

29th September 2023

REF: 2909231/VR/ZVL

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

REF: Scrip Code: 503641

Sub: Disclosure of Voting Results of the 42nd Annual General Meeting (AGM) of Zodiac Ventures Limited under Regulations 44 (3) and 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Madam/Sir,

With reference to the captioned subject, the 42nd Annual General Meeting (AGM) of the Company was held on Wednesday, 27th September 2023 at 3.00 p.m. at the Registered Office of the Company.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith a brief of the proceedings of the 42nd Annual General Meeting of the Company (**Annexure A**).

Further, pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are also submitting the details of the voting results of the business transacted at the 42nd AGM in the format prescribed by SEBI vide their Circular No. CIR/CFD/CMD/8/2015 dated 4th November 2015 (**Annexure B**) along with the Consolidated Report of the Scrutinizer on remote e-voting and voting at the 42nd AGM (**Annexure C**).

The said reports will also be posted on the website of the Company. Kindly take the above on record.

Thanking you.

Yours sincerely,
For Zodiac Ventures Limited



Rustom Deboo
Company Secretary and Compliance Officer
Encl: As above



29th September 2023

REF: 2909232/AGM/ZVL

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

REF: Scrip Code: 503641

Sub: Proceedings of the 42nd 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 42nd Annual General Meeting (AGM) of the Company was held on Wednesday, 27th September 2023 at 3.00 p.m. at the Registered Office of the Company.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith a brief of the proceedings of the 42nd Annual General Meeting of the Company (**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 42nd Annual General Meeting held on 27th September 2023

The 42nd Annual General Meeting (AGM) of the Members of Zodiac Ventures Limited ("the Company") was held on Friday, 27th September 2023 at 3:00 p.m. (IST) at the Registered Office of the Company situated at 404 Dev Plaza, 68 S.V. Road, Andheri (W), Mumbai 400058.

As required by Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of the 42nd Annual General Meeting of the Company are as follows:

Mr. Ramesh Shah was elected as the Chairman of the Meeting, and he took the Chair. There were 74 members present in person at the meeting. The requisite quorum being present, he called the Meeting to order. He welcomed the shareholders present in the Meeting. The Chairman informed that 5 (five) Directors of the Company namely Mr. Ramesh Shah, Mr. Jimit Shah, Mrs. Sunita Shah, Mr. Aakash Parikh, and Mr. Sahil Visaria were present. Mr. Aakash Parikh, Chairman of the Audit Committee, was also present in the Meeting.

With the consent of the Members, the notice dated 14th August 2023 of the 42nd Annual General Meeting, the Annual Audited Accounts for the financial year 2022-23 along with the Director's Report were taken as read. The Chairman then gave a summary on the working of the Company during the year. The Chairman then invited discussions and queries from the Members present.

After the discussions were over, the Chairman informed that the Company had provided e-voting facility through NSDL platform to the Members whose name is appearing in the Register of Members as on 20th September 2023. He further informed that e-voting facility was kept open from 24th September 2023 (9:00 A.M) to 26th September 2023 (5:00 P.M.). He further indicated that those members who are present and not voted through e-voting platform can vote now through Ballot Form.

The Chairman informed that Dr. S.K Jain (Membership No. 1473) of S. K. Jain and Company, Practicing Company Secretary was the Independent Scrutinizer appointed by the Board to scrutinize the remote e-voting process prior to the AGM and voting during the AGM 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 at www.zodiacventures.in and also be available on the website of the Stock Exchange at www.bseindia.com. Dr. S. K. Jain, Independent Scrutinizer, conducted the polling process. In terms of the Notice dated 14th August 2023 convening the 42nd AGM of the Company, the following items of business were transacted at the Meeting:



1) Ordinary Resolution

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2023 and the Reports of the Board of Directors and Auditors thereon

2) Ordinary Resolution

To reappoint a Director in place of Mr. Ramesh Shah (DIN: 01580767), who retires by rotation and being eligible, offers himself for reappointment

3) Special Resolution

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

4) Special Resolution

To approve the borrowing power of the Board of Directors

5) Ordinary Resolution

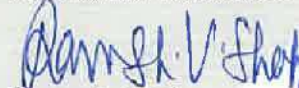
To give omnibus approval for the related party transactions to be entered by the Company with Zodiac Developers Private Limited.

The Chairman thanked the members for their continued support and for attending the 42nd AGM. The meeting concluded at 4:00 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



Ramesh Shah
Chairman



Annexure B

VOTING RESULTS

Date of Annual General Meeting	Wednesday, 27 th September 2023
Total number of shareholders on record date (20th September 2023)	2509
No. of shareholders present in meeting in person/ through proxy	
Promoters and Promoter Group	4
Public	70
No. of shareholders present through Video Conferencing	
Promoters and Promoter Group	NA
Public	NA

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2023 and the Reports of the Board of Directors and Auditors thereon; b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2023 and Report of the 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	23989640	100	23989640	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (not applicable)		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	
	Postal Ballot (not applicable)		0	0	0	0	0	
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	13300360	1710094	12.8575	1710094	0	100	0
	Poll		10	0.0001	10	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	
	Total		13300360	1710104	12.8576	1710104	0	100
Total		37290000	25699744	68.9186	25699744	0	100	0




