

Date: August 10, 2023

To,

**BSE Limited**

P J Towers,

Dalal Street,

Mumbai - 400 001

**Scrip Code: 543416**

To,

**National Stock Exchange of India Limited**

“Exchange Plaza”, Bandra - Kurla Complex,

Bandra East,

Mumbai - 400051

**Symbol: ZODIAC**

Dear Sir/Madam,

**Sub: Outcome of Board meeting held on today i.e. on August 10, 2023**

**Ref: Zodiac Energy Limited (Security Id/Symbol: 543416 /ZODIAC)**

In reference to captioned subject, we hereby inform you that the Board of Directors of the Company, in their Board Meeting held on today, i.e. on August 10, 2023, which was commenced at 04:00 P.M. and concluded at 05:25 P.M., have; apart from other businesses;

1. Approved and taken on record the Unaudited Financial Results of the Company for the quarter ended on June 30, 2023 along with Limited Review Report;
2. Approved Appointment of M/s. SCS and Co. LLP, Practicing Company Secretaries, Ahmedabad, as Secretarial Auditor for Secretarial Audit of the Company for the financial year 2023-24; (***Brief Profile of Secretarial Auditor is enclosed herewith***)
3. Approved Appointment of M/s Manubhai Shah & LLP, Chartered Accountant as Internal Auditor of the Company for the financial year 2023-24 (***Brief Profile of Internal Auditor is enclosed herewith***);
4. Approved Draft Directors' Report for the financial year 2022-23 along with its Annexures and other reports to be included in the Annual Report 2022-23;
5. Decided to call 31<sup>st</sup> Annual General Meeting of the Company on Monday, September 25, 2023 at 04:00 P.M. (IST) through Video Conferencing (VC) or Other Audio-Visual Means (OVAM) in compliance with the applicable circulars of Ministry of Corporate Affairs (MCA) and SEBI and approved the Draft Notice of 31<sup>st</sup> Annual General Meeting of the Company.

The Register of Members and Share Transfer Books of the Company will be closed from Tuesday, September 19, 2023 to Monday, September 25, 2023 (both days inclusive) for the purpose of 31<sup>st</sup> AGM and same will be re-opened from Tuesday, September 26, 2023 onwards. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Monday, September 18, 2023, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM.

The copy of Notice of 31<sup>st</sup> Annual General Meeting and Annual Report for the financial year 2022-23 will be submitted to exchange as soon as the same be sent to the Shareholders of the Company through Email.

6. Approved Appointment of M/s. SCS and Co. LLP, Practicing Company Secretary as Scrutinizer for E-Voting Process for AGM.

Kindly take the same on your record and oblige us.

Thanking you,

Yours faithfully,

For, **Zodiac Energy Limited**

**Kunjbihari Shah**

**Managing Director**

**DIN: 00622460**



Listed On  
**NSE BSE**  
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](http://www.zodiacenergy.com)  
[info@zodiacenergy.com](mailto:info@zodiacenergy.com)



**Disclosures under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and in terms of SEBI Circular no. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023.**

**Appointment of Secretarial Auditor:**

Sr. No.	Details of the event that need to be provided	Information of Such events
1.	Name of the Secretarial Auditor	M/s. SCS AND CO LLP (Firm Registration Number: - L2020GJ008700, Peer Review No. 1677/2022)
2.	Reason for change viz. appointment, <del>resignation, removal, death or otherwise;</del>	Appointment as Secretarial Auditors of the Company.
3.	Date of appointment/ <del>cessation</del> & term of appointment	August 10, 2023  For Conducting Secretarial Audit of the Company for the Financial year 2023-24.
4.	Brief Profile;	As attached
5.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

**Appointment of Internal Auditor**

Sr. No.	Details of the event that need to be provided	Information of Such events
1.	Name of the Internal Auditor	M/s. Manubhai & Shah LLP, Chartered Accountants, (Firm Registration No. 106041W/W100136).
2.	Reason for change viz. appointment, <del>resignation, removal, death or otherwise;</del>	Appointment as Internal Auditors of the Company.
3.	Date of appointment/ <del>cessation</del> & term of appointment	August 10, 2023  For Conducting Internal Audit of the Company for the Financial year 2023-24.
4.	Brief Profile;	As attached
5.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable





**SCS & Company LLP (AAV-1091)**  
**Company Secretaries**

## Overview



SCS and Co. LLP - No compromise towards “Compliances” and “Emoluments”.

