

June 15, 2023

To,
The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051
Dear Sir/ Madam,

Trading Symbol: ZOTA

Sub: Outcome of Meeting of the Board of Directors held on Thursday, June 15, 2023

Ref.: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

With reference to the captioned subject, we Zota Health Care Limited (the 'Company') would like to inform you that the Board of Directors in its meeting held on Thursday, June 15, 2023 at 02:00 P.M. at Zota House, Bhagwan Aiyappa Complex, Next to Batliboi, Udhna-Navsari State Highway, Surat – 394210, Gujarat, *inter alia*, discussed and approved the following businesses:

1. Issuance of Equity Shares on Preferential Basis to Non Promoter Group Category.

Subject to the approval of members, the Board has approved to create, offer, issue and allot up to 6,87,000 (Six Lakhs Eighty Seven Thousand) Equity shares of face value of Rs. 10/- (Rupees Ten) of the Company to persons belonging to non- promoter group of the Company (**as listed in Annexure A herein**) on a preferential basis ("Preferential Issue") in accordance with provisions of Section 23, 42 and Section 62(1)(c) of the Companies Act, 2013, as amended ("**Act**") read with Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended ("**Rules**"), Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), Listing Regulations as amended and such other acts / rules / regulations applicable, at a price of Rs. 303/- (Rupees Three Hundred And Three Only) per Equity Share (including premium of Rs 293/- (Rupees Two Hundred and Ninety Three Only)) aggregating to an amount of up to Rs. 20,81,61,000/- (Rupees Twenty Crores Eighty One Lakhs Sixty One Thousand Only) subject to necessary approvals of other regulatory authorities, as maybe applicable.

The details regarding the issuance of securities as required pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015, are as set out in "**Annexure A - Details of proposed preferential issue**".

2. Issuance of Fully Convertible Warrants on Preferential Basis to Non Promoter Group Category.

Subject to the approval of members, the Board has approved to create, offer, allot upto 6,87,000 (Six Lakhs Eighty Seven Thousand) warrants each convertible into, or exchangeable for, equivalent number of fully paid up equity share of the Company of face value of Rs. 10/- (Rupees Ten) each

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

within the period of 18 (eighteen months) in accordance with the applicable law ("**Warrants**") at a price of Rs. 303/- (Rupees Three Hundred And Three Only) each (including the warrant subscription price and the warrant exercise price) aggregating upto Rs. 20,81,61,000/- (Rupees Twenty Crores Eighty One Lakhs Sixty One Thousand Only) to persons belonging to non-promoter group of the Company (**as listed in Annexure B herein**) by way of preferential issue in accordance with the provisions of Section 23, 42 and Section 62(1)(c) of the Act read with Rules, and SEBI ICDR Regulations, Listing Regulations and such other acts / rules / regulations as maybe applicable and subject to necessary approvals of other regulatory authorities, as maybe applicable. Upon issue of Warrants in accordance herewith, an amount equivalent to 25% (twenty five per cent) of the total issue size shall be called upfront from the proposed allottees;

The details regarding the issuance of securities as required pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015, are as set out in "**Annexure B - Details of proposed preferential issue**".

3. Considered and approved notice convening an Extraordinary General Meeting (EGM) of the Company schedule to be held on Wednesday, July 12, 2023 held through Video Conference (VC) / Other Audio Visual Means (OAVM) at 11:00 A.M. to transact the businesses sited in the said EGM Notice.
4. For EGM Board has decided Friday, July 07, 2023 as the cut-off date for the purpose of e-voting. Member's whose names appear on register of members as on Friday, July 07, 2023 shall be eligible for e-voting. E-voting will start on Sunday, July 09, 2023 at 9:00 IST and will end on Tuesday, July 11, 2023 at 17:00 IST. Board has also appointed PCS Ranjit Kejriwal as a scrutinizer to scrutinize the remote e-voting process and votes casted during EGM of the Company.

The Board Meeting concluded at 4:25 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

Encl: a/a

ANNEXURE A

The details as required to be disclosed under Regulation 30 read with SEBI Circular dated September 09, 2015:

Sr No	Particulars	Details																																																				
1	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Equity shares																																																				
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment on a private placement basis in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and other applicable laws.																																																				
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Upto 6,87,000 (Six Lakhs Eighty Seven Thousand) equity shares of face value Rs. 10.00/- (Rupees Ten Only) each at an issue price of 303/- (Rupees Three Hundred And Three Only) per equity share aggregating up to Rs. 20,81,61,000 (Rupees Twenty Crores Eighty One Lakhs Sixty One Thousand Only)																																																				
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		TOTAL			Up to 6,87,000
C	Issue price for preferential allotment	Rs. 303/- (including premium of Rs. 293/-)			
D	Post allotment of securities-outcome of the subscription, issue price allotted price (in case of convertibles), number of investors	Not Applicable			
E	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Not Applicable			
F	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable			

ANNEXURE B

The details as required to be disclosed under Regulation 30 read with SEBI Circular dated September 09, 2015:

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F	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable