

Date: March 17, 2023

To,
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block- G,
Bandra- Mumbai- 400 051

To,
BSE Limited
P J Towers,
Dalal Street, Mumbai – 400 001

Symbol: ZODIAC

Scrip Code: 543416

Respected Sir / Ma'am,

Sub: Submission of Proceedings of the Postal Ballot pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: Zodiac Energy Limited (Security Id: ZODIAC)

With reference to the above subject, we enclosed herewith the copy of the proceedings of the Postal Ballot for your reference and record.

Kindly take the same on your record.

For, **Zodiac Energy Limited**

Niyati Parikh
Company Secretary
FCS: 12289

Place: Ahmedabad

Encl: a/a



Listed On
NSE **3SE**
Symbol: ZODIAC CODE: 543416

CIN: L51909GJ1992PLC017694
ISO 9001 & 14001 : 2015 Certified

5, Upper Ground Floor, Milestone Building, Near
Drive-In Cinema, Thaltej, Ahmedabad - 380054



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+91 79 27471193 / +91 98791 06443



www.zodiacenergy.com
info@zodiacenergy.com



SUMMARY OF THE PROCEEDINGS OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT BY THE SHAREHOLDERS OF ZODIAC ENERGY LIMITED ON MARCH 16, 2023.

The Company, at the Board Meeting held on February 10, 2023, decided to obtain consent of the members through Postal Ballot under Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following matters:

Item No.1: To approve Zodiac Employee Stock Option Plan-2023

In compliance with the requirements of Section 108 and 110 and other applicable provisions, if any, of the Companies Act 2013 (“the Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) (“the rules”) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), Secretarial Standard on General Meetings (‘SS-2’) issued by the Institute of Company Secretaries of India, other applicable laws and regulations and In terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the “MCA”) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, read with other relevant circulars, including General Circular No. 11/2022 dated December 28, 2022, (the “MCA Circulars”) issued by the Ministry of Corporate Affairs and in view of the continuing COVID-19 pandemic requiring social distancing, hard copy of the Notice along with postal ballot forms and prepaid business envelope was not sent to the shareholders for the postal ballot and shareholders were requested to carefully read the instructions indicated in this Notice and communicate their assent (for) or dissent (against) through remote e-voting only. Shareholders were also requested to follow the procedure as stated in the notes and instructions for their casting of votes by remote E-voting.

The Postal Ballot notice dated February 10, 2023 was sent to Members of Company whose names appeared in the Register of Members/Record of Depositories as on February 10, 2023 (Cut-Off Date) through email on February 14, 2023 to those members who have registered their email IDs with the Company / Depository along with the details of Login Id and Password to the members/shareholders who have registered their email ids with depositories or with the Company.

Those shareholders who had not registered their e-mail address were requested to get their e-mail addresses submitted, by following the procedure –

- i. In case shares are held in physical mode by providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by emailing the same to compliance@zodiacenergy.com.
- ii. In case shares are held in demat mode, by providing DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to compliance@zodiacenergy.com.
- iii. Alternatively shareholder/members were requested to send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

Pursuant to Sections 108 and 110 of the Act read with the MCA Circulars mentioned above, the Company had provided remote e-voting facility only. The Company had engaged the services of National Securities Depository Limited (NSDL) to provide remote e-voting facility to the Members of the Company through remote e-voting platform.

The e-voting period commenced on Wednesday, February 15, 2023 (09:00 A.M.) and ended on Thursday, March 16, 2023 (05:00 P.M.) (Both days inclusive).



The Members were requested to cast their votes electronically upto 05:00 P.M. on Thursday, March 16, 2023. Afterwards, E-voting module was disabled for voting by NSDL.

The Board of Directors at their meeting held on February 10, 2023 appointed M/s. SCS and Co. LLP (FRN: L2020GJ008700), Company Secretaries in Practice, as Scrutinizer to scrutinize the votes casted by Members and for conducting Postal Ballot in a fair and transparent manner.

The scrutinizer carried out the scrutiny of votes casted electronically up to 05:00 P.M. on Thursday, March 16, 2023 and they submitted their report dated March 17, 2023.

Mr. Kunjbihari Jugalkishor Shah, Managing Director, in presence of Company Secretary, declared the result of the Postal Ballot, which is mentioned hereunder;

Since, 99.9953% votes are polled in favour of the aforesaid Special Resolution No. 1, It is hereby declared the resolutions carried as Special Resolutions with requisite majority.

The details of votes received from Members through remote e-voting platform are attached herewith.

For, **Zodiac Energy Limited**

Niyati Parikh

Company Secretary

FCS: 12289

Place: Ahmedabad

Encl: a/a



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Symbol: ZODIAC CODE: 543416

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Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated February 10, 2023 by the Zodiac Energy Limited (in SEBI Format)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Special Resolution for approval of Zodiac Employee Stock Option Plan-2023				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	10662198	10662198	100.0000	10662198	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	10662198	10662198	100.0000	10662198	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	3971242	105380	2.6536	104877	503	99.5227	0.4773
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	3971242	105380	2.6536	104877	503	99.5227	0.4773
Total	14633440	10767578	73.5820	10767075	503	99.9953	0.0047	
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