## Industry Experience

- Manufacturing
- Textile
- Infrastructure
- Banking Services
- Non-Banking finance companies
- Broking Companies
- Capital market intermediaries
- EPC- Power/Energy Sector
- Edible Oil
- Constructions- Real Estate
- Metal
- Home appliances
- IT and IT enables Companies



Zero Compromise Towards  
Compliance & Emolument

## Other Ancillary



# Companies Act 2013



Companies Act	SEBI Laws	Public Offerings	LLP & NCLT	Other Ancillary
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Companies Act

SEBI Laws

Public Offerings

LLP & NCLT

Other Ancillary

**All secretarial work related to ROC required to comply pre IPO. Conducting the Board Meeting and Extra Ordinary General meeting for the following Matters:**



**Removal of Disqualification of Directors**

Companies Act	SEBI Laws	Public Offerings	LLP & NCLT	Other Ancillary
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Limited Liability Partnership – (LLP’s)

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NCLT, ROC, RD

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Companies Act	SEBI Laws	Public Offerings	LLP & NCLT	Other Ancillary
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## NBFC's

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## Valuation of Securities

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## IPR SERVICES

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## Insolvency and Bankruptcy Code (IBC)

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## FEMA

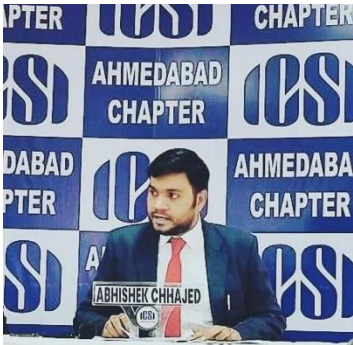
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CS Anjali Sangtani (ACS, B. Com)

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CS & RV Abhishek Chhajed (ACS, LLB)

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CS Rupali Sanghi, ACS LLB

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## Background – Manubhai & Shah LLP

