

# Vasudhagama Enterprises Limited

(Formerly Known as Ozone World Limited)

CIN: L65910GJ1989PLC012835

Contact: 079-26873755 Fax: 079-26871756

Registered Office: G-04, Newyork Corner Building Behind Kiran Motors,  
SG Highway Bodakdev Ahmedabad GJ 380054

Email: [vasudhagamaenterprises@gmail.com](mailto:vasudhagamaenterprises@gmail.com) Website: [www.vasudhagama.com](http://www.vasudhagama.com)

Date: 12/07/2024

To,  
BSE Limited  
P J Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

Dear Sir/Madam,  
Scrip Code: 539291

**Sub: Outcome of the Board Meeting held on 12/07/2024 for Allotment of 2,69,47,050 Equity shares on Preferential basis**

In accordance with the provisions of Regulation 30 and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the meeting of the Board of Directors of the Company was held on Friday, 12<sup>th</sup> July 2024, and approved the following:

1. Approved the appointment of Mr. Jay Atul Parekh (DIN: 10686834) as Managing Director of the Company, subject to the approval of members in ensuing General Meeting of the Company, brief profile of appointee director is attached as Annexure - A.
2. Allotment of 2,69,47,050 equity shares of the Company of face value of Re. 10/-each ("Equity Shares"), in dematerialized form, on Preferential basis to non-promoters at a price of Rs. 26/- (including premium of Rs. 16/-) as determined in accordance with Regulation 164 read with 166A of SEBI ICDR Regulations, to the following persons, for consideration other than cash (share swap): being discharge of total purchase consideration of Rs. 70,06,23,300/- (Rupees Seventy Crores Six Lacs Twenty-Three Thousand and Three Hundred Only) ("Purchase Consideration") against the acquisition of 1,79,64,700 equity shares ("Sale Shares") of Zecrom Enterprises Private Limited ("ZEPL") from the Proposed Allottees at a price of Rs. 39/- (Rupees Thirty-Nine Only) per equity share of ZEPL, resulting thereof ZEPL becoming a subsidiary of the Company, the list of allottees is as follows:

S. No.	Name of the proposed Allottees	Nature of persons who are the ultimate beneficial owner	Equity Shares proposed to be allotted	Category	Allottee is QIB/MF/FI/Trust/Banks
1	Sagar Rajkumar	Individual	2,91,750	Non-Promoter	Not applicable

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	Rajbhar				
2	Sandip Suresh Khopade	Individual	7,34,250	Non-Promoter	Not applicable
3	Sanjay Saha	Individual	3,32,250	Non-Promoter	Not applicable
4	Aarnah Capital Advisors Private Limited	Pandit Point Limited (i) Archana Mathur (ii) Zylo Enterprises Private Limited: (a) Nitin Minocha (b) Ritu Minoch	13,44,000	Non-Promoter	Not applicable
5	Zylo Enterprises Private Limited	(a) Nitin Minocha (b) Ritu Minocha	13,27,500	Non-Promoter	Not applicable
6	Thirdspace International Private Limited	(i) Mohammed Kasim Zareef Qureshi (ii) Vikram Arjun Zambare	13,27,500	Non-Promoter	Not applicable
7	Rich Pockets Online Services Limited	(i) Sejal Shah (ii) Hashmukh Shah (iii) Zylo Enterprises Private Limited (a) Nitin Minocha (b) Ritu Minocha	22,12,500	Non-Promoter	Not applicable
8	Espeon Consulting Private Limited	Viraunique Realtors Limited (i) Rajendra Dattaram Korde (ii) Zylo Enterprises Private Limited: (a) Nitin Minocha (b) Ritu Minocha	15,96,000	Non-Promoter	Not applicable
9	COPO Holdings Private Limited	(i) Yogesh Kale (ii) Sanjay Dattaram Khanvilkar (iii) Sanjay Ravi Saha (iv) Binarycode IT and Consulting Private Limited: • Karan Prakash Gaikwad • Bhiwa Waghoji Tambe (v) Dev Ganpat Pawar (vi) Avinash Maruti Surovase (vii) Sagar Rajkumar Rajbhar (viii) Synematic Media and Consulting Private Limited: • Anand V. Mode	29,47,320	Non-Promoter	Not applicable

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		• Pramod R. Sharma			
10	MNDM Business Point Private Limited	(i) Rishabh Shashikant Nirbhavne (ii) Ram Ashish Nandlal Gupta	30,72,630	Non-Promoter	Not applicable
11	Aventez Media & Technologies Limited	(i) Rishabh Shashikant Nirbhavne (ii) Ram Ashish Nandlal Gupta (iii) Nitin Minocha (iv)Ritu Minocha (iv) Rajendra Dattaram Korde	60,83,640	Non-Promoter	Not applicable
12	Evokenexa Advertising Private Limited	(i) Suraj Satyadev Singh (ii) Braj Pal Singh	9,85,710	Non-Promoter	Not applicable
13	Innovatus entertainment networks Limited	(i) Sanjay Khanvilkar (ii) Miniboss consultancy Pvt Ltd	19,69,500	Non-Promoter	Not applicable
14	Miniboss Consultancy Pvt Ltd	(i) Azharuddin R Mulla	27,22,500	Non-Promoter	Not applicable

The above said allotment have been made in accordance with the terms mentioned in the notice of EGM held on 31/05/2024 and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (ICDR) Regulations, the board authorised to the Board of Director to make necessary applications for Listing/Corporate Action and Trading Permission.

