



**30<sup>th</sup> September 2024**

**REF: 3009241/AGM/ZVL**

To,  
**The Corporate Communication Department**  
**Bombay Stock Exchange Ltd.**  
Dalal Street,  
Fort, Mumbai — 400001

**REF: Scrip Code: 503641**

**Sub: Proceedings of the 43<sup>rd</sup> Annual General Meeting (AGM) of**  
**Zodiac Ventures Limited under Regulation 30 of the SEBI**  
**(Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Madam/Sir,

With reference to the captioned subject, the 43<sup>rd</sup> Annual General Meeting (AGM) of the Company was held on Monday, 30<sup>th</sup> September 2024 at 3.00 p.m. through Video Conferencing (VC).

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Part A of Schedule III thereto, please find enclosed the summary of the proceedings of the 43<sup>rd</sup> Annual General Meeting (**Annexure A**).

Kindly take the above on record.

Thanking you.

Yours sincerely,

**For Zodiac Ventures Limited**

Rustom Deboo  
Company Secretary and Compliance Officer  
Encl: As above



## Annexure A

### Proceedings of 43<sup>rd</sup> Annual General Meeting held on 30<sup>th</sup> September 2024

The 43<sup>rd</sup> Annual General Meeting (AGM) of the Members of Zodiac Ventures Limited ("the Company") was held on Monday, 30<sup>th</sup> September 2024 at 3:00 p.m. (IST) through Video Conference (VC)/Other Audio Visual Means (OAVM).

As required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of the 43<sup>rd</sup> Annual General Meeting of the Company are as follows:

Mr. Rustom Deboo, Company Secretary and Compliance Officer, welcomed the Members to the Meeting and briefed them on details relating to their participation at the Meeting through audio-visual means.

The Members were informed that the Company had provided e-voting facility through the NSDL platform to the Members whose name is appearing in the Register of Members as on 23<sup>rd</sup> September 2024, that e-voting facility was kept open from 27<sup>th</sup> September 2024 (9:00 a.m.) to 29<sup>th</sup> September 2024 (5:00 p.m.), and that those members who are present and not voted through e-voting platform may e-vote during the AGM.

Mr. Ramesh Shah, Chairman of the Board, joined the meeting from 205-C, 45 Juhu Residency, Off Gulmohar Road, Juhu, Vile Parle (West), Mumbai 400049 (the "Common Venue") over VC/OAVM. The meeting was called to order as requisite quorum was present. There were 79 members present in person at the meeting. Mr. Ramesh Shah gave the opening remarks and welcomed the shareholders present in the Meeting. The 5 (five) Directors of the Company namely Mr. Ramesh Shah, Mr. Jimit Shah, Ms. Sunita Shah, Mr. Sahil Visaria (also the Chairman of the Audit Committee) and Ms. Himanshi Shah were present through VC/OAVM.

Mr. Jimit Shah, Managing Director, then gave a summary on the working of the Company during the year and the ongoing and future plans of the Company. With the consent of the Members, the notice of the 43<sup>rd</sup> Annual General Meeting, the Annual Audited Accounts for the financial year 2023-24 along with the Directors' Report were taken as read.

The Members were informed that Dr. S.K Jain (Membership No. 1473) of S. K. Jain and Company, Practicing Company Secretary, who was also present at the meeting, was the Independent Scrutinizer appointed by the Board to scrutinize the e-voting process in a fair and



transparent manner and submit the final report on the voting within 48 hours of the meeting which shall be placed on the website of the Company and also be available on the website of the Stock Exchange, i.e. BSE Limited. In terms of the Notice dated 14<sup>th</sup> August 2024 convening the 43<sup>rd</sup> AGM of the Company, the following business was transacted at the Meeting through remote e-voting:

#### Ordinary Business

##### 1) Ordinary Resolution

To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2024 together with the Reports of the Board of Directors and Auditors thereon

##### 2) Ordinary Resolution

To declare Final Dividend on Equity Shares for the Financial Year ended 31<sup>st</sup> March 2024

##### 3) Ordinary Resolution

To appoint Ms. Sunita Shah (DIN: 03099290), who retires by rotation and being eligible, offers herself for reappointment, as Director

##### 4) Ordinary Resolution

To appoint M/s Pravin Chandak & Associates as Statutory Auditors of the Company

#### Special Business

##### 5) Special Resolution

To appoint Ms. Himanshi Shah (DIN: 10564211) as an Independent Director of the Company

##### 6) Special Resolution

To approve the power of the Board to grant loans, give guarantees in connection with loans and acquire securities of other companies



7) Special Resolution

To approve the borrowing power of the Board

8) Special Resolution

To give approval to the Board under Section 185 of the Companies Act, 2013

9) Ordinary Resolution

To give approval for the related party transactions to be entered into with Zodiac Developers Private Limited

The Members present were then invited to voice their views and queries. The Chairman thanked the Members for their continued support and for attending the 43<sup>rd</sup> AGM. The meeting concluded at 3:48 p.m. with a vote of thanks to the Chair.

This is for your kind information and record.

Thanking you.

Yours sincerely,

**For Zodiac Ventures Limited**

Rustom Deboo

Company Secretary and Compliance Officer