

26th September 2019

REF: 190926-01

To,

The Bombay Stock Exchange

Corporate Communication Department,

Dalal Street, Fort,

Mumbai-400001



SUB: Disclosure pertaining to 38th Annual General Meeting of the Company, inter-alia, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

REF: Scrip Code: 503641 CIN: L45209MH1981PLC023923

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the summary of proceedings of the 38th Annual General Meeting of the Company held on 26th September 2019, at 3:00 P.M. at 404, Dev Plaza, 68, S. V. Road, Andheri (W), Mumbai – 400058.

Kindly take the same on record.

Thanking You,

Sincerely,

For Zodiac Ventures Limited

A handwritten signature in blue ink, appearing to read 'Avinash', is written over the typed name.

Avinash Agarwal
Company Secretary



PROCEEDINGS OF 38th ANNUAL GENERAL MEETING OF ZODIAC VENTURES LIMITED HELD AT 404, DEV PLAZA, 68, S.V. ROAD ON THURSDAY 26TH SEPTEMBER 2019 AT 3:00 P.M. TO TRANSACT THE FOLLOWING BUSINESS:

1. The Meeting commenced at 3:00 P.M.
2. Mr. Ramesh Shah (DIN: 01580767), Chairman and Whole Time Director, chaired the proceedings of the Meeting.
3. The Chairman welcomed the Members present in the meeting and declared the Meeting in order as the requisite quorum was present.
4. The Chairman gave an overview of the financial performance of the Company for the financial year ended 31st March 2019.
5. The Chairman informed the members that the company had provided remote e-voting facility to its members for all the items of business as set out in the notice.
6. The Chairman informed that remote e-voting commenced at 9:00 A.M. on 23rd September 2019 and concluded at 5:00 P.M. on 25th September 2019.

7. Notice of Meeting

The Chairman requested Mr. Jimit Shah to read the Notice convening the Meeting. However the Members requested the Chairman that the Notice be taken as read.

8. Announcement of Proxies

The Chairman announced that no proxy forms were received.

9. Auditors' Report

The Chairman then requested Mr. Avinash Agarwal, Company Secretary to read the Auditors' Report. However the Members mentioned that since there are no qualifications or adverse remarks in the Report, therefore it should be considered as read.





ZODIAC VENTURES LTD

10. Thereafter, the following items of business as set out in the notice convening the 38th Annual General Meeting of the Company required to be passed were recommended for approval of the members of the company.

Ordinary Business

- i. Consideration and Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2019 and the Reports of the Board of Directors and Auditors thereon;
- ii. Reappointment of Mr. Jimit Shah (DIN: 01580796), who retires by rotation and being eligible, offers himself for re-appointment.
- iii. Reappointment of Auditors to hold office from the conclusion of 38th Annual General Meeting until conclusion of 39th Annual General Meeting of the Company and fixing their remunerations.

Special Business

- iv. Approving the Power to Grant Loan or give guarantees in connection with the Loan and acquire securities of other company
 - v. Approval for Borrowing Power of the Company.
 - vi. Omnibus Approval for the Related Party Transactions to be entered by the Company with Zodiac Developers Private Limited.
11. All the aforesaid resolutions were passed by the members of the company with requisite majority.
12. Thereafter the Chairman requested the scrutinizer Dr. S. K. Jain, Practicing Company Secretary, to conduct the voting through poll. Dr. S. K. Jain showed the empty ballot box and thereafter locked and sealed the ballot box in presence of the Shareholders. He also explained that those members who have cast their votes through remote e-



voting should not vote through Poll. Thereafter ballot forms were circulated to the members present in the meeting and requested Shareholders to cast their votes by putting the ballot forms after exercising their votes in the ballot box. The Shareholders then exercised their votes. The Scrutinizer took the ballot box in his custody and possession.

13 . The Meeting concluded at 5:00 P.M with vote of thanks proposed by the Chairman.

For Zodiac Ventures Limited



Avinash Agarwal
Company Secretary

