

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: Voting Result of the Postal Ballot pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: Zodiac Energy Limited (Security Id: ZODIAC)

With reference to the above subject, we enclose herewith the copy of Voting Result 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



1800 233 2309
+91 79 27471193 / +91 98791 06443



www.zodiacenergy.com
info@zodiacenergy.com



VOTING RESULTS
POSTAL BALLOT NOTICE DATED FEBRUARY 10, 2023 OF ZODIAC ENERGY LIMITED

General information about company	
NSE Symbol	ZODIAC
BSE Scrip code	543416
MSEI Symbol	NOTLISTED
ISIN	INE761Y01019
Name of the Company	ZODIAC ENERGY LIMITED
Type of Meeting	POSTAL BALLOT
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	March 16, 2023
Start time of the meeting	NA
End time of the meeting	NA

Scrutinizer Details	
Name of the Scrutinizer	Anjali Sangtani
Firms Name	SCS and Co. LLP
Qualification	CS
Membership Number	A41942
Date of Board Meeting in which appointed	10-02-2023
Date of Issuance of Report to the company	17-03-2023

Voting results	
Record date	10-02-2023
Total number of shareholders on record date	20314
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	NA
b) Public	NA
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	NA
b) Public	NA
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Not Applicable



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



SCS and Co. LLP

Company Secretaries

Scrutinizer Report on Remote E-Voting in Respect of resolution proposed through Postal Ballot

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of the board
ZODIAC ENERGY LIMITED
U.G.F-4, 5, 6, Milestone Building,
Near Khodiyar Restaurant, Near Drive in Cinema,
Thaltej, Ahmedabad-380054, Gujarat.

Dear Sir,

Sub: Scrutinizer Report on Special Businesses proposed through Postal Ballot under section 110 read with section 108 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof).

We have been appointed as the Scrutinizer by the Board of Directors of the Zodiac Energy Limited ("the Company"), pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the votes casted by the Members of the Company through Remote E-Voting facility of National Securities Depository Limited ("NSDL") in respect of Special Business proposed through Postal Ballot Notice dated February 10, 2023 ("Postal Ballot") and carrying out the said Postal Ballot process in a fair and transparent manner.

RESPONSIBILITY OF THE MANAGEMENT OF THE COMPANY:

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and passing of resolutions through Postal Ballot.

RESPONSIBILITY OF SCRUTINIZER:

Our responsibilities, as a scrutinizer, is limited to ensure and scrutinize the votes casted through remote e-voting platform and supervise the process of postal ballot in a fair and transparent manner and to make a report on the votes casted "In favour" or "against" the resolution, based on the reports generated from the remote e-voting platform of E-voting agency.

IT MAY BE NOTED THAT;

Pursuant to the provisions 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, hard copy of Postal Ballot Notice, Postal Ballot Forms and pre-paid self-addressed business envelope, was not sent to the shareholders for the said Postal Ballot & Company had sent Postal Ballot Notice by email to all its shareholders who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will only take place through the remote e-voting system. Shareholders were requested to carefully read the instruction in the 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 casting their votes by remote e-voting.

As per the Notice of Postal Ballot, following Special Businesses was proposed for the approval of Members through Remote E-voting;

1. Special Resolution:

To approve Zodiac Employee Stock Option Plan-2023.

SCS and Co. LLP, a Limited Liability Partnership with LLP Identity No. AAV-1091

Firm Registration Number: - L2020GJ008700, Peer Review No. 1677/2022

Regd. Office:- 415, Pushpam Complex, Nr. Bank Of Baroda, Opp. Seema Hall, Satellite, Ahmedabad-380015

T: 079-40051702, Email:-scsandcollp@gmail.com Website: www.scsandcollp.com

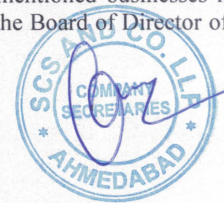


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Company Secretaries

We hereby report as under;

