the voting on poll in the meeting.
- iii) Scrutinizer decision on validity of vote will be final.

- n. The Prominent land mark near Southern Gujarat Chamber of Commerce & Industry is Dutch Garden. Map and Venue of AGM is as follows:



EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 5:

Mr. Himanshu Muktilal Zota (DIN: 01097722) was re-appointed as a Whole Time Director of the Company in 14th Annual General Meeting held on 30th September, 2014 for the tenure of five years starting from 1st April, 2015 to 31st March, 2020. Further, in the aforementioned annual general meeting Members of the Company by way of special resolution approved remuneration payable to Mr. Himanshu Muktilal Zota.

Brief Profile of Mr. Himanshu Muktilal Zota

Mr. Himanshu Muktilal Zota has been awarded with degree of Diploma in Pharmacy from the Board of Technical Examinations on behalf of the Government of Maharashtra. He began his journey in the Pharmaceutical Industry in the year 1994 at a Distributor Medical Agency and subsequently has been associated with our Company since the time of its incorporation, thus having an aggregate experience of around 24 years in the Pharmaceutical Industry. He has played an instrumental role in initiating and managing Zota Health Care Limited and also played important role in transforming Zota Health Care Limited into one of the fastest growing Companies in Pharma sector. He is looking after various business matters of the Company like strategy formulation, taxation and accounting related matters, overall management, planning and implementation of new projects, forecasting of upcoming changes in pharma sectors. He is also playing vital role in planning and implementation of Company's esteemed project DAVAINDIA.

Keeping in view of his experience and expertise in pharma sector Board is of a view that his present remuneration and not sufficient and need to increase his remuneration. Therefore Board is hereby sought Members approval for increasing remuneration for the remaining tenure of Mr. Himanshu Muktilal Zota.

Except Mr. Himanshu Muktilal Zota, none of Directors and KMPs and their immediate relatives are concerned or interested in the proposed resolution. Board of Directors of the Company recommended passing resolution set out in Item No. 5 of this notice.

Item No. 6:

Mr. Kamlesh Rajnikant Zota (DIN: 00822705) was re-appointed as a Whole Time Director of the Company in 14th Annual General Meeting held on 30th September, 2014 for the tenure of five years starting from 1st April, 2015 to 31st March, 2020. Further, in the aforementioned annual general meeting Members of the Company by way of special resolution approved remuneration payable to Mr. Kamlesh Rajnikant Zota.

Brief Profile of Mr. Kamlesh Rajnikant Zota

Mr. Kamlesh Rajnikant Zota has done Bachelor in Pharmacy from Gujarat University. He has starting his carrier as a Sr. Technical Assistant in Torrent Pharma Ltd in the year 1995 after that he has worked as a Production Officer at Unique Pharmaceuticals Laboratories and subsequently joined our Company at the time of its incorporation, thus having an aggregate experience of around 23 years in the Pharmaceutical Industry. He has played lead role in getting regulatory approval for various facilities like NAFDAC, TFDA, FMHACA, PPD, NMRA, etc. He is looking after various business matters of the Company like factory management, work related to FDCA for domestic products as well as for export products, WHO certification, trademark and patent registration, customs and export documentation, pharmaceutical related regulatory compliances, etc.

Keeping in view of his experience and expertise in manufacturing as well as pharmaceutical regulatory Board is of a view that his present remuneration and not sufficient and need to increase his remuneration. Therefore Board is hereby sought Members approval for increasing remuneration for the remaining tenure of Mr. Kamlesh Rajnikant Zota.

Except Mr. Kamlesh Rajnikant Zota, none of Directors and KMPs and their immediate relatives are concerned or interested in the proposed resolution. Board of Directors of the Company recommended passing resolution set out in Item No. 6 of this notice.

Item No. 7:

Mr. Manukant Chandulal Zota (DIN: 02267804) was re-appointed as a Whole Time Director of the Company in 14th Annual General Meeting held on 30th September, 2014 for the tenure of five years starting from 1st April, 2015 to 31st March, 2020. Further, in the aforementioned annual general meeting Members of the Company by way of special resolution approved remuneration payable to Mr. Manukant Chandulal Zota.

Brief Profile of Mr. Manukant Chandulal Zota

Mr. Manukant Chandulal Zota has done Masters of Science Degree in Mathematics from Sardar Patel University, Gujarat. He has been associated with the Zota Group since the year 1995 and subsequently has been associated with our Company since its incorporation and thus has an aggregate experience of around 24 in the Pharmaceutical Industry. He is entrusted with the responsibility of dealing with the daily accounting activities of our Company. He is also looking after overall management and CSR activities and its implementation.

Keeping in view of his experience Board is of a view that his present remuneration and not sufficient and need to increase his remuneration. Therefore Board is hereby sought Members approval for increasing remuneration for the remaining tenure of Mr. Manukant Chandulal Zota .

