



31st December 2020

REF: 3112201/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 39th Annual General Meeting (AGM) of Zodiac Ventures Limited under Regulations 44 (3) and Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Madam/Sir,

With reference to the captioned subject, the 39th Annual General Meeting (AGM) of the Company was held on Tuesday, 29th December 2020 at 3.00 p.m. through Video Conferencing/ other Audio-Visual Means (VC/OAVM):

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith a brief of the proceedings of the 39th 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 39th 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 e-voting system at the 39th AGM (**Annexure C**).

The said Reports will also be hosted on the website of the Company. Kindly take the above on record.

Thanking you.
Yours sincerely,
For Zodiac Ventures Limited

A handwritten signature in black ink, appearing to read 'Rustom Deboo', followed by a horizontal line.



Rustom Deboo
Company Secretary and Compliance Officer
Encl: As above

Brief of the Proceedings

The 39th Annual General Meeting (AGM) of the Members of Zodiac Ventures Limited ("the Company") was held on Tuesday, 29th December 2020, at 3.00 p.m. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

Mr. Ramesh Shah, Chairman and Whole-Time Director, occupied the chair. After ascertainment that the requisite quorum was present, the meeting was declared validly constituted and the proceedings of the meeting were commenced.

The Members were informed that in view of the restrictions due to outbreak of the COVID-19 pandemic and considering the social distancing norms, the AGM was conducted through VC / OAVM. They were informed that the meeting was convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

The Company had engaged the services of National Securities Depository Limited (NSDL) to provide facility of remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility.

The Chairman welcomed the members and then requested Mr. Rustom Deboo, Company Secretary & Compliance Officer, to make announcement with respect to e-voting facility. The Company Secretary informed that the Company had provided electronic voting facility (remote e-voting) to the members to cast their vote electronically on all resolutions set forth in the Notice of AGM. The remote e-voting commenced on Saturday, 26th December 2020 and concluded on Monday, 28th December 2020. He further informed that members attending the AGM and who could not cast their vote by remote e-voting were provided an opportunity to cast their vote through e-voting at the AGM. He also informed that Mr. Shubh Karan Jain, Practicing Company Secretary, has been appointed as the Scrutinizer for remote e-voting as well as e-voting at this AGM to scrutinize the votes in a fair and transparent manner, and that the detailed Scrutinizer's Report along with the results of e-voting would be uploaded on the website of the Company and would also be submitted to the Stock Exchange. He then requested the Chairman to continue with the proceedings.



Rustom Deboo

The Chairman thereafter invited the Members who had registered themselves as speakers to express their views or queries. The Chairman provided clarification to the queries raised by the said Members.

The following items of business, as per the notice of the AGM, were transacted at the meeting:

Ordinary Business

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 2020 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) Ordinary Resolution

To appoint M/s Pravin Chandak & Associates, Chartered Accountants, as Statutory Auditors of the Company from the conclusion of this AGM till the conclusion of the 44th AGM of the Company

Special Business

4) Ordinary Resolution

To appoint Mr. Sahil Visaria (DIN: 08927504) as an Independent Director of the Company for a period of five years

5) 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



6) Special Resolution

To approve the borrowing power of the Board of Directors

7) Ordinary Resolution

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

All seven resolutions were passed with a requisite majority.

The Meeting concluded after the Members cast their votes, with vote of thanks.



Ravindra Dadas

Annexure B

VOTING RESULTS

Date of Annual General Meeting	Tuesday, 29 th December 2020
Total number of shareholders on record date (22 nd Dec. 2020)	804
No. of shareholders present in meeting in person/ through proxy	
Promoters and Promoter Group	Nil
Public	Nil
No. of shareholders present through Video Conferencing	
Promoters and Promoter Group	4
Public	28

Details of Agenda:

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 2020 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 2020 and the 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	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		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
	Postal Ballot (NA)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	Total	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
Total		3,72,90,000	2,88,67,889	77.41	2,88,67,889	0	100	0

Rustan Akbar



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) = $\frac{[(2)/(1)] * 100}{100}$	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6) = $\frac{[(4)/(2)] * 100}{100}$	% of votes against on votes polled (7) = $\frac{[(5)/(2)] * 100}{100}$
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
	Postal Ballot (NA)		0	0	0	0	0	0
	Total		2,39,89,640	2,39,89,640	100	2,39,89,640	0	100
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	Total		1,33,00,360	48,78,249	36.68	48,78,249	0	100
Total		3,72,90,000	2,88,67,889	77.41	2,88,67,889	0	100	0



