

**ZEAL AQUA LIMITED**  
CIN No: L05004GJ2009PLC056270



Date: 18/09/2021

To,  
**BSE LIMITED**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001.

Scrip ID/ Code : ZEAL | 539963

Subject : Voting Results of 13<sup>th</sup> Annual General Meeting of the Company held on September 17, 2021

Reference No. : Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith Voting Results of the businesses transacted at the 13<sup>th</sup> Annual General Meeting of the Members of Zeal Aqua Limited held on Friday, September 17, 2021 at 11:00 a.m. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Further, Pursuant to the provisions of the Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, Report of the Scrutinizer dated September 18, 2021 is also enclosed herewith.

We further wish to inform you that based on the Scrutinizer's Report, all the resolutions set out in the notice of the AGM have been duly approved by the shareholders with requisite majority.

You are requested to kindly take the same on record.

Yours Faithfully,

Thanking You.

**For ZEAL AQUA LIMITED**

  
**Pradip Kumar Ratilal Navik**  
**Whole time Director**  
**DIN: 01067716**



Place: Surat

Encl: Voting Result  
Scrutinizer Report

**Regd. Office:** at Olpad GIDC Pl No. 4,5, Ta Olpad, Surat 394540 Gujarat, India, t:+91 -2621-220047  
**Factory:** Block No. 347, Village: Orma, Taluka: Olpad, District: Surat, State: Gujarat, India  
**Email:** zealaqua@gmail.com, **Website:** [www.zealaqua.com](http://www.zealaqua.com)

## Voting Results

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

ZEAL AQUA LIMITED | 13<sup>th</sup> Annual General Meeting | September 17, 2021

Date of AGM	September 17, 2021
Book Closure Date	11th September, 2021 to 17th September, 2021
Total Number of Shareholders as on cut off date: (10 <sup>th</sup> September, 2021, cut-off date for E-voting)	9428
Number of shareholders present in meeting either in person or through proxy:	
Promoters & Promoter Group	NA
Public	NA
Number of shareholders attended the meeting through Video Conferencing	
Promoters & Promoter Group	5
Public	40

### Agenda-wise

Given below is the agenda wise combined result of Remote E-voting and E-Voting at the meeting.

### ORDINARY BUSINESS

#### Resolution No. 1:

**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2021, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS' THEREON. (Ordinary Resolution)**

Promoter/ Public	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={2}/(1) }*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)={4}/(2) }*100	% of votes against on votes polled (7)={5}/(2) }*100
Promoter & Promoter Group	E-voting	8625120	7374240	85.50	7374240	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		8625120	7374240	85.50	7374240	0	100
Public - Institution	E-voting	161816	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		161816	0	0	0	0	0
Public - Non Institution	E-voting	3819664	351620	9.21	350620	1000	99.72	0.28
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		3819664	351620	9.21	350620	1000	99.72
<b>Total</b>		<b>12606600</b>	<b>7725860</b>	<b>61.28</b>	<b>7724860</b>	<b>1000</b>	<b>99.99</b>	<b>0.01</b>

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	0



**Resolution No. 2:**

**TO APPOINT A DIRECTOR IN PLACE OF MR. ROHAN PRADIPKUMAR NAVIK (DIN: 02531248), WHOLE TIME DIRECTOR, LIABLE TO RETIRE BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013 AND WHO BEING ELIGIBLE SEEKS RE-APPOINTMENT IN THE COMPANY. (Ordinary Resolution)**

Promoter/ Public	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={2}/(1 ) *100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)={4}/(2 ) *100	% of votes against on votes polled (7)={5}/(2 ) *100
Promoter & Promoter Group	E-voting	8625120	7374240	85.50	7374240	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		7374240	85.50	7374240	0	100	0
Public - Institution	E-voting	161816	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institution	E-voting	3819664	351097	9.19	349597	1500	99.57	0.43
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		351097	9.19	349597	1500	99.57	0.43
Total		12606600	7725337	61.28	7723837	1500	99.98	0.02

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	0



## SPECIAL BUSINESS

### Resolution No. 3:

#### **APPROVE SUB-DIVISION OF EQUITY SHARES OF THE COMPANY (Special Resolution)**

Promoter/ Public	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={2}/(1 )} *100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)={4}/(2 )} *100	% of votes against on votes polled (7)={5}/(2 )} *100
Promoter & Promoter Group	E-voting	8625120	7374240	85.50	7374240	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		8625120	7374240	85.50	7374240	0	100
Public - Institution	E-voting	161816	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		161816	0	0	0	0	0
Public - Non Institution	E-voting	3819664	351097	9.19	350097	1000	99.72	0.28
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		3819664	351097	9.19	350097	1000	99.72
Total		12606600	7725337	61.28	7724337	1000	99.99	0.01

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	0



**Resolution No. 4:****ALTERATION IN CAPITAL CLAUSE V OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY (Special Resolution)**