Except Mr. Manukant Chandulal Zota and Mr. Ketankumar Chandulal Zota none of Directors and KMPs and their immediate relatives are concerned or interested in the proposed resolution. Board of Directors of the Company recommended passing resolution set out in Item No. 7 of this notice.

Item No. 8:

Mr. Moxesh Ketanbhai Zota (DIN: 07625219) was appointed as a Managing Directors of the Company in 17th Annual General Meeting held on 10th August, 2017 for the tenure of five years starting from 07th October, 2016 to 06th October, 2021. Further, in the aforementioned annual general meeting Members of the Company by way of special resolution approved remuneration payable to Mr. Moxesh Ketanbhai Zota.

Brief Profile of Mr. Moxesh Ketanbhai Zota

Mr. Moxesh Ketanbhai Zota has done Bachelor of Pharmacy from Gujarat University and also awarded with degree of Master of Science (MBA) in international market and business management from BPP University, United Kingdom. He is young entrepreneur and associated with the Company since last 4 years. He is looking after overall management, export business, strategy formulations for new project implementation, research on future scenario of pharmaceutical market, development of business in foreign countries, product registration in foreign countries, etc.

Keeping in view of his experience and expertise in export business as well as business development skills Board is of a view that his present remuneration and not sufficient and need to increase his remuneration. Therefore Board is hereby sought Members approval for increasing remuneration for the remaining tenure of Mr. Moxesh Ketanbhai Zota.

Except Mr. Moxesh Ketanbhai Zota and Mr. Ketankumar Chandulal Zota none of Directors and KMPs and their immediate relatives are concerned or interested in the proposed resolution. Board of Directors of the Company recommended passing resolution set out in Item No. 8 of this notice.



CIN: U24231GJ2000PLC038352

Registered office: Zota House, 2/896, Hira Modi Street, Sagrampura, Surat-395002

Email: info@zotahealthcare.com Website: www.zotahealthcare.com Tele Fax: 0261 2346415

ATTENDANCE SLIP

Name of the member(s):	
Registered Address:	

Folio No		*DP ID	
No. of Shares		*Client ID	

* Applicable to holders holding shares in demat/electronic form

I hereby record my attendance at the 18th Annual General Meeting of the Company held on Saturday, the 11th day of August, 2018 at The Southern Gujarat Chamber of Commerce & Industry 1st floor, 'Samruddhi Hall', Makkai Pool, Nanpura, Surat – 395001, Gujarat at 11:00 A.M.

Shareholders Signature

Note:

1. Please fill this attendance slip and hand it over at the entrance of the Meeting Hall.
2. Members signature should be in accordance with the specimen signature in the Register of Members of the Company.



healthcare ltd.

CIN: U24231GJ2000PLC038352

Registered office: Zota House, 2/896, Hira Modi Street, Sagrapura, Surat-395002

Email: info@zotahealthcare.com Website: www.zotahealthcare.com Tele Fax: 0261 2346415

**Form MGT-11
PROXY FORM**

[Pursuant to section 105(6) if the Companies Act, 2013 and rule 19(3) if the Companies (Management and Administration Rules, 2014)]

Name of the member(s):	
Registered Address:	
E-mail ID:	
Folio No/ *Client ID:	
*DP ID:	

*Applicable for holders holding shares in demat/ electronic mode

I/We, being the member(s) of shares of the above named company, hereby appoint

1. Name:.....Address:.....
E-mail ID:Signature:**Or failing him**
2. Name:.....Address:.....
E-mail ID:Signature: **Or failing him**
3. Name:.....Address:.....
E-mail ID:Signature:

As my/our proxy to attend and vote (on a poll) for me/ us and my/our behalf at the 18th Annual General Meeting of the Company, to be held on Saturday, the 11th day of August, 2018 at 11:00 a.m. at The Southern Gujarat Chamber of Commerce & Industry, 1st floor, 'Samruddhi Hall', Makkai Pool, Nanpura, Surat – 395001, Gujarat and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	For	Against
1	Adoption of Annual Accounts, Auditor's & Director's Report		
2	Declaration of Dividend @ 30%		
3	Re-appointment of Mr. Kamlesh Rajnikant Zota, as a whole time director, retire by rotation		
4	Ratification of appointment of M/s D.S.M & Co., Chartered Accountant, as a statutory auditor		
5	Changing term of appointment of Mr. Himanshu Muktilal Zota, Whole Time Director of the Company		
6	Changing term of appointment of Mr. Kamlesh Rajnikant Zota, Whole Time Director of the Company		
7	Changing term of appointment of Mr. Manukant Chandulal Zota, Whole Time Director of the Company		
8	Changing term of appointment of Mr. Moxesh Ketanbhai Zota, Managing Director of the Company		

Signature of Shareholder

Affix Re. 1
Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.