

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Zota Health Care Limited**
2. Quarter ending - **30-Sep-2023**

**i. Composition Of Board Of Director**

Tit le ( M r./ M s)	Name of the Director	DIN	Cat ego ry (Cha irpe rson /Exec utive/ Non- Execu tive/ Indep enden t/ Nomi nee)	S u b C a t e g o r y	Initial Date of Appoi ntmen t	Date of Appoin tment	Dat e of ces sati on	Te nur e	Date of Birth	Wh eth er the dir ect or is dis qu alif ied ?	Start Date of disq ualifi cation	End Date of disq ualifi cation	Det ails of disq ualifi cation	Curre nt status	Wh eth er spe cial res olu tion pas sed ? [Re fer Re g. 17 (1A ) of List ing Re gul ati ons ]	Dat e of pas sin g spe cial res olu tion	No. of Dire ctors in liste d entit ies inclu ding this liste d entit y [in refer ence to Reg ulati on 17A (1)]	No of Inde pend ent Dire ctors in liste d entit ies inclu ding this liste d entit y [in refer ence to provi sion to regu lating 17A (1)]	No of mem bers in Audi t/ Stak ehol der Com mitt ee(s) inclu ding this liste d entit y	No of post of Chai rper son in Audi t/ Stak ehol der Com mitt ee held in liste d enti ties inclu ding this liste d enti ty	M e m be rsh ip in Co m mit tee of the Co m pa ny	R e m ar ks
Mr.	Ketankumar Chandulal Zota	00822594	C,NED		12-Jul-2000	01-Oct-2016			07-Oct-1966	No				Active	NA		1	0	0	0		
Mr.	Moxesh ketanbhai Zota	07625219	ED	M D	07-Oct-2016	07-Oct-2021			12-Nov-1990	No				Active	NA		1	0	0	0		
Mr.	Kamlesh Rajanikant Zota	00822705	ED		12-Jul-2000	01-Apr-2020			17-Jan-1973	No				Active	NA		1	0	0	0		
Mr.	Himanshu Muktilal Zota	01097722	ED		12-Jul-2000	01-Apr-2020			30-May-1974	No				Active	NA		1	0	2	0	AC,S C	

Mr.	Manukant Chandulal Zota	02267804	ED		12-Jul-2000	01-Apr-2020			17-Apr-1951	No				Active	NA		1	0	1	0	SC	
Mrs.	Varshabahaen Gaurang Mehta	07611561	ID		10-Sep-2016	10-Sep-2021	85		13-Jul-1966	No				Active	NA		1	1	1	0	AC,NRC	
Mrs.	Bhumi Maulik Doshi	08456082	ID		30-May-2019	30-May-2019	52		14-Sep-1994	No				Active	NA		1	1	1	0	AC	
Mr.	Vitrag Sureshkumar Modi	08457204	ID		30-May-2019	30-May-2019	52		21-Jan-1990	No				Active	NA		1	1	1	1	AC	
Mr.	Dhiren Prafulbhai Shah	08536409	ID		21-Sep-2019	21-Sep-2019	49		20-Aug-1972	No				Active	NA		1	1	0	0	NRC	
Mrs.	Jayshreeben Nileshkumar Mehta	08536399	ID		21-Sep-2019	21-Sep-2019	49		27-Oct-1971	No				Active	NA		1	1	1	1	SC,NRC	
Mr.	Laxmi Kant Sharma	10266796	ED		26-Aug-2023	26-Aug-2023			15-Oct-1975	No				Active	NA		1	0	0	0		
Mr.	Dhaval Chandubhai Patwa	10283028	ID		26-Aug-2023	26-Aug-2023	1		13-May-1990	No				Active	NA		1	1	0	0		

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	Varshabahaen 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 – Not Applicable**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
---------	---------------------------	----------	--------------------	---------------------	-------------------

Company Remarks	
-----------------	--

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
26-Apr-2023	Yes	10	10	5
30-May-2023	Yes	10	10	5
15-Jun-2023	Yes	10	10	5
18-Jul-2023	Yes	10	10	5
14-Aug-2023	Yes	10	10	5
26-Aug-2023	Yes	12	12	6
04-Sep-2023	Yes	12	12	6

Company Remarks	
Maximum gap between any two consecutive (in number of days)	32

**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)
Nomination & Remuneration Committee	30-May-2023	Yes	3	3	3	0
Nomination & Remuneration Committee	01-Jul-2023	Yes	3	3	3	0
Nomination & Remuneration Committee	03-Aug-2023	Yes	3	3	3	0
Audit Committee	30-May-2023	Yes	4	4	3	0
Audit Committee	14-Aug-2023	Yes	4	4	3	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	75

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
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	<p>As per attachment.</p> <p>During the quarter, pursuant to recommendation and prior approval of Audit Committee and Board the members of the Company have approved following material related party transactions:</p> <p>Approve the following material related party transactions with following:</p> <p>a) continuing the existing related party transaction(s) with respect to payment of remuneration and/or salary entered with Mr. Kamlesh Rajanikant Zota, Mr. Himanshu Muktilal Zota and Mr. Manukant Chandulal Zota, the Whole-time Directors of the Company, Mr. Moxesh Ketanbhai Zota, Managing Director of the Company, Mr. Niral Muktilal Zota and Mr. Viren Manukant Zota, Senior Marketing Managers of the Company, as detailed below w.e.f. October 01, 2023</p> <p>(i) with Mr. Himanshu Muktilal Zota, Whole- Time Director of the Company, Mr. Kamlesh Rajanikant Zota, Whole- Time Director of the Company, Mr. Moxesh Ketanbhai Zota, Managing Director of the Company from existing Rs. 1,50,000/- per month and commission of 0.1% of annual turnover of the Company to Rs. 3,50,000 lakh per month and Commission on sales, 0.1% of annual turnover with effect from October 1, 2023 for the remaining period of their present term of appointment</p> <p>(ii) with Mr. Manukant Chandulal Zota, Whole- Time Director of the Company from existing Rs. 1,50,000/- per month and commission of 0.1% of annual turnover of the Company to Rs. 1,50,000 lakh per month with effect from October 1, 2023 for the remaining period of their present term of appointment</p> <p>(iii) with Mr. Niral Muktilal Zota and Mr. Viren Manukant Zota, Senior Marketing Managers of the Company from existing Salary of Rs. 45,000 per month and Commission on sales, 0.1% of domestic turnover to Rs. 70,000 per month and Commission on sales 0.2% of annual turnover</p>
--	--

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:

**Name** : Ashvin Variya  
**Designation** : Company Secretary & Compliance Officer

ANNEXURE III

Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

--

**Name** : Ashvin Variya  
**Designation** : Company Secretary & Compliance Officer  
**Place** : Surat  
**Date** : 19-Oct-2023

**ANNEXURE IV**

ZOTA	ZOTA HEALTH ARE LIMITED	30-SEP-2023
------	-------------------------	-------------

**(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**

*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*

**Company Remarks in case of non-compliant status**

**Name:** Viral Mandviwala  
**Designation:** Chief Financial Officer  
**Place:** Surat  
**Date:** 19-Oct-2023