

27th September 2019

REF: 190927-01

To,

The Bombay Stock Exchange

Corporate Communication Department,

Dalal Street, Fort,

Mumbai-400001

SUB: Voting Results of the 38th Annual General Meeting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

REF: Scrip Code: 503641 CIN: L45209MH1981PLC023923

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to state that the following resolutions were passed by the members through E-voting and poll at 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.

ORDINARY BUSINESS:

1. To receive, consider and adopt 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.
2. To appoint a Director in place of Mr. Jimit Shah (DIN: 01580796), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)
3. To reappoint Auditor 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. (Ordinary Resolution)



SPECIAL BUSINESS:

4. Approving the Power to Grant Loan or give guarantees in connection with the Loan and acquire securities of other company(Special Resolution)
5. To approve the Borrowing Power of the Board. (Special Resolution)
6. Omnibus Approval for the Related Party Transactions to be entered by the Company with Zodiac Developers Private Limited. (Ordinary Resolution)

Please note that all above resolutions were passed with requisite majority.

Further we are also enclosing herewith the report on E-voting & Poll pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,

Sincerely,

For Zodiac Ventures Limited



Avinash Agarwal
Company Secretary



ENCL: As mentioned above

Report on Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Date of AGM	26 th September 2019		
Book Closure Date	19 th September 2019 to 26 th September 2019 (both days inclusive)		
Total No. of Shareholders on Record Date	478		
No. of shareholders presents in meeting either in person or through proxy			
Category of Shareholders	In Person	Proxy	Total
Promoter & Promoter Group	5	0	5
Financial Institution	0	0	0
Public	36	1	37
Total	41	1	42
No. of Shareholders attend the meeting through Video Conferencing	NA		

Details of Agenda:

Resolution No. 1: Ordinary Resolution

A. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2019 and the Reports of the Board of Directors and Auditors thereon

Resolution required:		ORDINARY RESOLUTION						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	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 and Promoter Group	E-Voting	23989640	0	0	0	0	0	0
	Poll		23989640	100	23989640	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		23989640	23989640	100	23989640	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	13300360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	15184	0.114	15184	0	100
Total		37290000	24004824	66.373	24004824	0	100	0



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B. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2019 and the report of the Auditors and addendum to the Report of Board of Directors thereon.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	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 and Promoter Group	E-Voting	23989640	0	0	0	0	0	0
	Poll		23989640	100	23989640	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		23989640	23989640	100	23989640	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	13300360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	15184	0.114	15184	0	100
Total		37290000	24004824	66.373	24004824	0	100	0

Resolution No. 2: Ordinary Resolution

To reappoint a Director in place of Mr. Jimit Shah (DIN: 01580796), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	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 and Promoter Group	E-Voting	23989640	0	0	0	0	0	0
	Poll		23989640	100	23989640	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		23989640	23989640	100	23989640	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	13300360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	15184	0.114	15184	0	100
Total		37290000	24004824	66.373	24004824	0	100	0



Resolution No. 3: Ordinary Resolution

To Reappoint 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. (Ordinary Resolution).

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	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 and Promoter Group	E-Voting	23989640	0	0	0	0	0	0
	Poll		23989640	100	23989640	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		23989640	23989640	100	23989640	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	13300360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	15184	0.114	15184	0	100
Total		37290000	24004824	66.373	24004824	0	100	0

Resolution No. 4: Special Resolution

To approve the Power to Grant Loan or give guarantees in connection with the Loan and acquire securities of other

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	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 and Promoter Group	E-Voting	23989640	0	0	0	0	0	0
	Poll		23989640	100	23989640	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		23989640	23989640	100	23989640	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	13300360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	15184	0.114	15184	0	100
Total		37290000	24004824	66.373	24004824	0	100	0



Resolution No. 5: Special Resolution

To Approving the Borrowing Power of the Board.