Disclosures pursuant to the Regulation 30 of the SEBI (LODR) Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is attached as Annexure B.

3. Pursuant to the completion of formalities and allotment of 2,69,47,050 equity shares of the Company, against the acquisition of 1,79,64,700 equity shares i.e. 86.24 % of paid-up equity share Capital of Zecrom Enterprises Private Limited ("ZEPL") from the Allottees at a price of Rs. 39/- (Rupees Thirty-Nine Only) per equity share of ZEPL, resulting thereof Zecrom Enterprises Private Limited ("ZEPL") became a subsidiary of the Company.

Disclosures pursuant to the Regulation 30 of the SEBI (LODR) Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is attached as Annexure C.



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The aforesaid Board meeting commenced at 05:00 p.m. and concluded at 06:30 p.m.  
on Friday, 12<sup>th</sup> July, 2024.

Kindly take the same on the record.

Thanking you,

Yours faithfully,

**For Vasudhagama Enterprises Limited**

**Sejal Sanjiv Shah**

**Director**

**DIN: 09591841**



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## Annexure - A

Disclosures as per the Listing Regulations and SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015:

Particulars	Details
Name of the Director	Mr. Jay Atul Parekh
Reasons for Change	Appointment as a Managing Director
Date of Appointment	12/07/2024
Brief Profile	Mr. Jay Atul Parekh is having experience in the field of administration.
Relationship Inter-se Director/ Key Managerial Personnel	Not related to any Directors/ Key Managerial Personnel of the Company.

**For Vasudhagama Enterprises Limited**

**Sejal Sanjiv Shah**  
**Director**  
**DIN: 09591841**

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## Annexure B

Disclosures under Regulation 30 of the SEBI (LODR) Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015.

Sr. No.	Particular's	Details						
1.	Outcome of the Subscription, type of issue, type of securities and total number of securities	<p>The following are details of outcome of subscription:</p> <table border="1"><thead><tr><th>Preferential Issue of</th><th>Issued</th><th>Subscribed and allotted</th></tr></thead><tbody><tr><td>Equity Shares</td><td>2,69,47,050</td><td>2,69,47,050</td></tr></tbody></table>	Preferential Issue of	Issued	Subscribed and allotted	Equity Shares	2,69,47,050	2,69,47,050
Preferential Issue of	Issued	Subscribed and allotted						
Equity Shares	2,69,47,050	2,69,47,050						
2.	Issue Price / Allotted Price ( <del>in case of Convertible Equity Share Warrants</del> );	<p>The equity shares have been allotted at a price Rs. 26/- each (which includes premium of Rs. 16/- per share) being discharge of total purchase consideration of total aggregate amount of Rs. 70,06,23,300/- (Rupees Seventy Crores Six Lacs Twenty-Three Thousand and Three Hundred Only) against acquisition of 1,79,64,700 equity shares ("Sale Shares") of Zecrom Enterprises Private Limited ("ZEPL") from the Allottees at a price of Rs. 39/- (Rupees Thirty-Nine Only) per equity share of ZEPL.</p>						
3.	Number of Investors/allottees	Given in <b>Annexure 1</b>						
4.	In case of convertibles intimation on conversion of securities or on lapse of the tenure of the instrument	NA						
5.	any cancellation or termination of proposal for issuance of securities including reasons thereof.	NA						

For Vasudhagama Enterprises Limited

Sejal Sanjiv Shah

Director

DIN: 09591841

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## Annexure-1

### Allotment of 2,69,47,050 equity shares to Non-Promotor Category

S. No.	Name of the proposed Allottees	Nature of persons who are the ultimate beneficial owner	Equity Shares proposed to be allotted	Category	Allottee is QIB/MF/FI/Trust/Banks
1	Sagar Rajkumar Rajbhar	Individual	2,91,750	Non-Promoter	Not applicable
2	Sandip Suresh Khopade	Individual	7,34,250	Non-Promoter	Not applicable
3	Sanjay Saha	Individual	3,32,250	Non-Promoter	Not applicable
4	Aarnah Capital Advisors Private Limited	Pandit Point Limited (iii) Archana Mathur (iv) Zylo Enterprises Private Limited: (a) Nitin Minocha (b) Ritu Minoch	13,44,000	Non-Promoter	Not applicable
5	Zylo Enterprises Private Limited	(a) Nitin Minocha (b) Ritu Minocha	13,27,500	Non-Promoter	Not applicable
6	Thirdspace International Private Limited	(iii) Mohammed Kasim Zareef Qureshi (iv) Vikram Arjun Zambare	13,27,500	Non-Promoter	Not applicable
7	Rich Pockets Online Services Limited	(iv) Sejal Shah (v) Hashmukh Shah (vi) Zylo Enterprises Private Limited (a) Nitin Minocha (b) Ritu Minocha	22,12,500	Non-Promoter	Not applicable
8	Espeon Consulting Private Limited	Viraunique Realtors Limited (i) Rajendra Dattaram Korde (ii) Zylo Enterprises Private Limited: (a) Nitin Minocha (b) Ritu Minocha	15,96,000	Non-Promoter	Not applicable
9	COPO Holdings	(iv) Yogesh Kale (v) Sanjay Dattaram	29,47,320	Non-Promoter	Not applicable