Rustan Abbas

Resolution No. 3: Ordinary Resolution

To appoint M/s Pravin Chandak & Associates, Chartered Accountants, as Statutory Auditors of the Company from the conclusion of this AGM till the conclusion of the 44th AGM 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	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		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
	Postal Ballot (NA)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	Total	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
Total		3,72,90,000	2,88,67,889	77.41	2,88,67,889	0	100	0



Pravin Chandak

Resolution No. 4: Ordinary Resolution

To appoint Mr. Sahil Visaria (DIN: 08927504) as an Independent Director of the Company for a period of five years

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	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		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
	Postal Ballot (NA)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	Total	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
Total		3,72,90,000	2,88,67,889	77.41	2,88,67,889	0	100	0



Sahil Visaria

Resolution No. 5: 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	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		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
	Postal Ballot (NA)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	Total	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
Total		3,72,90,000	2,88,67,889	77.41	2,88,67,889	0	100	0



Rustan Akbar

Resolution No. 6: 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	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		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
	Postal Ballot (NA)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	Total	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
Total		3,72,90,000	2,88,67,889	77.41	2,88,67,889	0	100	0



Rustan Akbar

Resolution No. 7: 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	2,39,89,640	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	Total		0	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 (NA)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (NA)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		3,72,90,000	48,78,249	13.08	48,78,249	0	100	0

For Zodiac Ventures Limited



Rustom Deboo

Rustom Deboo
Company Secretary

FORM NO. MGT-13
SCRUTINIZER'S REPORT

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

To,
The Chairman,
ZODIAC VENTURES LIMITED
404, DEV PLAZA, 68, S.V. ROAD,
ANDHERI (WEST) MUMBAI - 400058

Dear Sir,

I, **Dr. S. K. Jain**, Practicing Company Secretary, 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 e-Voting process (remote e-Voting 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 39th Annual General Meeting of the Equity Shareholders of the Company held on Tuesday, 29th December, 2020 at 3:00 p.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit my report as under:

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed. The Annual General Meeting ("AGM") of the Company was held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and the voting for items had been transacted as per the Notice to this AGM was only through remote electronic voting process and electronic voting during the AGM, in compliance with applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactments thereof), and the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, and the General Circular No 28/2020 dated August 17, 2020 in relation to "Clarification on passing ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" and General Circular No. 20/2020 dated May 5, 2020 in relation to "Clarification on holding of annual general meeting through video conferencing (VC) or other audio visual means (OAVM)" all issued by the Ministry of Corporate, Government of India (the "MCA Circulars" and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 "(Listing Regulations)" read with Circular dated May 12, 2020 issued by Securities and Exchange Board of India in relation to "Additional relaxations in relation to compliance with certain provisions of SEBI (Listing Obligations & Disclosure Requirements)

11, Friend's Union Premises Co-operative Society Ltd, 2nd Floor, 227, P. D'Mello Road, Mumbai 400001.
Mob.: 96196 43088 / 93206 47478 • Tel.: 40043784 / 22695288
E-mail : skjaincs1944@gmail.com / csskjain1944@gmail.com



Regulations, 2015, COVID -19 pandemic". The venue for the AGM was deemed to be held at the registered office of the Company at "404, DEV PLAZA, 68, S.V. ROAD, ANDHERI (WEST) MUMBAI- 400058

1. Dispatch of Notice convening the Meeting

➤ By Electronic Means:

Pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for FY 2019-20 was sent on 7th December 2020 by e-mail to 496 Shareholders who had registered their email- id's with Depositories/the Company, out of which 34 emails were bounced back and 462 mails were delivered. The Notice and Annual Report is also available on company's website: www.zodiacventures.in

➤ Newspaper Publication:

The Company had made an advertisement regarding dispatch of Notice in "Weekend Business Standard" (English Newspaper) and "Mumbai Lakshadeep" (Marathi Newspaper) on 8th December 2020 respectively.

2. Cut-off Date

The Voting rights were reckoned as on Tuesday, 22nd December 2020 being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting and Voting at the Meeting.

