

Date: June 25, 2022

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  
ACS: 52584  
eCSIN: EA052584A000012434

Place: Ahmedabad

Encl: a/a

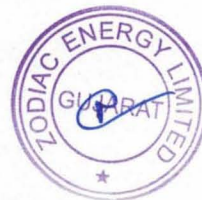


**VOTING RESULTS**  
**POSTAL BALLOT NOTICE DATED MAY 07, 2022 OF ZODIAC ENERGY LIMITED**

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)	June 24, 2022
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	07-05-2022
Date of Issuance of Report to the company	25-06-2022

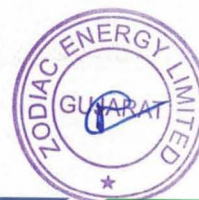
Voting results	
Record date	20-05-2022
Total number of shareholders on record date	6812
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	NA
b) Public	NA
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	NA
b) Public	NA
<b>No. of resolution passed in the meeting</b>	2
Disclosure of notes on voting results	Not Applicable



**Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated May 07, 2022 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 Alteration of the Object Clause of the Memorandum of Association of the Company				
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	10664840	10664840	100.0000	10664840	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
	<b>Total</b>		<b>10664840</b>	<b>10664840</b>	<b>100.0000</b>	<b>10664840</b>	<b>0</b>	<b>100.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	3968600	236301	5.9543	236152	149	99.9369	0.0631
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3968600</b>	<b>236301</b>	<b>5.9543</b>	<b>236152</b>	<b>149</b>	<b>99.9369</b>
<b>Total</b>		<b>14633440</b>	<b>10901141</b>	<b>74.4947</b>	<b>10900992</b>	<b>149</b>	<b>99.9986</b>	<b>0.0014</b>
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



**Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated May 07, 2022 by the Zodiac Energy Limited (in SEBI Format)**

Resolution (2)								
Resolution required: ( <del>Ordinary</del> / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Special Resolution for Alteration in Articles of Association of the Company			
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	10664840	10664840	100.0000	10664840	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
	<b>Total</b>		<b>10664840</b>	<b>10664840</b>	<b>100.0000</b>	<b>10664840</b>	<b>0</b>	<b>100.0000</b>
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
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	3968600	236301	5.9543	236152	149	99.9369	0.0631
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3968600</b>	<b>236301</b>	<b>5.9543</b>	<b>236152</b>	<b>149</b>	<b>99.9369</b>
<b>Total</b>		<b>14633440</b>	<b>10901141</b>	<b>74.4947</b>	<b>10900992</b>	<b>149</b>	<b>99.9986</b>	<b>0.0014</b>
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



### Scrutinizer Report on Remote E-Voting and Postal Ballot 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

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 Businesses proposed through Postal Ballot Notice dated May 07, 2022 ("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 resolution 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;

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, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 3/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and relevant circulars issued by SEBI and in view of the prevailing extraordinary circumstances due to COVID-19 pandemic requiring social distancing, 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 and 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**  
Alteration of the Object Clause of the Memorandum of Association of the Company.
2. **Special Resolution**  
Alteration in Articles of Association of the Company.



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

- 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, May 20, 2022, the Company completed dispatch of the Notice of the Postal Ballot;
  - Through E-Mail on May 25, 2022 to the members, whose E-Mail Id's were registered with company/depository participant;
  - On account of threat posed by COVID-19 and 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:
    - 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 email to [compliance@zodiacenergy.com](mailto:compliance@zodiacenergy.com)
    - 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](mailto: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.**
    - Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
- Company hosted Postal Ballot Notice on its website viz.: [www.zodiacenergy.com](http://www.zodiacenergy.com) and e-voting website viz. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and at the announcement section of the website of the Stock Exchanges, i.e. on BSE Limited and National Stock Exchange of India Limited on which the equity shares of the Company are listed.
- The Company has published the newspaper advertisement for date and time of commencement and end of remote e-voting and Postal Ballot in;
  - Free Press (English Language) on Friday, May 27, 2022
  - Lokmitra (Vernacular Language - Gujarati) on Friday, May 27, 2022.
- The Shareholders holding Shares as on the "Cut off" date, i.e. Friday, May 20, 2022 were entitled to vote through remote e-voting platform on the business mentioned in the Notice of Postal Ballot of the Company.
- In terms of the aforesaid Notice, remote e-voting was opened for thirty days which commenced on Thursday May 26, 2022 (09:00 A.M.) and ended on Friday, June 24, 2022 (05:00 P.M.) (Both days inclusive) and members of the Company, holding Equity Shares of the Company as on Friday, May 20, 2022 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.
- 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.
- Total 70 Shareholders have voted through remote e-voting platform of NSDL in the Special Businesses for the Item No. 01 and Item No.02.
- 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.**
- 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.
- 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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Regd. Office:- 415, Pushpam Complex, Nr. Bank Of Baroda, Opp. Seema Hall, Satellite, Ahmedabad-380015  
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Company Secretaries

