

June 18, 2024

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 Tuesday, June 18, 2024

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 Tuesday, June 18, 2024 at 07:00 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 9,86,261 (Nine Lakhs Eighty Six Thousand Two Hundred And Sixty One) 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. 509/- (Rupees Five Hundred And Nine Only) per Equity Share (including premium of Rs 499/- (Rupees Four Hundred and Ninety Nine Only)) aggregating to an amount of up to Rs. 50,20,06,849/- (Rupees Fifty Crores Twenty Lakhs Six Thousand Eight Hundred And Forty Nine Only) subject to necessary approvals of other regulatory authorities, as may be 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**".

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

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 29,83,735 (Twenty Nine Lakhs Eighty Three Thousand Seven Hundred And Thirty Five Only) 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 within the period of 18 (eighteen months) in accordance with the applicable law ("**Warrants**") at a price of Rs. 509/- (Rupees Five Hundred And Nine Only) each (including the warrant subscription price and the warrant exercise price) aggregating upto Rs. 1,51,87,21,115/- (Rupees One Hundred Fifty One Crores Eighty Seven Lakhs Twenty One Thousand One Hundred And Fifteen 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. Necessary Monitoring Agency will be appointed as required under the Securities and Exchange Board of India (Issue of Capital And Disclosure Requirements) Regulations, 2018, if any.
4. Considered and approved notice convening an Extraordinary General Meeting (EGM) of the Company schedule to be held on Saturday, July 13, 2024 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.
5. For EGM Board has decided Saturday, July 06, 2024 as the cut-off date for the purpose of e-voting. Member's whose names appear on register of members as on Saturday, July 06, 2024 shall be eligible for e-voting. E-voting will start on Wednesday, July 10, 2024 at 9:00 IST and will end on Friday, July 12, 2024 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 9:20 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 9,86,261 (Nine Lakhs Eighty Six Thousand Two Hundred And Sixty One) equity shares of face value Rs. 10.00/- (Rupees Ten Only) each at an issue price of 509/- (Rupees Five Hundred And Nine Only) per equity share aggregating up to Rs. 50,20,06,849/- (Rupees Fifty Crores Twenty Lakhs Six Thousand Eight Hundred And Forty Nine Only) | | | |
| | In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s): | | | | |
| A | Number of Proposed Allottee(s) | 58 (Fifty Eight) | | | |
| B | Names of the Proposed Allottee(s) | No. | NAME OF PROPOSED ALLOTTEE(S) | CATEGORY (PROMOTER/NON PROMOTER) | PROPOSED NO OF EQUITY SHARES IN THE COMPANY TO BE ALLOTTED |
| | | 1 | Parag Chandulal Mehta | Non Promoter | 34,381 |
| | | 2 | Alka Rajesh Agrawal | Non Promoter | 14,735 |
| | | 3 | Kedia Seema | Non Promoter | 2,456 |
| | | 4 | Sadhna Devi Chandak | Non Promoter | 2,456 |
| | | 5 | UMESH SURENDRA KAMATH | Non Promoter | 2,456 |
| | | 6 | Meghana Divyagnan Sarvaiya | Non Promoter | 2,456 |
| | | 7 | Nirmal Kumar Deepchand Gangwal | Non Promoter | 24,558 |
| | | 8 | Piyush Goyal | Non Promoter | 12,500 |
| | | 9 | Sharda Agarwal | Non Promoter | 7,367 |