Promoter/ Public	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={2}/(1 ) *100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)={4}/(2 ) *100	% of votes against on votes polled (7)={5}/(2 ) *100
Promoter & Promoter Group	E-voting	8625120	7374240	85.50	7374240	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		8625120	7374240	85.50	7374240	0	100
Public - Institution	E-voting	161816	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		161816	0	0	0	0	0
Public - Non Institution	E-voting	3819664	351097	9.19	350097	1000	99.72	0.28
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		3819664	351097	9.19	350097	1000	99.72
Total		12606600	7725337	61.28	7724337	1000	99.99	0.01

Details of Invalid votes	
Category	No. of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public non-institutions	0

For Zeal Aqua Limited

  
**Pradip Kumar Ratil Navik**  
**Whole time Director**  
**DIN: 01067716**



Place: Surat



**RANJIT KEJRIWAL**

Company Secretaries & Registered Valuer (SFA)

**SCRUTINIZER'S REPORT**

[Pursuant to section 108 of the Companies Act, 2013  
And Rule 20 of the Companies (Management and Administration)  
Rules, 2014]

To  
The Chairman  
Of 13<sup>th</sup> Annual General Meeting of the members of  
**ZEAL AQUA LIMITED**  
CIN: L05004GJ2009PLC056270  
held on 17th September, 2021  
through Video Conferencing (VC) or Other Audio Visual Means (OAVM)  
at 11.00 A.M.

**Dear Sir**

**Sub.: Scrutinizer's report on E voting**

1. I, Ranjit Binod Kejriwal, a Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of Zeal Aqua Limited for the purpose of scrutinizing the remote e-voting along with the e-voting process during the AGM and ascertaining the requisite majority on remote e-voting / e-voting process during the AGM carried out as per section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice to the 13<sup>th</sup> Annual General Meeting (AGM) of the members of the company, held at 11.00 a.m. through Video Conferencing (VC) or Other Audio Visual Means (OAVM) on Friday 17th September, 2021.
2. At the 13<sup>th</sup> AGM of the Company held on 17th September, 2021, the Company has also provided facility for e-voting process during the AGM to the members attending the meeting, who have not already cast their vote by remote e-voting. The chairman of the AGM has appointed me as the Scrutinizer for the same.
3. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting process during the AGM conducted for the resolutions contained in the Notice to the 13th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and e-voting process at the AGM is restricted to make a consolidated Scrutinizer's Report of the votes cast "in Favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency authorized under the rules and engaged by the company to provide remote e-voting facility.



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202, Balaji Business Centre, Subhash Road, Vile Parle (E), Mumbai-400 057. | 022-49737235 | csrbumumbai@gmail.com

**ADVISORY | AUDIT | TAX | GST | CORPORATE LAWS | IPO | LOAN | RESTRUCTURING | VALUATION |  
NCLT | INSOLVENCY | COST ACCOUNTING | BUSINESS MANAGEMENT**

4. Further to the above, I submit my reports as under:

- (i) The e-voting period was from 14<sup>th</sup> September, 2021 at 9.00 a.m. to 16<sup>th</sup> September, 2021 at 5.00 p.m.
- (ii) The members of the Company as on the “cut-off” date i.e 10<sup>th</sup> September, 2021 were entitled to vote on the resolutions (item No. 01 to 04 as set out in the notice of the 13<sup>th</sup> AGM of the Company).
- (iii) The votes cast were unblocked on 17<sup>th</sup> September, 2021 at 15:12 p.m. in the presence of 2 (Two) witnesses namely **Mr. Pioush Tiwari** and **Ms. Purvi Jain** who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.



Name: **Mr. Pioush Tiwari**



Name: **Ms. Purvi Jain**

- (iv) Thereafter the details containing inter alia, list of Equity Share Holders, who voted “for” / “against” each of the resolutions that were put to vote, were generated from the evoting website of National Securities Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com/>.
- (v) The combined result of remote e-voting and e-voting process during AGM is as under:

#### RESOLUTION NO. 1:

**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2021, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS' THEREON:**

“**RESOLVED THAT** the Audited Balance Sheet, Profit and loss account and Cash Flow Statement for the year ended 31st March, 2021 along with the Auditors report and Director’s Report, be and are hereby considered, Adopted and Approved.”

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	57	7710860	56	7709860	1	1000	0	0
E-Voting at AGM	1	15000	1	15000	0	0	0	0
<b>Total</b>	<b>58</b>	<b>7725860</b>	<b>57</b>	<b>7724860</b>	<b>1</b>	<b>1000</b>	<b>0</b>	<b>0</b>

This resolution is passed with requisite majority as an ordinary resolution.

#### RESOLUTION NO. 2:

**TO APPOINT A DIRECTOR IN PLACE OF MR. ROHAN PRADIPKUMAR NAVIK (DIN: 02531248), WHOLE TIME DIRECTOR, LIABLE TO RETIRE BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013 AND WHO BEING ELIGIBLE SEEKS RE-APPOINTMENT IN THE COMPANY:**



“**RESOLVED THAT** pursuant to Section 152(6) of the Companies Act, 2013 and other relevant Sections of the said Act, if any, **Mr. Rohan Pradipkumar Navik (DIN: 02531248)**, an Executive Director, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	56	7710337	54	7708837	2	1500	0	0
E-Voting at AGM	1	15000	1	15000	0	0	0	0
<b>Total</b>	<b>57</b>	<b>7725337</b>	<b>55</b>	<b>7723837</b>	<b>2</b>	<b>1500</b>	<b>0</b>	<b>0</b>

This resolution is passed with requisite majority as an ordinary resolution.