3. 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 Saturday, 26th December 2020 upto 5.00 p.m. on Monday, 28th December, 2020 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions, and Special Resolutions on the e-Voting platform provided by NSDL.



4. Counting Process

- i. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting facility was thereafter unblocked in presence of two witnesses who were not in the employment of the Company. I have Scrutinized and reviewed the remote e- Voting and votes tendered therein based on the data downloaded from the NSDL e-Voting system.



Name: Ms. Vrushali Shirdhankar



Name: Mr. Tejas Madhavi

- ii. Thereafter, the details of equity shareholders, who voted For or Against was extracted the list of Equity Shareholders who voted
- iii. "For" or "Against" were downloaded from the e-Voting website of National Securities Depository Limited (NSDL) (<https://www.e.voting.nsdl.com>)
- iv. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-Voting and at the Meeting on the Resolutions contained in the Notice of the AGM.
- v. My responsibility as scrutinizer for the remote e-Voting and the voting conducted through electronic voting (remote) at the meeting is restricted to make Scrutinizer's Report of the Votes cast in favour or against the Resolutions.
- vi. Based on the result made available to me, 68 Members have cast their votes through remote e-Voting and 1 Member have cast her vote during the meeting. The AGM was closed at 3.17 p.m..
- vii. The combined result of remote E-voting and e-voting during the meeting 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	29 th December 2020
Total number of shareholders on Cut - off date	804
No. of shareholders present in the meeting either in person or through proxy	Not Applicable (Meeting was held through VC/OAVM)
No. of shareholders attended the meeting in the meeting through VC/OAVM:	32
Promoters and Promoter Group:	4
Public:	28



Resolution No. 1

To receive, consider, approve and adopt the Audited (Standalone & Consolidated) Financial Statements of the company for the financial year ended March 31, 2020, together with the Report of 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	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		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
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
Total		3,72,90,000	2,88,67,889	77.41	2,88,67,889	0	100	0



Resolution No. 2

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

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	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		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
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
Total		3,72,90,000	2,88,67,889	77.41	2,88,67,889	0	100	0



Resolution No. 3

To Appoint Auditor M/s Pravin Chandak & Associates Firm Registration No. 116627W from the Conclusion of 39th Annual General Meeting until the conclusion of 44th 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	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		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
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
Total		3,72,90,000	2,88,67,889	77.41	2,88,67,889	0	100	0



SPECIAL BUSINESS

Resolution No. 4

Appointment of Mr. Sahil Deepak Visaria (DIN: 08927504) as an Independent 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	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		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
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
Total		3,72,90,000	2,88,67,889	77.41	2,88,67,889	0	100	0



SPECIAL BUSINESS

Resolution No. 5

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 (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	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		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
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
Total		3,72,90,000	2,88,67,889	77.41	2,88,67,889	0	100	0



SPECIAL BUSINESS

Resolution No. 6

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	2,39,89,640	2,39,89,640	100	2,39,89,640	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		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
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
Total		3,72,90,000	2,88,67,889	77.41	2,88,67,889	0	100	0



SPECIAL BUSINESS

Resolution No. 7

Approving the Related Party Transactions 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	2,39,89,640	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		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
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	1,33,00,360	48,78,249	36.68	48,78,249	0	100	0
Total		3,72,90,000	48,78,249	13.08	48,78,249	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, approve and adopt the Audited (Standalone & Consolidated) Financial Statements of the company for the financial year ended March 31, 2020, together with the Report of Board of Directors and Auditors thereon	Ordinary Resolution	100	0
2.	To appoint Mr. Ramesh Shah (DIN: 01580767), who retires by rotation and being eligible, offers himself for re-appointment as Director.	Ordinary Resolution	100	0
3.	To Appoint Auditor M/s Pravin Chandak & Associates Firm Registration No. 116627W from the Conclusion of 39th Annual General Meeting until the conclusion of 44th Annual General Meeting of the Company and fixing their remunerations.	Ordinary Resolution	100	0
4.	Appointment of Mr. Sahil Deepak Visaria (DIN: 08927504) as an Independent Director of the Company.	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
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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: 30th December, 2020
UDIN No: F001473B001763081




Rustom Deboo
Company Secretary