11. After the taking into account the remote e-voting result, we report that, the Special Resolutions as contained in the notice of Postal Ballot dated May 07, 2022 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

Place: Ahmedabad  
Date: June 25, 2022

ACS No.: 41942      C P No.: 23630  
ICSI UDIN: A041942D000530463

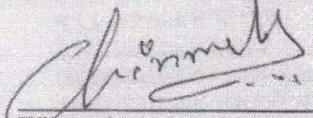
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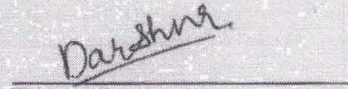
Company Secretaries

## 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 June, 24, 2022 around at 05:25 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. Chinmay Chokshi

  
Witness 2

Name: Ms. Darshna Vaghela

Countered By  
For Zodiac Energy Limited



  
Kunjbihari Shah  
Chairman & Managing Director  
DIN: 00622460



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Annexure

Detailed Results of Remote e-voting and Postal Ballot on Special Business proposed in Postal Ballot Notice dated May 07, 2022 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				Special resolution for Alteration of the Object Clause of the Memorandum of Association of the Company:				
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	1,06,64,840	1,06,64,840	100	1,06,64,840	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>1,06,64,840</b>	<b>1,06,64,840</b>	<b>100</b>	<b>1,06,64,840</b>	<b>0</b>	<b>100</b>
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
	<b>Total</b>		<b>-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	39,68,600	2,36,301	5.9543	2,36,152	149	99.9369	0.0631
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>39,68,600</b>	<b>2,36,301</b>	<b>5.9543</b>	<b>2,36,152</b>	<b>149</b>	<b>99.9369</b>
<b>Total</b>	<b>1,46,33,440</b>	<b>1,09,01,141</b>	<b>74.4947</b>	<b>1,09,00,992</b>	<b>149</b>	<b>99.9986</b>	<b>0.0014</b>	
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	
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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Annexure

Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated May 07, 2022 by the Zodiac Energy Limited (in SEBI Format)

**Resolution 1:**

**Special Resolution to Alteration of the Object Clause of the Memorandum of Association of the Company:**

**i. Voted in favour of the resolution:**

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	67	10900992	99.9986%
Total	67	10900992	99.9986%

**ii. Voted against the resolution:**

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	3	149	0.0014%
Total	3	149	0.0014%

**iii. Invalid Votes:**

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Total	0	0	0.00%



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Detailed Results of Remote e-voting and Postal Ballot on Special Business proposed in Postal Ballot Notice dated May 07, 2022 by the Zodiac Energy Limited (in SEBI Format)

Resolution (2)								
Resolution required: (Ordinary / Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Special resolution for Alteration in Articles of Association of the Company.				
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	1,06,64,840	1,06,64,840	100	1,06,64,840	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>1,06,64,840</b>	<b>1,06,64,840</b>	<b>100</b>	<b>1,06,64,840</b>	<b>0</b>	<b>100</b>
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
	<b>Total</b>		<b>-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	39,68,600	2,36,301	5.9543	2,36,152	149	99.9369	0.0631
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>39,68,600</b>	<b>2,36,301</b>	<b>5.9543</b>	<b>2,36,152</b>	<b>149</b>	<b>99.9369</b>
<b>Total</b>	<b>1,46,33,440</b>	<b>1,09,01,141</b>	<b>74.4947</b>	<b>1,09,00,992</b>	<b>149</b>	<b>99.9986</b>	<b>0.0014</b>	
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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Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated May 07, 2022 by the Zodiac Energy Limited (in SEBI Format)

Resolution 2:

Special Resolution to Alteration in Articles of Association of the Company:

iv. Voted in favour of the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	67	10900992	99.9986%
Total	67	10900992	99.9986%

v. Voted against the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	3	149	0.0014%
Total	3	149	0.0014%

vi. Invalid Votes:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0.00%
Total	0	0	0.00%



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