## History and Offices

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## History and Offices

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- ✓

Vision	
✓	
✓	
✓	

Vision	
✓	
✓	
✓	

Comprehensive Services	
✓	✓
✓	✓
✓	✓
✓	✓
✓	✓
	✓
	✓

Comprehensive Services	
✓	✓
✓	✓
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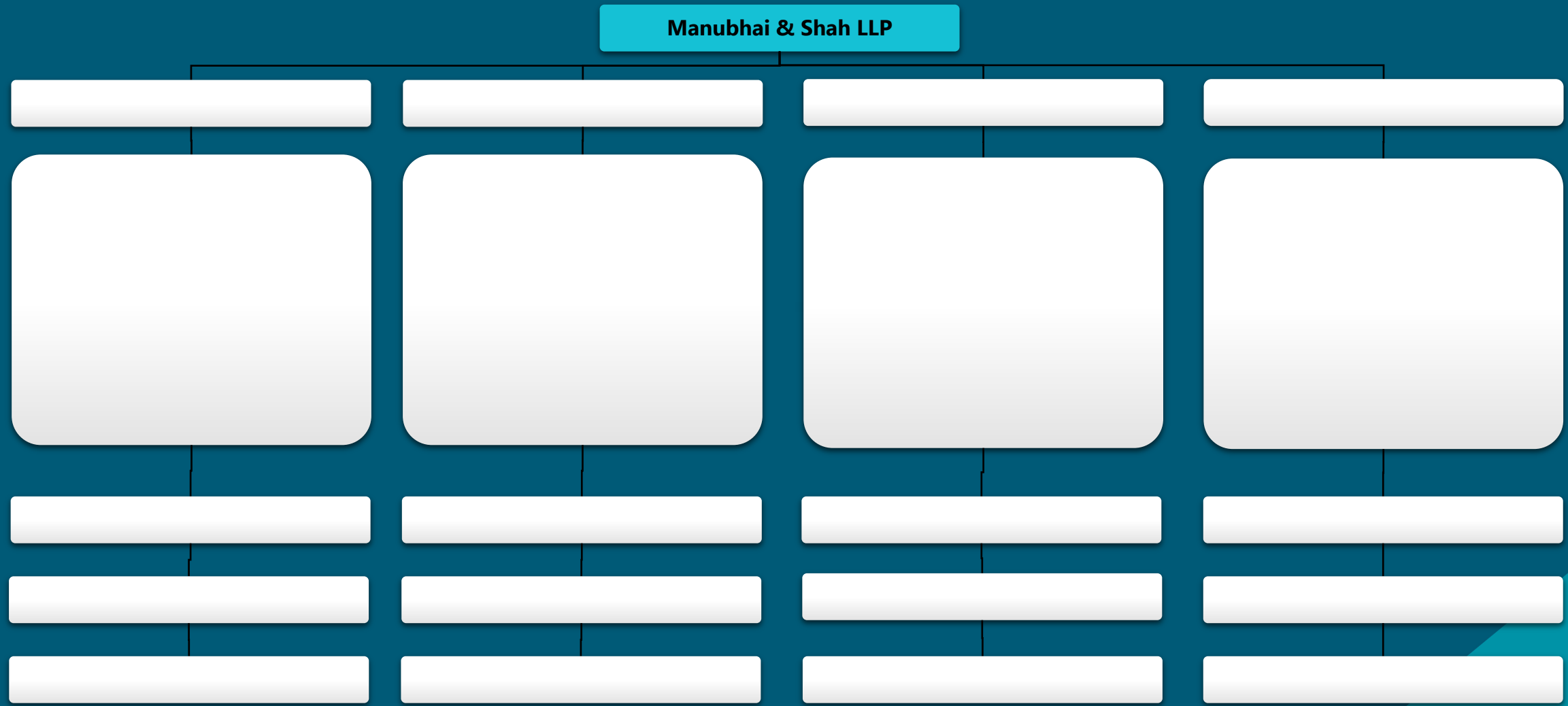
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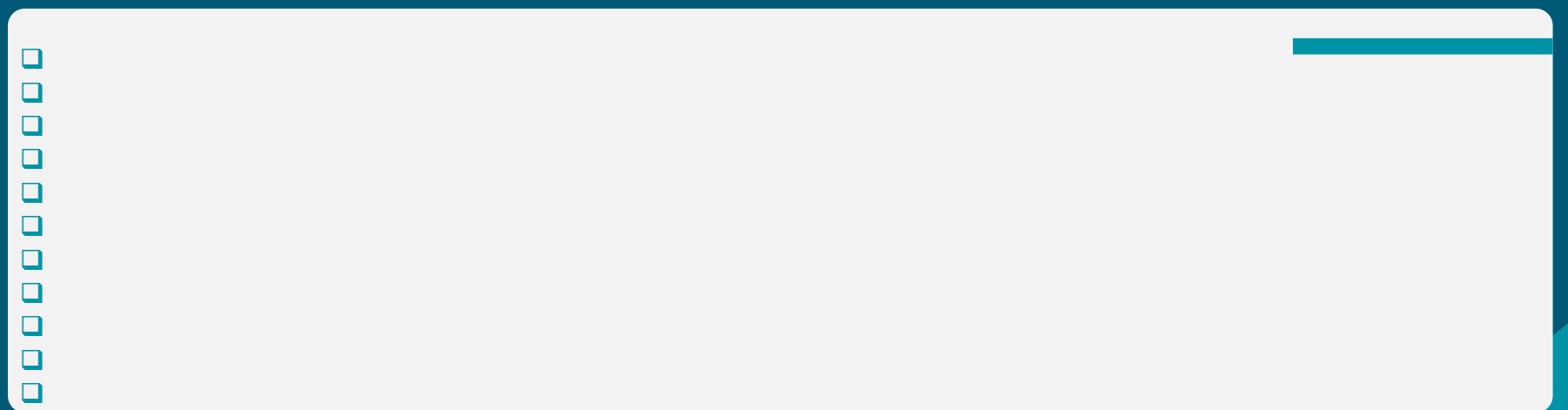
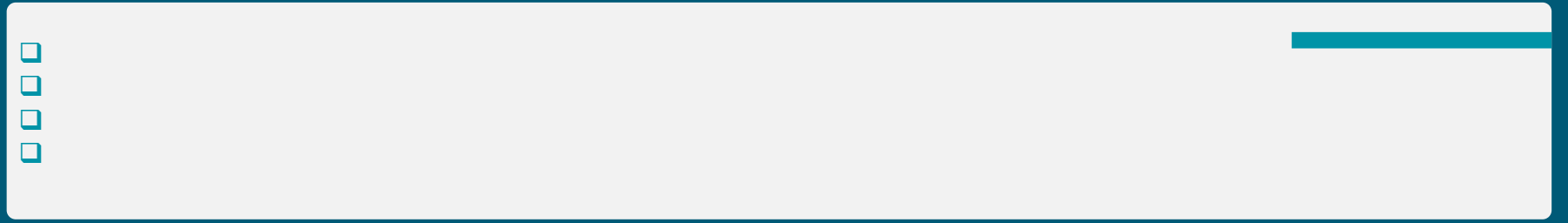
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# Background – Manubhai & Shah LLP



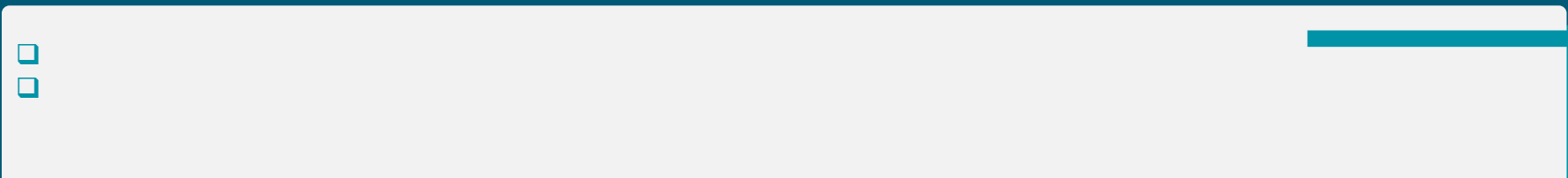
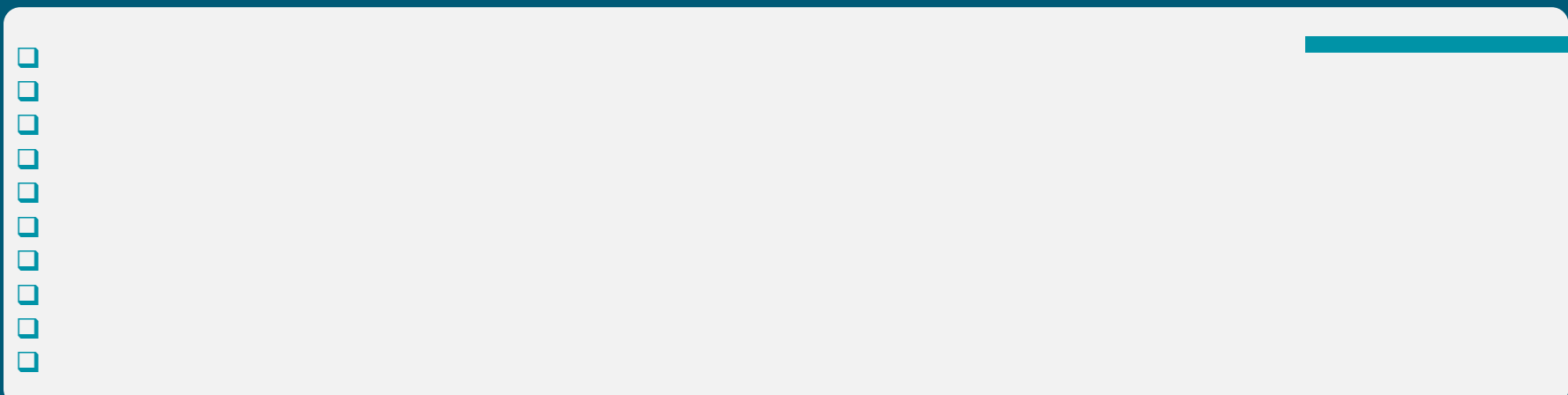
# Experience of Firm in Internal Audit

## List of Selected Clients (Present & Past)



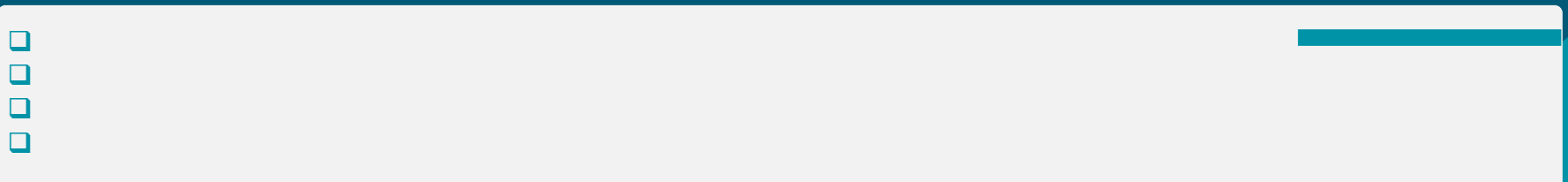
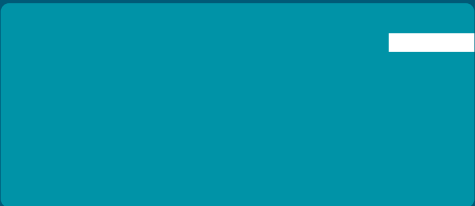
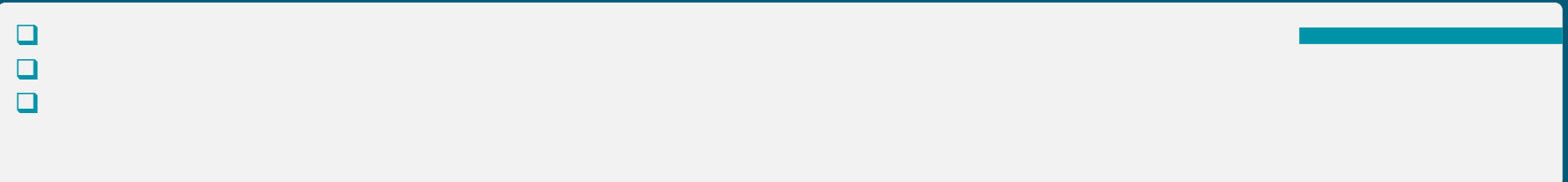
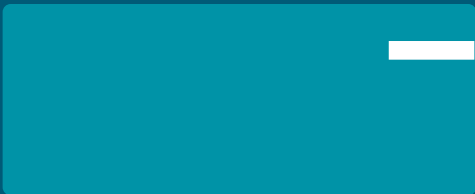
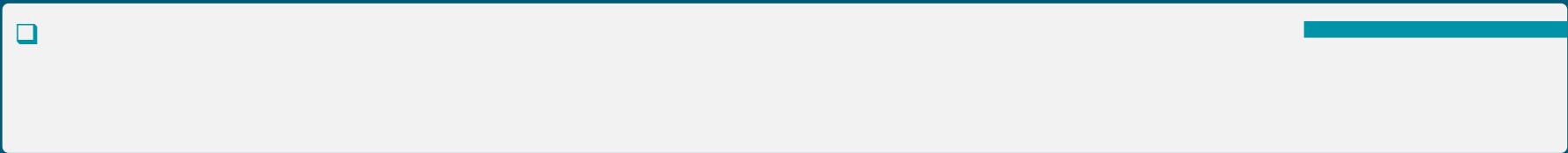
# Experience of Firm in Internal Audit

## List of Selected Clients (Present & Past)



# Experience of Firm in Internal Audit

## List of Selected Clients (Present & Past)



# Work Experience under ERP Environment



Number of Clients



Number of Years of Experience



Number of Team Members Possessing Relevant Knowledge



ramco



In House  
ERP



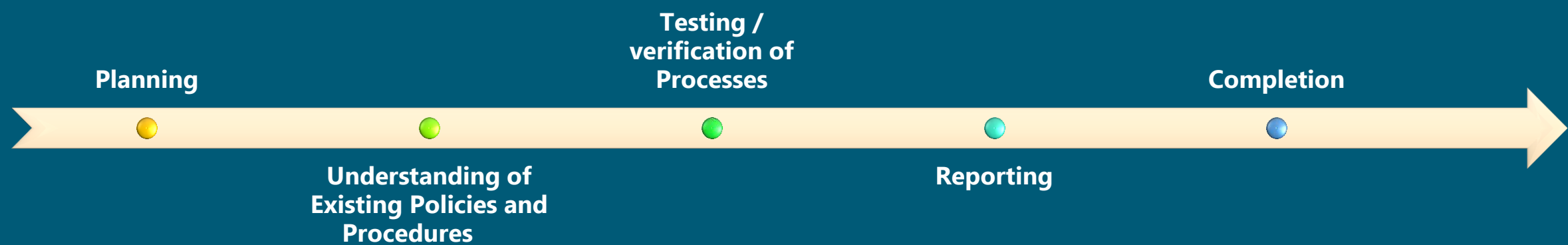


# Key Differentiators





# Methodology



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# Methodology

Planning

Use of IDEA Software for Planning

•Business Understanding and Risk Assessment

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Testing

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Use of IDEA software for analysis and testing.

Reporting

Use of Technology

Risk Based audit Approach

Customized to your operations

No Surprise Audit

# Firm's Proposed Plan to Conduct Internal Audit



# Proposed Audit Schedule

Business Process	Sub-process	Qtr 1	Qtr 2	Qtr 3	Qtr 4
Revenue					
Logistic					
Procurement & Contract					
Material & Production					
HR & Payroll					
Accounts & Finance					
IT					
Statutory Compliances					
	Total no. of Audit Areas covered in Qtr.	4	4	3	3

# Reporting and Deliverables



# Reporting and Deliverables



Contents	To be Submitted to	Frequency



Priority	Impact *	Likelihood of occurrence	Financial Impacts	Statutory Violation Impacts	Operational
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<div>M</div>					
<div>L</div>					





# Process for Quality Control



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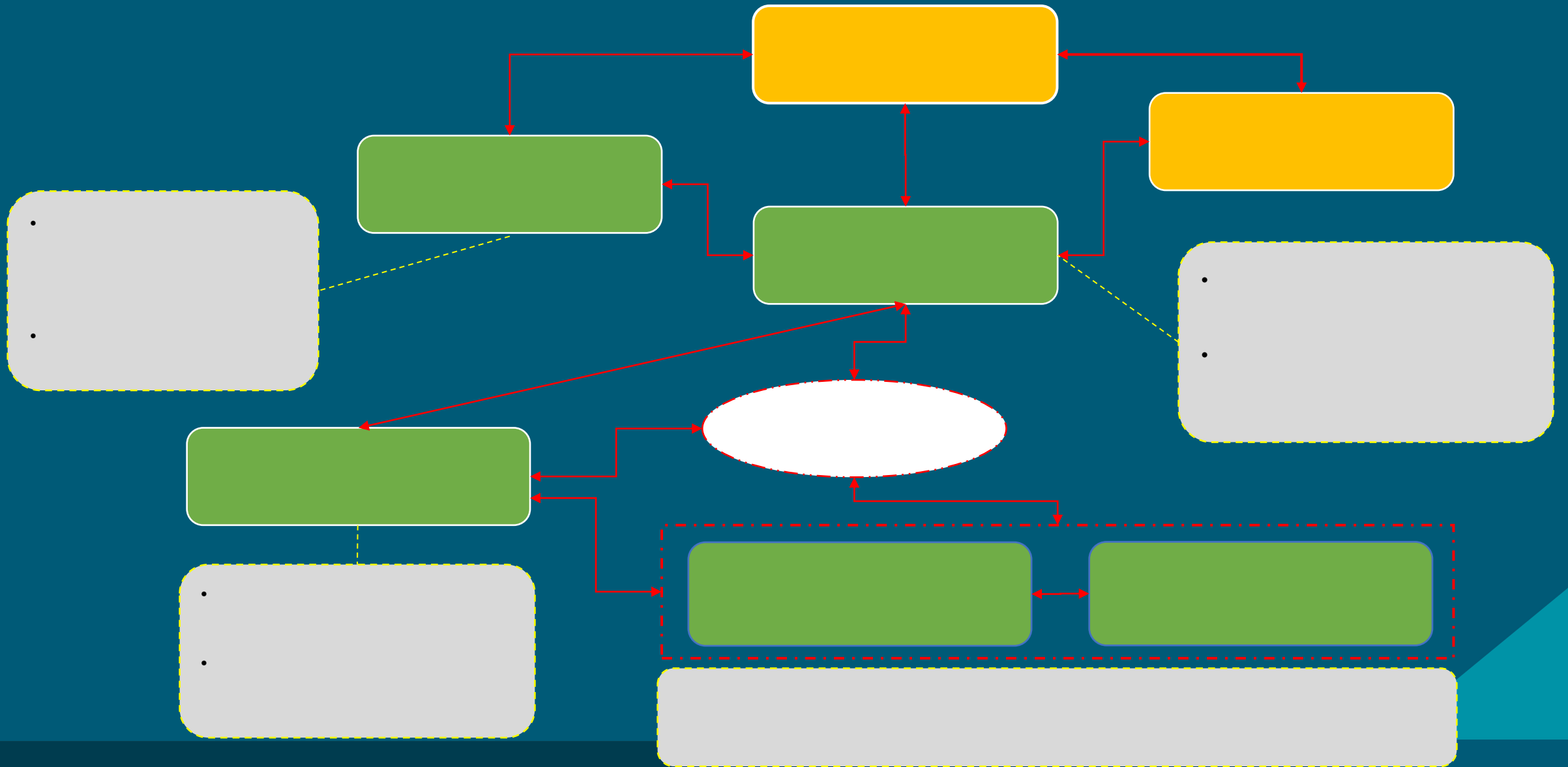
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# Process for Quality Control



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# Team Composition - A team that you can trust to deliver



# Financial Proposal

(Rupees Five Lacs only)

**INR 5,00,000**

# Thank You !!

## **Corporate Office :**

G-4, Capstone, Opp. Chirag Motors,  
Gujarat College Road, Ellisbridge,  
Ahmedabad - 380 006, Gujarat, India.  
Phone : +91 79 2647 0000  
Email : [info@msglobal.co.in](mailto:info@msglobal.co.in)

## **Branches:**

Ahmedabad • Mumbai • NCR  
Rajkot • Baroda • Gandhinagar

**Manubhai & Shah LLP, a Limited Liability Partnership with LLP identity**  
**No.AAG-0878**

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