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	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 and Promoter Group	E-Voting	23989640	0	0	0	0	0	0
	Poll		23989640	100	23989640	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		23989640	23989640	100	23989640	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		15008	0.113	15008	0	100	0
	Total		0	176	0.001	176	0	100
Public- Non Institutions	E-Voting	13300360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	15184	0.114	15184	0	100
Total		37290000	24004824	66.373	24004824	0	100	0



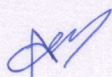
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Resolution No. 6: Ordinary Resolution

Omnibus Approval for the Related Party Transactions to be entered by the Company with Zodiac Developers Private Limited.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	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 and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll		0	0				
	Postal Ballot (not applicable)		0	0				
	Total		0	0				
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (not applicable)		0	0	0	0	0	
	Total		0	0	0	0	0	
Public- Non Institutions	E-Voting	13300360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	
	Total		13300360	15184	0.114	15184	0	100
Total		37290000	15184	0.114	15184	0	100	0

For Zodiac Ventures Limited



Avinash Agarwal
Company Secretary



FORM NO. MGT-13

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20(4)(xii) & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,

Name Of The Company	ZODIAC VENTURES LIMITED
Meeting	38 th Annual General Meeting
Date & Time	Thursday, 26 th September, 2019 at 03:00 P.M.
Venue	404, Dev Plaza, 68, S.V. Road, Andheri West Mumbai - 400058.

Dear Sir,

1. I, **Dr. S. K. Jain**, Practicing Company Secretary, at 11, Friends Union Premises Co-operative Society Ltd, 2nd Floor, 227, P D Mello Road, Mumbai- 400001 was appointed as Scrutinizer by the Board of Directors of **ZODIAC VENTURES LIMITED** (The Company) for the purpose of scrutinizing e-Voting process (remote e-Voting) and voting by use of ballot at the Meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the 38th Annual General Meeting of the Equity Shareholders of the Company held on Thursday, 26th September, 2019 at 03:00 P.M. at 404, Dev Plaza, 68, S.V. Road, Andheri West, Mumbai - 400058

2. Dispatch of Notice convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited. (NSDL), the Company completed dispatch of the Notice of the Annual General Meeting (AGM) on 29th August, 2019 to all the Members of the Company holding Shares in Physical/Demat Form.



11, Friend's Union Premises Co-operative Society Ltd, 2nd Floor, 227, P. D'Mello Road, Mumbai- 400001.
Mob.: 96196 43088 / 93206 47478 • Off.: 2269 5288
E-mail : skjaincs1944@gmail.com / csskjain1944@gmail.com

➤ Newspaper Publication:

The Company had made an advertisement regarding dispatch of Postal Ballot Forms/Notices in Business Standard (English Newspaper) and in Mumbai Lakshadeep (Marathi Newspaper) on Monday, 2nd September, 2019.

3. Cut-off Date

The Voting rights were reckoned as on 19th September 2019 being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting and Voting at the Meeting.

4. Remote e-Voting

i. Agency:

The Company has appointed National Securities Depository Limited (NSDL) as the Agency for providing the remote e-Voting platform.

ii. Remote e-Voting:

The remote e-Voting platform was open from 9.00 a.m. on Monday, 23rd September 2019 upto 5.00 p.m. on Wednesday, 25th September, 2019 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions, on the e-Voting platform provided by NSDL.

5. Voting at the AGM

i. After the time fixed for closing of the poll by the Chairman ballot box kept for polling was locked in my presence with due identification mark placed by me.

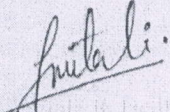
ii. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

iii. 37 members were present in person which includes 1 proxy. On opening ballot box 37 Ballot Forms duly signed by the Members present in person were found. All 37 Ballot Forms were found valid.

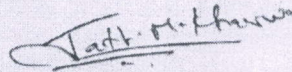


6. Counting Process

- i. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked in presence of two witnesses who were not in the employment of the Company.



Name: Ms. Mitali. R. Dedhia



Name: Mr. Jatin. M. Kharwa

- ii. Thereafter, the details of equity shareholders, who voted For or Against was extracted from the polling papers and the list of Equity Shareholders who voted "For" or "Against" were downloaded from the e-Voting website of National Securities Depository Limited (NSDL) (<https://www.nsdl.co.in>)
- iii. The combined result of remote e-Voting and poll is as under:



VOTING RESULTS

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

Date of the AGM/EGM	26 th September, 2019
Total number of shareholders on Cut - off date	478
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
In Person -	5
In Proxy -	0
Public:	37
In Person -	36
In Proxy -	1
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	N.A.
Public	N.A.