**RESOLUTION NO. 3:**

**APPROVE SUB-DIVISION OF EQUITY SHARES OF THE COMPANY:**

“**RESOLVED THAT** pursuant to the provisions of Section 61 and any other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) read with applicable provisions of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, and other applicable laws, rules and regulations for the time being in force, if any, prescribed by any relevant authorities from time to time, to the extent applicable, subject to the provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary, approval of the members of the company be and is hereby accorded for sub-division of 1 (One) Equity Share of the Company having Face Value of Rs 10/- each (Rupees Ten) into 10 (ten) Equity Shares having Face Value of Rs 1/- (Rupee One) each.

**RESOLVED FURTHER THAT** pursuant to the sub-division of Equity Shares of the Company from Face Value Rs 10/- each (Rupees Ten) to Face Value of Rs. 1/- (Rupees One), the existing Authorized and Paid up Equity Share Capital of the company as on record date as may be decided by the Board (which shall include any Committee thereof) shall stand sub-divided as given below:

Particulars	Pre-sub division of Equity Shares			Post-sub division of Equity Shares		
	No. of Shares	Face Value (In Rs.)	Total Share capital (In Rs.)	No. of Shares	Face Value (In Rs.)	Total Share capital (In Rs.)
Authorized Share capital	1,30,00,000	10/-	13,00,00,000	13,00,00,000	1/-	13,00,00,000
Issued, Subscribed	1,26,06,600	10/-	12,60,66,000	12,60,66,000	1/-	12,60,66,000



and Paid up share Capital						
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**RESOLVED FURTHER THAT** pursuant to the sub-division of the Face Value of Equity Shares as mentioned above, the existing share certificate(s) in relation to the existing issued Equity Shares having Face Value of Rs 10/- each (Rupee Ten) held in the physical form shall be deemed to have been automatically cancelled with effect from the record date to be fixed by the board, and the board be and is hereby authorized, without requiring to surrender the existing issued share certificate(s) by the members, to issue new share certificate in lieu of the existing share certificate(s), with regard to the sub-divided shares, and in case of Equity Shares held in the dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the members with the Depository participants, in lieu of existing credits in their beneficiary accounts representing the equity shares of the company before subdivision.

**RESOLVED FURTHER THAT** the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to take all such steps as may be required to obtain approvals in relation to above and do all such further acts, deeds or things as may be required to give effect to the sub-division of Equity Shares of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company and Company Secretary be and are severally authorized to (a) delegate execution and filing of necessary applications, declarations, and other documents with stock exchanges, depositories, Registrar & Transfer agent and/or any other statutory authority(ies), if any; (b) cancel the existing physical share certificates; (c) settle any question or difficulty that may arise with regard to the sub-division of the shares as aforesaid or for any matters connected herewith or incidental thereto and (d) do all such acts, deeds, things, including all the matters incidental thereto in order to implement the foregoing resolution.”

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	56	7710337	55	7709337	1	1000	0	0
E-Voting at AGM	1	15000	1	15000	0	0	0	0
<b>Total</b>	<b>57</b>	<b>7725337</b>	<b>56</b>	<b>7724337</b>	<b>1</b>	<b>1000</b>	<b>0</b>	<b>0</b>

This resolution is passed with requisite majority as a special resolution.



**RESOLUTION NO. 4:**

**APPROVE THE ALTERATION IN CAPITAL CLAUSE V OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

“RESOLVED THAT pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force) and upon sub-division of Equity Shares, consent of the Members of the Company be and is hereby accorded to alter and substitute the existing Clause V of Memorandum of Associations of the Company with the following new Clause V as under:


*The Authorised Share Capital of the Company is Rs. 13,00,00,000 (Rupees Thirteen Crores) divided into 13,00,00,000 (Thirteen Crore) Equity Shares of Rs. 1/- (Rupees One) each.”*

**RESOLVED FURTHER THAT** the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, proper or desirable for the purpose of giving effect to this resolution.”

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	56	7710337	55	7709337	1	1000	0	0
E-Voting at AGM	1	15000	1	15000	0	0	0	0
<b>Total</b>	<b>57</b>	<b>7725337</b>	<b>56</b>	<b>7724337</b>	<b>1</b>	<b>1000</b>	<b>0</b>	<b>0</b>

This resolution is passed with requisite majority as a special resolution.

Thanking You,  
Yours faithfully,

  
**Ranjit Binod Kejriwal**  
Practicing Company Secretary  
Membership No. 6116  
CP No. 5985



Place: Surat  
Date: 18/09/2021

UDIN: F006116C000968187