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, February 10, 2023, the Company completed dispatch of the Notice of the Postal Ballot;
 - Through E-Mail on February 14, 2023 to the members, whose E-Mail Id's were registered with company/depository participant;
 - In terms of the MCA and SEBI Circulars, the Company had sent Notice of Postal Ballot in electronic form only. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. Therefore, those shareholders who had not yet registered their e-mail address were requested to get their e-mail addresses submitted, by following the procedure given below:
 - i. In case shares 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 email to compliance@zodiacenergy.com.
 - ii. In case shares 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. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
 - iii. Alternatively shareholder/members were requested to mail at evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
2. Company hosted Postal Ballot Notice on its website viz.: www.zodiacenergy.com and e-voting website viz. www.evoting.nsdl.com and at the announcement section of the website of the Stock Exchange, i.e. on BSE Limited & NSE India Limited on which the equity shares of the Company are listed.
3. The Company has published the newspaper advertisement for date and time of commencement and end of remote e-voting and Postal Ballot in;
 - A. Free Press Gujarat, (English Newspaper- English language) on Wednesday, February 15, 2023.
 - B. Lokmitra (Gujarati Newspaper- Gujarati language) on Wednesday, February 15, 2023.
4. The Shareholders holding Shares as on the "Cut off" date, i.e. Friday, February 10, 2023, were entitled to vote through remote e-voting platform on the business mentioned in the Notice of Postal Ballot of the Company.
5. In terms of the aforesaid Notice, remote e-voting was opened for thirty days which commenced on Wednesday, February 15, 2023 (09:00 A.M.) and ended on Thursday, March 16, 2023 (05:00 P.M.) (Both days inclusive) and members of the Company, holding Equity Shares of the Company as on Friday, February 10, 2023 were required to cast their votes electronically, conveying their assent or Dissent in respect of the special businesses mentioned in the Notice of Postal Ballot through remote e-voting platform provided by NSDL.
6. After the Completion of Voting Period as mentioned above, we have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the website of NSDL Remote E-voting Platform.
7. The summary of votes casted through remote e-voting platform in respect of special businesses proposed in the notice of postal ballot is **annexed herewith**.
8. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Postal Ballot and thereafter the same will be handed over to the Company Secretary of the Company.
9. The result of the voting by members through remote e-voting in respect of the above mentioned businesses may, accordingly, be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has also countersigned this report.



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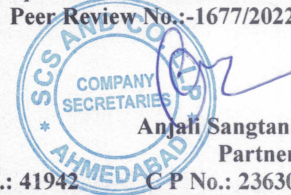
10. After taking into account the remote e-voting result, we report that, the Special Resolution as contained in the notice of Postal Ballot dated February 10, 2023 has been passed with requisite majority.

For SCS and Co. LLP

Company Secretaries

ICSI Unique Code:-L2020GJ008700

Peer Review No.:-1677/2022



Anjali Sangtani
Partner

ACS No.: 41942 C P No.: 23630

ICSI UDIN: A041942D003284555

Place: Ahmedabad
Date: March 17, 2023

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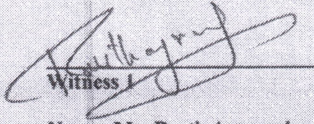
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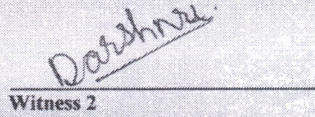
Company Secretaries

DECLARATION

We, the undersigned witnessed that the remote e-voting result/list was unblocked and remote electronic voting and electronic voting reports were received from the NSDL in our presence on March 16, 2023 around at 05:05 P.M. at the office of Ms. Anjali Sangtani, Practising Company Secretary, Partner of M/s SCS and Co LLP the scrutinizer.

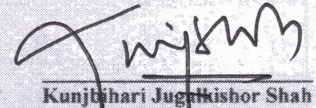

Witness 1

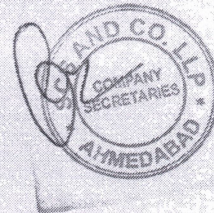
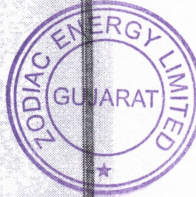
Name: Mr. Parth Agrawal


Witness 2

Name: Ms. Darshna Vaghela

Countered By
For, Zodiac Energy Limited


Kunjibhari Jugalkishor Shah
Chairman & Managing Director
DIN: 00622460



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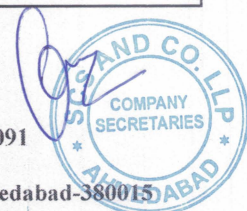
Annexure

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 Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					To approve 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	100.00	10662198	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10662198	10662198	100.00	10662198	0	100.00
Public-Institutions	E-Voting	-	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		-	0	0	0	0	0
Public-Non Institutions	E-Voting	3971242	105380	2.65	104877	503	99.52	0.48
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3971242	105380	2.65	104877	503	99.52
Total		14633440	10767578	73.58	10767075	503	99.99	0.004
Whether resolution is Pass or Not.						Yes		
Disclosure of Notes on Resolution						-		

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

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Company Secretaries

Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated
February 10, 2023 by the Zodiac Energy Limited
(In Companies Act, 2013 Format)

Resolution 1:

Special Resolution

To approve Zodiac Employee Stock Option Plan-2023:-

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	85	10767075	99.99%
Voted against the resolution	4	503	0.004%
Invalid Votes	0	0	0
Total	89	10767578	100.00%



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