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| 10 | Nachiket V Deo | Non Promoter | 1,228 |
| 11 | Neeraj Khubchandani | Non Promoter | 1,228 |
| 12 | Kaushik Daga | Non Promoter | 49,116 |
| 13 | Kalpita Agencies Private Limited | Non Promoter | 14,735 |
| 14 | Gaurav Karnawat | Non Promoter | 24,558 |
| 15 | Neelima Karnawat | Non Promoter | 24,558 |
| 16 | Param Capital Represented by Partner Mr. Mukul Mahavir Agrawal | Non Promoter | 1,12,967 |
| 17 | Manan Keval Doshi | Non Promoter | 9,823 |
| 18 | Ramesh S Damani | Non Promoter | 25,000 |
| 19 | Gautam Pranalal Shah | Non Promoter | 2,456 |
| 20 | Hem Chand Jain | Non Promoter | 11,051 |
| 21 | Ramgopal Investment And Trading Company Private Limited | Non Promoter | 24,558 |
| 22 | Vikas Khemani | Non Promoter | 24,558 |
| 23 | Sameer Manchanda | Non Promoter | 25,000 |
| 24 | Vijay Jain | Non Promoter | 2,456 |
| 25 | Karan Manoj Maheshwari | Non Promoter | 4,912 |
| 26 | Astralit Investments Private Limited | Non Promoter | 24,558 |
| 27 | Pravin Pannalal Shah HUF | Non Promoter | 25,000 |
| 28 | Jitendra Rasiklal Sanghavi | Non Promoter | 9,823 |
| 29 | Alok Saraf | Non Promoter | 4,912 |
| 30 | Priyanka Shwetkumar Koradiya | Non Promoter | 36,250 |
| 31 | Satya Pal Gulati | Non Promoter | 4,912 |
| 32 | Pankaj Prasoon HUF | Non Promoter | 9,823 |
| 33 | Arham Samkit Gandhi | Non Promoter | 12,500 |
| 34 | Megh Samkit Gandhi | Non Promoter | 12,500 |
| 35 | Prafull Rai | Non Promoter | 9,823 |
| 36 | Ashok Ramkishan Sikchi | Non Promoter | 9,823 |
| 37 | Gaurav Jain | Non Promoter | 6,631 |
| 38 | Raghav Bahl | Non Promoter | 4,912 |
| 39 | Payal Jilpeshbhai Doshi | Non Promoter | 4,912 |
| 40 | Jilpeshkumar Bhikhabhai Doshi | Non Promoter | 4,912 |

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|---|--|--|-------------------------------------|--------------|----------|
| | | 41 | Kanchanben Bhikhabhai Doshi | Non Promoter | 4,912 |
| | | 42 | Sejal Rahul Parikh | Non Promoter | 7,367 |
| | | 43 | Bhikhalal Chhotalal Doshi | Non Promoter | 4,912 |
| | | 44 | Bijalben Sanyambhai Vora | Non Promoter | 10,000 |
| | | 45 | Ritesh Rajnibhai Shah | Non Promoter | 11,250 |
| | | 46 | Rajnibhai Virchandbhai Shah | Non Promoter | 13,750 |
| | | 47 | Akshat Greentech Private Limited | Non Promoter | 36,837 |
| | | 48 | Naresh Saraaf | Non Promoter | 14,735 |
| | | 49 | Singularity Equity Fund I | Non Promoter | 1,71,906 |
| | | 50 | Emerge Capital Opportunities Scheme | Non Promoter | 36,837 |
| | | 51 | Monika Rajesh Agarwal | Non Promoter | 4,912 |
| | | 52 | Deepak Dalmia | Non Promoter | 4,371 |
| | | 53 | Garima Chordia | Non Promoter | 4,912 |
| | | 54 | Sanjay Popatlal Jain | Non Promoter | 5,894 |
| | | 55 | Kewalramani Sujay Mohanlal | Non Promoter | 5,894 |
| | | 56 | Rahul Vipulbhai Mehta | Non Promoter | 1,621 |
| | | 57 | Priyesh Nikeshkumar Mehta | Non Promoter | 1,621 |
| | | 58 | Rutvi Priyesh Mehta | Non Promoter | 1,670 |
| C | Issue price for preferential allotment | Rs. 509/- (including premium of Rs. 499/-) | | | |
| 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:

| Sr No | Particulars | Details | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|-------|--|---|---|------------------------------|----------------------------------|---|---|-----------------------|--------------|----------|---|---------------------|--------------|--------|---|-------------|--------------|-------|---|---------------------|--------------|-------|---|-----------------------|--------------|-------|---|----------------------------|--------------|-------|
| 1 | Type of securities proposed to be issued (viz. equity shares, convertibles, etc.) | Fully Convertible Warrants each convertible into, or exchangeable into equivalent number of fully paid up equity share of the Company. | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 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 29,83,735 (Twenty Nine Lakhs Eighty Three Thousand Seven Hundred And Thirty Five Only) warrants each convertible into, or exchangeable for, equivalent number of fully paid-up equity share of the Company having face value of Rs. 10.00/- (Rupees Ten Only) each at a price of Rs. 509/- (Rupees Five Hundred And Nine Only) (including the Warrant Subscription Price and the Warrant Exercise Price) aggregating upto Rs. 1,51,87,21,115/- (Rupees One Hundred Fifty One Crores Eighty Seven Lakhs Twenty One Thousand One Hundred And Fifteen Only). | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s): | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| A | Number of Proposed Allottee(s) | 58 (Fifty Eight) | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| B | Names of the Proposed Allottee(s) | <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">No.</th> <th style="text-align: center;">NAME OF PROPOSED ALLOTTEE(S)</th> <th style="text-align: center;">CATEGORY (PROMOTER/NON PROMOTER)</th> <th style="text-align: center;">PROPOSED NO OF FULLY CONVERTIBLE WARRANTS IN THE COMPANY TO BE ALLOTTED</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Parag Chandulal Mehta</td> <td style="text-align: center;">Non Promoter</td> <td style="text-align: center;">1,03,143</td> </tr> <tr> <td style="text-align: center;">2</td> <td>Alka Rajesh Agrawal</td> <td style="text-align: center;">Non Promoter</td> <td style="text-align: center;">44,204</td> </tr> <tr> <td style="text-align: center;">3</td> <td>Kedia Seema</td> <td style="text-align: center;">Non Promoter</td> <td style="text-align: center;">7,367</td> </tr> <tr> <td style="text-align: center;">4</td> <td>Sadhna Devi Chandak</td> <td style="text-align: center;">Non Promoter</td> <td style="text-align: center;">7,367</td> </tr> <tr> <td style="text-align: center;">5</td> <td>UMESH SURENDRA KAMATH</td> <td style="text-align: center;">Non Promoter</td> <td style="text-align: center;">7,367</td> </tr> <tr> <td style="text-align: center;">6</td> <td>Meghana Divyagnan Sarvaiya</td> <td style="text-align: center;">Non Promoter</td> <td style="text-align: center;">7,367</td> </tr> </tbody> </table> | No. | NAME OF PROPOSED ALLOTTEE(S) | CATEGORY (PROMOTER/NON PROMOTER) | PROPOSED NO OF FULLY CONVERTIBLE WARRANTS IN THE COMPANY TO BE ALLOTTED | 1 | Parag Chandulal Mehta | Non Promoter | 1,03,143 | 2 | Alka Rajesh Agrawal | Non Promoter | 44,204 | 3 | Kedia Seema | Non Promoter | 7,367 | 4 | Sadhna Devi Chandak | Non Promoter | 7,367 | 5 | UMESH SURENDRA KAMATH | Non Promoter | 7,367 | 6 | Meghana Divyagnan Sarvaiya | Non Promoter | 7,367 |
| No. | NAME OF PROPOSED ALLOTTEE(S) | CATEGORY (PROMOTER/NON PROMOTER) | PROPOSED NO OF FULLY CONVERTIBLE WARRANTS IN THE COMPANY TO BE ALLOTTED | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1 | Parag Chandulal Mehta | Non Promoter | 1,03,143 | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 | Alka Rajesh Agrawal | Non Promoter | 44,204 | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 3 | Kedia Seema | Non Promoter | 7,367 | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 4 | Sadhna Devi Chandak | Non Promoter | 7,367 | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 5 | UMESH SURENDRA KAMATH | Non Promoter | 7,367 | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 6 | Meghana Divyagnan Sarvaiya | Non Promoter | 7,367 | | | | | | | | | | | | | | | | | | | | | | | | | | | |

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| | | 7 | Nirmal Kumar Deepchand Gangwal | Non Promoter | 73,673 |
| | | 8 | Piyush Goyal | Non Promoter | 37,500 |
| | | 9 | Sharda Agarwal | Non Promoter | 22,102 |
| | | 10 | Nachiket V Deo | Non Promoter | 3,683 |
| | | 11 | Neeraj Khubchandani | Non Promoter | 3,683 |
| | | 12 | Kaushik Daga | Non Promoter | 1,47,347 |
| | | 13 | Kalpita Agencies Private Limited | Non Promoter | 44,204 |
| | | 14 | Gaurav Karnawat | Non Promoter | 73,673 |
| | | 15 | Neelima Karnawat | Non Promoter | 73,673 |
| | | 16 | Param Capital Represented by Partner Mr. Mukul Mahavir Agrawal | Non Promoter | 3,38,899 |
| | | 17 | Manan Keval Doshi | Non Promoter | 29,469 |
| | | 18 | Ramesh S Damani | Non Promoter | 1,00,000 |
| | | 19 | Gautam Pranal Shah | Non Promoter | 7,367 |
| | | 20 | Hem Chand Jain | Non Promoter | 33,153 |
| | | 21 | Rangopal Investment And Trading Company Private Limited | Non Promoter | 73,673 |
| | | 22 | Vikas Khemani | Non Promoter | 73,673 |
| | | 23 | Sameer Manchanda | Non Promoter | 75,000 |
| | | 24 | Vijay Jain | Non Promoter | 7,367 |
| | | 25 | Karan Manoj Maheshwari | Non Promoter | 14,734 |
| | | 26 | Astralit Investments Private Limited | Non Promoter | 73,673 |
| | | 27 | Pravin Pannalal Shah HUF | Non Promoter | 75,000 |
| | | 28 | Jitendra Rasiklal Sanghavi | Non Promoter | 29,469 |
| | | 29 | Alok Saraf | Non Promoter | 14,734 |
| | | 30 | Priyanka Shwetkumar Koradiya | Non Promoter | 1,08,750 |
| | | 31 | Satya Pal Gulati | Non Promoter | 14,734 |
| | | 32 | Pankaj Prasoon HUF | Non Promoter | 29,469 |
| | | 33 | Arham Samkit Gandhi | Non Promoter | 37,500 |
| | | 34 | Megh Samkit Gandhi | Non Promoter | 37,500 |
| | | 35 | Prafull Rai | Non Promoter | 29,469 |

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|---|---|--|-------------------------------------|--------------|----------|
| | | 36 | Ashok Ramkishan Sikchi | Non Promoter | 29,469 |
| | | 37 | Gaurav Jain | Non Promoter | 19,891 |
| | | 38 | Raghav Bahl | Non Promoter | 14,734 |
| | | 39 | Payal Jilpeshbhai Doshi | Non Promoter | 14,734 |
| | | 40 | Jilpeshkumar Bhikhabhai Doshi | Non Promoter | 14,734 |
| | | 41 | Kanchanben Bhikhabhai Doshi | Non Promoter | 14,734 |
| | | 42 | Sejal Rahul Parikh | Non Promoter | 22,102 |
| | | 43 | Bhikhalal Chhotalal Doshi | Non Promoter | 14,734 |
| | | 44 | Bijalben Sanyambhai Vora | Non Promoter | 30,000 |
| | | 45 | Ritesh Rajnibhai Shah | Non Promoter | 33,750 |
| | | 46 | Rajnibhai Virchandbhai Shah | Non Promoter | 41,250 |
| | | 47 | Akshat Greentech Private Limited | Non Promoter | 1,10,510 |
| | | 48 | Naresh Saraaf | Non Promoter | 44,204 |
| | | 49 | Singularity Equity Fund I | Non Promoter | 5,15,716 |
| | | 50 | Emerge Capital Opportunities Scheme | Non Promoter | 1,10,510 |
| | | 51 | Monika Rajesh Agarwal | Non Promoter | 14,734 |
| | | 52 | Deepak Dalmia | Non Promoter | 13,114 |
| | | 53 | Garima Chordia | Non Promoter | 14,734 |
| | | 54 | Sanjay Popatlal Jain | Non Promoter | 17,681 |
| | | 55 | Kewalramani Sujay Mohanlal | Non Promoter | 17,681 |
| | | 56 | Rahul Vipulbhai Mehta | Non Promoter | 4,862 |
| | | 57 | Priyesh Nikeshkumar Mehta | Non Promoter | 4,862 |
| | | 58 | Rutvi Priyesh Mehta | Non Promoter | 5,009 |
| C | Issue price for preferential allotment | Rs. 509/- (including warrant subscription price and warrant exercise price) | | | |
| 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 | Each Warrant would be convertible into, or exchangeable, at an option of Proposed Allottee, within a maximum period of 18 months from the date of allotment of Warrants into | | | |

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| | securities or on lapse of the tenure of the instrument; | <p>equivalent number of fully paid up equity share of face value of Rs. 10/- (Rupees ten) each of the Company.</p> <p>An amount equivalent to atleast 25% of the warrant issue price shall be payable upfront along with the application and the balance 75% shall be payable by the Proposed Allottees on the exercise of option of conversion of the warrant(s).</p> <p>The number of equity shares to be allotted on exercise of the warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time</p> |
| F | Any cancellation or termination of proposal for issuance of securities including reasons thereof | Not Applicable |