Resolution No. 2: Ordinary Resolution

To reappoint a Director in place of Mr. Ramesh Shah (DIN: 01580767), who retires by rotation and being eligible, offers himself for reappointment

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	23989640	100	23989640	0	100	0
	Poll		0	0	0	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	1710094	12.8575	1709694	400	99.9766	0.0234
	Poll		10	0.0001	10	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	1710104	12.8576	1709704	400	99.9766
Total		37290000	25699744	68.9186	25699344	400	99.9984	0.0016




Resolution No. 3: Special Resolution

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

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	23989640	100	23989640	0	100	0
	Poll		0	0	0	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	1710094	12.8575	1709694	400	99.9766	0.0234
	Poll		10	0.0001	10	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	1710104	12.8576	1709704	400	99.9766
Total		37290000	25699744	68.9186	25699344	400	99.9984	0.0016




Resolution No. 4: Special Resolution

To approve the borrowing power of the Board of Directors

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	23989640	100	23989640	0	100	0
	Poll		0	0	0	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	1710094	12.8575	1709694	400	99.9766	0.0234
	Poll		10	0.0001	10	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	1710104	12.8576	1709704	400	99.9766
Total		37290000	25699744	68.9186	25699344	400	99.9984	0.0016

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Resolution No. 5: Ordinary Resolution

To give 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	23989640	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		23989640	0	0	0	0	0
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-Institutions Non	E-Voting	13300360	1710094	12.8575	1709694	400	99.9766	0.0234
	Poll		10	0.0001	10	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	1710104	12.8576	1709704	400	99.9766
Total		37290000	1710104	4.5860	1709704	400	99.9766	0.0234

All the above resolutions are passed with requisite majority.

For Zodiac Ventures Limited



Ramesh V. Shah

Ramesh Shah

Whole-Time Director

Chairman of the 42nd AGM dated 27th September 2023

FORM NO. MGT-13
SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman,
ZODIAC VENTURES LIMITED.
404 Dev Plaza, S.V. Road, Andheri (West),
Mumbai - 400058

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on voting through Poll, remote e-voting and e-voting at the 42nd Annual General Meeting ("AGM") of **ZODIAC VENTURES LIMITED.** ("Company"), held on Wednesday, 27th September, 3.00 p.m at the Registered Office of the Company situated at 404 Dev Plaza, S.V. Road, Andheri (West), Mumbai - 400058

I, **Dr. S. K. Jain**, Practicing Company Secretary and Proprietor M/s S.K. Jain & Co., Company Secretaries (FCS: 1473 and COP: 3076), having office, at 11, Friend's 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 the process of Poll, remote e-Voting and e-Voting during the 42nd Annual General Meeting ("AGM") of the Equity Shareholders of the Company (pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended 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 42nd Annual General Meeting of the Members of the Company held on Wednesday, 27th September, 2023 at the Registered Office of the Company. Since the Quorum was met at 3.10 p.m (IST) the meeting was called to order by the Chairman.



I submit my report as under:

1. Dispatch of Notice convening the Meeting.

Pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for Financial Year 2022-23 was sent on 5th September 2023, by e-mail to 2080 Shareholders who had registered their email- id's with Depositories/the Company, out of which 259 e-mails were bounced back and 1,821 were delivered. The Notice and Annual Report is also available on company's website <http://www.zodiacventures.in/>

2. Newspaper Publication

The Company had published Notice in English Newspaper namely Business Standard & Marathi Newspaper namely Mumbai Lakshadeep pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on 6th September 2023 and Notices to Shareholders were sent on 5th September, 2023 regarding holding of Annual General Meeting on Wednesday, 27th September 2023 at the Registered Office of the Company.

3. Cut-off Date

The Voting rights were reckoned as on **Wednesday 20th September, 2023** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting and e-voting at the AGM.

4. e-Voting

i. Agency:

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



ii. **Remote-Voting:**

The remote e-Voting platform was open from 9.00 a.m Sunday, 24th September 2023 up to 5.00 p.m Tuesday, 26th September 2023 and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by NSDL.

5. **Voting at the AGM**

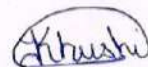
- i. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.
- ii. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the Authorization / Proxies lodged with the Company.

6. **Counting Process:**

- i. The vote cast under Poll, remote e-Voting facility and e-Voting during the AGM was thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. The ballot box was opened and polling papers were removed and examined. I have scrutinized and reviewed the Poll, remote e-Voting and e-Voting during the AGM based on the data downloaded from the NSDL.



Name: Keshav Taori



Name: Khushi Shah



- ii. Thereafter, the details of equity shareholders, who voted for or against was extracted from the list of equity shareholders who voted.
- iii. "For" or "Against" were downloaded from the e-Voting website of NSDL (<https://www.evoting.nsdl.com/>)
- iv. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote Poll, e-Voting and e-Voting at the Meeting on the Resolutions contained in the Notice of the AGM.
- v. My responsibility as Scrutinizer for the Poll, remote e-Voting and voting conducted through electronic voting at the meeting is restricted to submit Scrutinizer's Report of the Votes cast in favour or against the Resolutions.
- vi. The meeting concluded at 04.00 p.m (IST).



