

June 27, 2023

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: Corrigendum to the Notice of Extraordinary General Meeting

With reference to the captioned subject and further to our letter dated June 19, 2023, We Zota Health Care Limited (“the Company”) are enclosing herewith Corrigendum to the Notice of Extraordinary General Meeting (“EGM Notice”) of the Members of the Company, scheduled to be held on Wednesday, July 12, 2023, at 11:00 A.M., through Video Conferencing (VC)/ Other Audio Visual Means (OVAM). The Company has completed the dispatch of Corrigendum to the EGM Notice to the Shareholders on June 27, 2023.

This Corrigendum to the EGM Notice shall form an integral part of the EGM Notice, which has already been circulated to the Shareholders of the Company on June 19, 2023, and on and from the date hereof, the EGM Notice shall always be read in conjunction with this Corrigendum.

Accordingly, all concerned shareholders, Stock Exchange, Depositories, Registrar and Share Transfer Agent, agencies appointed for e-voting, other Authorities, regulators, and all other concerned persons are requested to take note of the above changes. All other contents of the EGM Notice, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.

Corrigendum to the EGM Notice shall also be available on the website of the Company at www.zotahealthcare.com and stock exchange i.e. National Stock Exchange of India Limited at www.nseindia.com.

This is for your information and record.

Thanking you,

Yours faithfully,

For **Zota Health Care Limited**

Ashvin Variya
(Company Secretary and Compliance Officer)

Place: Surat

Encl: a/a

Registered Office:

Zota House, 2/896, Hira Modi Street,
Sagrampura, Surat-395002 Ph: +91 261 2331601
Email: info@zotahealthcare.com
Web: www.zotahealthcare.com

CIN: L24231GJ2000PLC038352



ZOTA HEALTH CARE LIMITED
CIN: L24231GJ2000PLC038352

Registered office: Zota House, 2/896, Hira Modi Street, Sagrapura, Surat-395002, Gujarat
Ph: +91-261-2331601 **Email:**info@zotahealthcare.com **Website:**www.zotahealthcare.com

CORRIGENDUM TO THE NOTICE OF THE EXTRAORDINARY GENERAL MEETING

The Extraordinary General Meeting (EGM) of the Members of **ZOTA HEALTH CARE LIMITED** (“the Company”) is being convened on Wednesday, July 12, 2023, at 11:00 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OVAM). The Notice of the EGM (“EGM Notice”) was dispatched to the members of the Company on June 19, 2023, in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, respectively.

This Corrigendum is being issued with respect to give notice to amend/ provide additional details as mentioned herein pursuant to the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Explanatory Statement of Item No 1:

1) On page 16, Point number iii shall be read as follows:

iii. The price or price band at/within which the allotment is proposed:

The issue price is Rs. 303/- (Rupees Three Hundred and Three Only, (including a premium of Rs. 293/- (Rupees Two Hundred and Ninety Three Only)) per Equity Share or at such price being not less than higher of the average price as calculated with reference to the relevant date in accordance with the regulation 164(1) of the SEBI ICDR Regulations, whichever is higher and in accordance with regulation 166A(1) of the SEBI ICDR Regulations.

Accordingly, the issue of equity shares of the Company on preferential basis shall be made at a price not less than higher of the following:

- a. The 90 trading days volume weighted average price of the related equity shares quoted on a recognised stock exchange preceding the relevant date price; or
- b. The 10 trading days volume weighted average price of the related equity shares quoted on a recognised stock exchange preceding the relevant date price; or
- c. The Floor price determined by the Registered Valuer using Market Price Method, Companies Comparable Multiples Method, Income Method (DCF), Net Assets Based Approach.

Pursuant to the above, the minimum price determined in accordance with regulation 164(1) and 166A(1) of SEBI ICDR Regulations is Rs. 299.70/- (Rupees Two Hundred Ninety Nine and Seventy Paise Only) per equity share.

In view of above, the Board of Directors of the Company has fixed issue price of equity shares at Rs. 303/- (Rupees Three Hundred and Three Only) per equity share which is above the minimum price determined in compliance with SEBI ICDR Regulations.

2) On page 17, 2nd Para of Point number iv shall be read as follows:

iv. Basis on which the Minimum price has been arrived at and justification for the price (including premium, if any)

Details of Valuer who performed Valuation

We have obtained Valuation Report dated June 12, 2023, from Registered Valuer, CA Priyank Drolia, Chartered Accountant, IBBI Registration Number: IBBI/RV/06/2020/12774 The valuation report dated June 12, 2023 is also made available on the website of the Company and the same can be accessed

from the link <https://www.zotahealthcare.com/wp-content/uploads/2023/06/VALUATION-REPORT-ZOTA.pdf>

3) On page 19, Point number xv is modified to state the details of Ten Eighty Investments, one of the proposed allottee, as the following:

Name of proposed Allottee(s)	Ultimate Beneficial Owners,(If applicable)	Pre-Issue		Post Issue	
		No of shares held	% of shareholding	No of shares held	% of shareholding
Ten Eighty Investments*	Aatish Sharma (5%) & Nidhi Thakkar (95%)	1350	0.01	16,350	0.06

**Note: Ten Eighty Investment has bought 1350 equity shares of the Company on June 16, 2023 i.e. after the date of EGM Notice approval. The shares bought by the said proposed allottee are under lock-in as per the stipulation of SEBI ICDR Regulations.*

4) On page 20, a new point is inserted as Point Number xix which will state the following:

“xix. Current and proposed status of the allottee(s) post preferential issue, namely promoter or non-promoter:

The Proposed Allottee(s) are neither promoters nor are part of the promoter group as on the date of this notice. Further, upon issuance and allotment of the Equity Shares, they will be categorized as Non-promoter (public shareholders) of the Company.

Explanatory Statement of Item No 2:

1) On page 21, Point number iii shall be read as follows:

iii. The price or price band at/within which the allotment is proposed:

The issue price is Rs. 303/- (Rupees Three Hundred and Three Only) per fully convertible warrants (including the warrant subscription price and the warrant exercise price) or at such price being not less than higher of the average price as calculated with reference to the relevant date in accordance with the regulation 164(1) of the SEBI ICDR Regulations, whichever is higher and in accordance with regulation 166A(1) of the SEBI ICDR Regulations.

Accordingly, the issue of fully convertible warrants (“Warrants”), into equity shares of the Company on preferential basis shall be made at a price not less than higher of the following:

- The 90 trading days volume weighted average price of the related equity shares quoted on a recognised stock exchange preceding the relevant date; or
- The 10 trading days volume weighted average price of the related equity shares quoted on a recognised stock exchange preceding the relevant date; or
- The Floor price determined by the Registered Valuer using Market Price Method, Companies Comparable Multiples Method, Income Method (DCF), Net Assets Based Approach.

Pursuant to the above, the minimum price determined in accordance with regulation 164(1) and 166A(1) of SEBI ICDR Regulations is 299.70/- (Rupees Two Hundred Ninety Nine and Seventy Paise Only) per fully convertible warrant.

In view of above, the Board of Directors of the Company has fixed issue price of Warrants, each convertible into equivalent number of fully paid up equity share at Rs. 303/- (Rupees Three Hundred and Three Only) per fully convertible warrant which is above the minimum price determined in compliance with SEBI ICDR Regulations.

2) On page 21, 2nd Para of Point number iv shall be read as follows:

iv. Basis on which the Minimum price has been arrived at and justification for the price (including premium, if any)

Details of Valuer who performed Valuation

We have obtained Valuation Report dated June 12, 2023, from Registered Valuer, CA Priyank Drolia, Chartered Accountant, IBBI Registration Number: IBBI/RV/06/2020/12774 The valuation report dated June 12, 2023 is also made available on the website of the Company and the same can be accessed from the link <https://www.zotahealthcare.com/wp-content/uploads/2023/06/VALUATION-REPORT-ZOTA.pdf>

3) On page 24, Point number xv is modified to state the details of Ten Eighty Investments, one of the warrant holder/ proposed allottee, as following:

Name of Warrant Holder(s)/ Proposed Allottee(s)	Ultimate Beneficial Owners,(If applicable)	Pre-Issue		Post Issue	
		No of shares held	% of shareholding	No of shares held	% of shareholding
Ten Eighty Investments	Aatish Sharma (5%) & Nidhi Thakkar (95%)	1350	0.01	16,350	0.06

**Note: Ten Eighty Investment has bought 1350 equity shares of the Company on June 16, 2023 i.e. after the date of EGM Notice approval. The shares bought by the said proposed allottee are under lock-in as per the stipulation of SEBI ICDR Regulations.*

4) On page 25, a new point is inserted as Point Number xix which will state the following:

“xix. Current and proposed status of the allottee(s) post preferential issue, namely promoter or non-promoter:

The Warrant Holder(s)/Proposed Allottee(s) are neither promoters nor are part of the promoter group as on the date of this notice. Further, upon issuance, allotment and conversion of warrants into Equity Shares, they will be categorized as Non-promoter (public shareholders) of the Company.

This Corrigendum to the EGM Notice shall form an integral part of the EGM Notice, which has already been circulated to the members of the Company on June 19, 2023, and on and from the date hereof, the EGM Notice shall always be read in conjunction with this Corrigendum.

Accordingly, all concerned shareholders are requested to take note of the above changes. All other contents of the EGM Notice, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.

Corrigendum to the EGM Notice shall also be available on the website of the Company at www.zotahealthcare.com and stock exchange i.e. National Stock Exchange of India Limited at www.nseindia.com.

**By Order of the Board of Directors
For Zota Health Care Limited
Sd/-**

**Place: Surat
Date: June 27, 2023**

**Ashvin Variya
Company Secretary & Compliance Officer**

Registered Office:

Zota House, 2/896, Hira Modi Street,
Sagrampura, Surat – 395002, Gujarat