Resolution No. 1

- A. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2019 and the Reports of the Board of Directors and Auditors thereon.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	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 and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Postal Ballot (not applicable)							
	Total	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (not applicable)							
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1,33,00,360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	13300360	15184	0.114	15184	0	100	0
Total		3,72,90,000	2,40,04,824	64.373	2,40,04,824	0	100	0



B. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2019 and the report of the Auditors and addendum to the Report of Board of Directors thereon.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	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 and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Postal Ballot (not applicable)							
	Total	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (not applicable)							
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1,33,00,360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	13300360	15184	0.114	15184	0	100	0
Total		3,72,90,000	2,40,04,824	64.373	2,40,04,824	0	100	0



Resolution No. 2

Re-appointment of Mr. Jimit Shah (DIN: 01580796), as a Director of the Company.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	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 and Promoter Group	E-Voting	0	0	0	0	0	0	0
		2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Postal Ballot (not applicable)							
	Total	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
		0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)							
Total	0	0	0	0	0	0	0	
Public-Non Institutions	E-Voting	1,33,00,360	15008	0.113	15008	0	100	0
			176	0.001	176	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)							
Total	13300360	15184	0.114	15184	0	100	0	
Total		3,72,90,000	2,40,04,824	64.373	2,40,04,824	0	100	0



Resolution No. 3

Re-appointment 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.

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	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 and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Postal Ballot (not applicable)							
	Total	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (not applicable)							
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1,33,00,360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	13300360	15184	0.114	15184	0	100	0
Total		3,72,90,000	2,40,04,824	64.373	2,40,04,824	0	100	0



Resolution No. 4

Approving the Power to Grant Loan or give guarantees in connection with the Loan and acquire securities of other company.

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Postal Ballot (not applicable)							
	Total	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (not applicable)							
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1,33,00,360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	13300360	15184	0.114	15184	0	100	0
Total		3,72,90,000	2,40,04,824	64.373	2,40,04,824	0	100	0



Resolution No. 5

Approving the Borrowing Power of the Board.

Resolution required:			SPECIAL RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	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 and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Postal Ballot (not applicable)							
	Total	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (not applicable)							
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1,33,00,360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	13300360	15184	0.114	15184	0	100	0
Total		3,72,90,000	2,40,04,824	64.373	2,40,04,824	0	100	0



Resolution No. 6

Approving the Related Party Transactions entered by the Company with Zodiac Developers Private Limited.

Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			ORDINARY RESOLUTION					
			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan ding shares (3)=[(2) /(1)]* 100	No. of Votes - in favour (4)	No. of Votes - again st (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	2,39,89,640	*0	0	0	0	0	0
	Postal Ballot (not applicable)							
	Total	0	0	0	0	0	0	0
Public- Instituti ons	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (not applicable)							
	Total	0	0	0	0	0	0	0
Public- Non Instituti ons	E-Voting	1,33,00,360	15008	0.113	15008	0	100	0
	Poll		176	0.001	176	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	13300360	15184	0.114	15184	0	100	0
Total		3,72,90,000	15184	0.114	15184	0	100	0

* The Votes cast by Promoters being Related Party in the Resolution have been excluded.

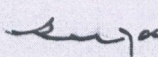



RESULT SUMMARY

Sr. No.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March 2019 and the Report of the Board of Directors and Auditors thereon.	Ordinary Resolution	100	0
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March 2019 and the Report of Auditors thereon.	Ordinary Resolution	100	0
3.	Re-appointment of Mr. Jimit Shah (DIN: 01580796), as a Director of the Company.	Ordinary Resolution	100	0
4.	Reappointment of Auditors to hold office from the conclusion of 38 th Annual General Meeting until conclusion of 39 th Annual General Meeting of the Company and fixing their remunerations.	Ordinary Resolution	100	0
5.	Approving the Power to Grant Loan or give guarantees in connection with the Loan and acquire securities of other company.	Special Resolution	100	0
6.	Approving the Borrowing Power of the Board.	Special Resolution	100	0
7.	Approving the Related Party Transactions entered by the Company with Zodiac Developers Private Limited.	Ordinary Resolution	100	0

The poll papers and all other relevant records of voting were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.
Thanking You,

Yours Faithfully,

Dr. S.K. Jain
Practicing Company Secretary
Place: Mumbai.
Date: 27/09/2019.





Avinash. R. Agarwal
Company Secretary