

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Zota Health Care Limited**
2. Quarter ending - **31-Mar-2023**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chair person /Executive/Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Cessation	Term	Date of Birth	Whether the director is disqualified?	Standard of director qualification	End date of director qualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chair persons in Audit / Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Ketankumar Chandulal Zota	00822594	C,NED		12-Jul-2000	01-Oct-2016			07-Oct-1966	No					NA		1	0	0	0	NA	
Mr.	Moxesh ketanbhai Zota	07625219	ED	MD	07-Oct-2016	07-Oct-2021			12-Nov-1990	No					NA		1	0	0	0	NA	
Mr.	Kamlesh Rajanikant Zota	00822705	ED		12-Jul-2000	01-Apr-2020			17-Jan-1973	No					NA		1	0	0	0	NA	
Mr.	Himanshu Muktilal Zota	01097722	ED		12-Jul-2000	01-Apr-2020			30-May-1974	No					NA		1	0	2	0	AC,SC	
Mr.	Manukant Chandulal Zota	02267804	ED		12-Jul-2000	01-Apr-2020			17-Apr-1951	No					NA		1	0	1	0	SC	
Mrs.	Varshababen Gaurang Mehta	07611561	ID		10-Sep-2016	10-Sep-2021		79	13-Jul-1966	No					NA		1	1	1	0	AC,NRC	
Mrs.	Bhumi Maulik Doshi	08456082	ID		30-May-2019	30-May-2019		46	14-Sep-1994	No					NA		1	1	1	0	AC	
Mr.	Vitrag Sureshkumar Modi	08457204	ID		30-May-2019	30-May-2019		46	21-Jan-1990	No					NA		1	1	1	1	AC	
Mr.	Dhiren Prafulbhai Shah	08536409	ID		21-Sep-2019	21-Sep-2019		43	20-Aug-1972	No					NA		1	1	0	0	NRC	
Mrs.	Jayshreeben Nileshkumar Mehta	08536399	ID		21-Sep-2019	21-Sep-2019		43	27-Oct-1971	No					NA		1	1	1	1	SC,NRC	

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Varshababen Gaurang Mehta	ID	Member	10-Sep-2016	
2	Bhumi Maulik Doshi	ID	Member	30-May-2019	
3	Himanshu Muktilal Zota	ED	Member	26-Jun-2014	
4	Vitrag Sureshkumar Modi	ID	Chairperson	23-Sep-2019	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Jayshreeben Nileshkumar Mehta	ID	Chairperson	23-Sep-2019	
2	Manukant Chandulal Zota	ED	Member	26-Jun-2014	
3	Himanshu Muktilal Zota	ED	Member	26-Jun-2014	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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Company Remarks	Company does not required to form Risk Management Committee. Hence, no requirement to appoint regular chairman.
Whether Regular chairperson appointed	No

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Jayshreeben Nileshkumar Mehta	ID	Member	23-Sep-2019	
2	Dhiren Prafulbhai Shah	ID	Member	23-Sep-2019	
3	Varshababen Gaurang Mehta	ID	Chairperson	10-Sep-2016	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
14-Nov-2022	Yes	10	10	5
11-Jan-2023	Yes	10	10	5
13-Feb-2023	Yes	10	10	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	57

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	14-Nov-2022	Yes	4	4	3	0
Audit Committee	13-Feb-2023	Yes	4	4	3	0
Nomination & Remuneration Committee	03-Jan-2023	Yes	3	3	3	0
Stakeholders Relationship Committee	29-Mar-2023	Yes	3	3	1	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : Ashvin Variya
Designation : Company Secretary & Compliance Officer
Date : 19.04.2023
Place : Surat

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Yes/No/NA)	Company Remarks	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.zotahealthcare.com/about-us/our-business-2/
Terms and conditions of appointment of independent directors	Yes		www.zotahealthcare.com/wp-content/uploads/2019/08/Terms_and_Conditions_of_Appointment_of_Independent_Director.pdf
Composition of various committees of board of	Yes		www.zotahealthcare.com/investorrelations/committees-of-board-of-directors/
Code of conduct of board of directors and senior management personnel	Yes		www.zotahealthcare.com/wp-content/uploads/2020/05/Code-of-Conduct-for-Board-Members-Senior-Management-Personnel.pdf
Details of establishment of vigil mechanism/ Whistle	Yes		www.zotahealthcare.com/wp-content/uploads/2019/11/VIGIL_MECHANISM.pdf
Criteria of making payments to non-executive directors	Yes		www.zotahealthcare.com/wp-content/uploads/2019/08/Policy_on_Appointment_and_Remuneration_for_Directors_Key_Management_Personnel_and_Senior_Management_Employee.pdf
Policy on dealing with related party transactions	Yes		www.zotahealthcare.com/wp-content/uploads/2022/02/Policy-on-Related-Party-Transactions.pdf
Policy for determining 'material' subsidiaries	Yes		www.zotahealthcare.com/wp-content/uploads/2019/08/Policy_on_Material_Subsiidiary.pdf
Details of familiarization programs imparted to	Yes		www.zotahealthcare.com/wp-content/uploads/2023/04/Familiarization-program-for-IDs.pdf
Email address for grievance redressal and other relevant details entity who are responsible for assisting	Yes		www.zotahealthcare.com/investorrelations/investor-contacts/
Contact information of the designated officials of the	Yes		www.zotahealthcare.com/investorrelations/investor-contacts/
Financial results	Yes		www.zotahealthcare.com/investorrelations/financial-results/
Shareholding pattern	Yes		www.zotahealthcare.com/investorrelations/share-holding-pattern/
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or	Yes		www.zotahealthcare.com/announcements-2022-23/
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		www.zotahealthcare.com/announcements-2022-23/
Credit rating or revision in credit rating obtained by the	Not Applicable		
Separate audited financial statements of each	Yes		www.zotahealthcare.com/investorrelations/financial-statements-of-subsiidiary-companies/
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.zotahealthcare.com
Materiality Policy as per Regulation 30	Yes		www.zotahealthcare.com/wp-content/uploads/2021/07/Policy-on-Materiality_V2.pdf

Dividend Distribution policy as per Regulation 43A (as	Not Applicable		
It is certified that these contents on the website of the	Yes		
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	21(3A)	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) &	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	

<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent Directors</i>	25(10)	Not Applicable	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : Ashvin Variya
Designation : Company Secretary & Compliance Officer
Date : 19.04.2023
Place : Surat

ANNEXURE IV

ZOTA	Zota Health Care Limited	31-Mar-2023
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	0	0

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here

Affirmations	
<i>All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company</i>	
Company Remarks in case of non-compliant status	

Name: VIRAL MANDVIWALA
Designation: Chief Financial Officer
Place: Surat
Date: 19-Apr-2023