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	Private Limited	Khanvilkar (vi) Sanjay Ravi Saha (iv) Binarycode IT and Consulting Private Limited: • Karan Prakash Gaikwad • Bhiwa Waghoji Tambe (v) Dev Ganpat Pawar (vi) Avinash Maruti Surovase (vii) Sagar Rajkumar Rajbhar (viii) Synematic Media and Consulting Private Limited: • Anand V. Mode • Pramod R. Sharma			
10	MNDM Business Point Private Limited	(iii) Rishabh Shashikant Nirbhavne (iv) Ram Ashish Nandlal Gupta	30,72,630	Non-Promoter	Not applicable
11	Aventez Media & Technologies Limited	(v) Rishabh Shashikant Nirbhavne (vi) Ram Ashish Nandlal Gupta (vii) Nitin Minocha (iv) Ritu Minocha (viii) Rajendra Dattaram Korde	60,83,640	Non-Promoter	Not applicable
12	Evokenexa Advertising Private Limited	(iii) Suraj Satyadev Singh (iv) Braj Pal Singh	9,85,710	Non-Promoter	Not applicable
13	Innovatus entertainment networks Limited	(iii) Sanjay Khanvilkar (iv) Miniboss consultancy Pvt Ltd	19,69,500	Non-Promoter	Not applicable
14	Miniboss Consultancy Pvt Ltd	(ii) Azharuddin R Mulla	27,22,500	Non-Promoter	Not applicable

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## Annexure -C

### Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Acquisition of Equity Shares of M/s Zecrom Enterprises Private Limited ("ZEPL") subsidiary

Sr. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	<b>Zecrom Enterprises Private Limited ("ZEPL")</b>  CIN- U74999MH2011PTC224908 Authorised Capital (As on date): Rs. 21,00,00,000 Paid-up Capital (As on date) : Rs. 20,83,02,000
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms-length".	The acquisition of shares of Zecrom Enterprises Private Limited ("ZEPL") by the Company does not fall under related party transactions with Company/group companies
3.	Industry to which the entity being Acquired belongs.	business of advertising and marketing support services
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the mainline Of business of the listed entity).	Entering into new business segment for diversification of business, this acquisition will help to diversify its business and benefit with the already existing established business.
5.	Brief details of any governmental or regulatory approvals required For the acquisition.	No governmental or regulatory approvals required for the acquisition.
6.	Indicative time period for completion of the acquisition.	The Acquisition will be completed within a period of 15 (fifteen) days from the later of: (i) date of the approval of special resolution for preferential issue of equity shares; or (ii) receipt of date of the approval/ permission required for allotment under the preferential issue from any regulatory authority or the Central Government (including but not limited to the in-principle approval of the stock exchanges) for issuance of the equity shares to the proposed allottees.



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7.	Nature of consideration-whether cash consideration or shareswap And details of the same.	Issue of shares for consideration other than cash (Share Swap)
8.	Cost of acquisition or the price at which the shares are acquired.	The Company will issue and allot 2,69,47,050 fully paid-up equity shares having face value of Rs. 10/- (RupeeTen Only) each at a price of Rs 26/- (Rupees Twenty Six Only.) per share (including premium of Rs. 16/- per share) which is the price determined in accordance with chapter V of the SEBI ICDR Regulations per equity share for consideration other than cash (share swap), being Discharge of total purchase consideration of Rs.70,06,23,300/- (Rupees Seventy Crore Six Lakh Twenty-Three Thousand and Three Hundred Only) for the acquisition of up to 1,79,64,700 Equity shares of ZEPL at a price of Rs. 39/- (Rupees Thirty-Nine Only) per Equity Share from ZEPL'S shareholders.
9.	Percentage of shareholding/ control acquired and / or number of shares acquired.	86.24% of the shareholding in ZEPL thus making it the subsidiary of the Company.
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	The Company is providing Advertising and marketing support services in India. Date of incorporation: December 14, 2011 Turnover: F.Y. 2022- 10,02,21,314 F.Y. 2023- 10,84,29,919 F.Y. 2024- 25,63,74,738

**For Vasudhagama Enterprises Limited**

**Sejal Sanjiv Shah**

**Director**

**DIN: 09591841**