VOTING RESULTS

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

Company Name	Zodiac Ventures Limited.
Date of the AGM	27 th September 2023
Total number of Shareholders on cut-off date:	2509
No. of shareholders present in the meeting either in person or through proxy	74
Promoters and Promoter Group:	4
Public:	70



I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

Resolution No. 1

To receive, consider and adopt:

- (a) The Audited Financial Statements of the Company for the financial year ended 31st March 2023 and the Reports of the Board of Directors and Auditors thereon and
 (b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2023 and the report of the Auditors thereon.

Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			ORDINARY RESOLUTION					
			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*1 00	(7)= [(5)/(2)] *100
Promoter and Promoter Group	E-Voting	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	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
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1,33,00,360	17,10,094	12.8575	17,10,094	0	100	0
	Poll		10	0.0001	10	0	100	0
	Total	1,33,00,360	17,10,104	12.8576	17,10,104	0	100	0
Total		3,72,90,000	2,56,99,744	68.9186	2,56,99,744	0	100	0



Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
82	2,56,99,744	100

Voted against the resolution:

Number of members voted	Number of votes cast by Them	% of total number of valid votes cast
0	0	0

Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0



Resolution No. 2

To appoint Mr. Ramesh Shah (DIN: 01580767), who retires by rotation and being eligible, offers himself for reappointment as Director:

Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			ORDINARY RESOLUTION					
			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	E- Voting	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	Total	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
Public- Institution s	E- Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institution s	E- Voting	1,33,00,360	17,10,094	12.8575	17,09,694	400	99.9766	0.0234
	Poll		10	0.0001	10	0	100	0
	Total	1,33,00,360	17,10,104	12.8576	17,09,704	400	99.9766	0.0234
Total		3,72,90,000	2,56,99,744	68.9186	2,56,99,344	400	99.9984	0.0016



Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
81	2,56,99,344	99.9984

Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	400	0.0016

Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0



Resolution No. 3

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

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	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	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
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1,33,00,360	17,10,094	12.8575	17,09,694	400	99.9766	0.0234
	Poll		10	0.0001	10	0	100	0
	Total	1,33,00,360	17,10,104	12.8576	17,09,704	400	99.9766	0.0234
Total		3,72,90,000	2,56,99,744	68.9186	2,56,99,344	400	99.9984	0.0016



Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
81	2,56,99,344	99.9984

Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	400	0.0016

Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0



Resolution No. 4

To approve the borrowing power of the Board of Directors.

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	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	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
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1,33,00,360	17,10,094	12.8575	17,09,694	400	99.9766	0.0234
	Poll		10	0.0001	10	0	100	0
	Total	1,33,00,360	17,10,104	12.8576	17,09,704	400	99.9766	0.0234
Total		3,72,90,000	2,56,99,744	68.9186	2,56,99,344	400	99.9984	0.0016



Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
81	2,56,99,344	99.9984

Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	400	0.0016

Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0



Resolution no.5

To give 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	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*1 00	(7)= [(5)/(2)] *100
Promoter and Promoter Group	E-Voting	2,39,89,640	*0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	2,39,89,640	0	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1,33,00,360	17,10,094	12.8575	17,09,694	400	99.9766	0.0234
	Poll		10	0.0001	10	0	100	0
	Total	1,33,00,360	17,10,104	12.8576	17,09,704	400	99.9766	0.0234
Total		3,72,90,000	17,10,104	4.5860	17,09,704	400	99.9766	0.0234

* Being interested in the resolution, the votes cast by Promotor and Promotor Group has been excluded and thus invalid.



Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
76	17,09,704	99.9766

Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	400	0.0234

Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
*5	2,39,89,640

* Being interested in the resolution, the votes cast by Promotor and Promotor Group has been excluded and thus invalid.



RESULT SUMMARY

SR. NO	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To receive, consider and adopt: (a) The Audited Financial Statements of the Company for the financial year ended 31st March 2023 and the Reports of the Board of Directors and Auditors thereon and (b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2023 and the report of the Auditors thereon.	Ordinary Resolution	100	0
2.	To appoint Mr. Ramesh Shah (DIN: 01580767), who retires by rotation and being eligible, offers himself for reappointment as Director.	Ordinary Resolution	99.9984	0.0016
3.	To approve the power of the Board of Directors to grant loans, give guarantees in connection with loans and acquire securities of other companies.	Special Resolution	99.9984	0.0016
4.	To approve the borrowing power of the Board of Directors.	Special Resolution	99.9984	0.0016
5.	To give omnibus approval for the related party transactions to be entered by the Company with Zodiac Developers Private Limited.	Ordinary Resolution	99.9766	0.0234



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
Membership No. F1473
COP: 3076
Place: Mumbai
Date: 29.09.2023
UDIN: F001473E001119194




Ramesh Shah
Chairman