

20th December 2018

REF: 181220-01

To,

The Bombay Stock Exchange

Corporate Communication Department,

Dalal Street, Fort,

Mumbai-400001

SUB: Voting Results of the 37th 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 37th Annual General Meeting of the Company held on 19th December 2018 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 Financial Statements of the Company for the financial year ended 31st March 2018 and the Reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2018 and the report of the Auditors and addendum to the Report of Board of Directors thereon.
3. To appoint a Director in place of Mrs. Sunita Shah (DIN: 03099290), who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)
4. To declare dividend on the Equity Shares of the Company for the Financial Year 2017-18. (Ordinary Resolution)



SPECIAL BUSINESS:

5. To approve the Borrowing Power of the Board. (Special Resolution)
6. To approve reappointment of Reappointment of Mr. Aakash Parikh (DIN:02582311) as Independent Director of the Company. (Special Resolution)
7. To approve Reappointment of Dr. Anil Ghagare (DIN:03197982) as Independent Director of the Company.(Special Resolution)
8. Omnibus Approval for the Related Party Transactions to be entered by the Company with Zodiac Developers Private Limited. (Special 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	19 th December 2018		
Book Closure Date	13 th December 2018 to 19 th December 2018 (both days inclusive)		
Total No. of Shareholders on Record Date	369		
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	10	0	10
Total	15	0	15
No. of Shareholders attend the meeting through Video Conferencing	NA		

Details of Agenda:

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2018 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	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	804892	6.05	804892	0	100
Total		37290000	24794532	66.49	24794532	0	100	0



Resolution No. 2: Ordinary Resolution

To receive, consider and adopt the Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2018 and the report of the Auditors and addendum to the Report of Board of Directors thereon.

The following agenda item was deferred to adjourned Annual General Meeting sine die

This Resolution is to be read as per Explanatory Statement given under item No. 2 of the Notice of 37th Annual General Meeting dated 05th November, 2018. As per the Explanatory Statements, the consideration of Business as contained in Item No. 2 of the Notice needs to be deferred as the Finalization and Audit of Consolidated Financial Statement of Zodiac Venture Limited is pending since Zodiac Developers Private Limited, its Subsidiary Company, has filed a Petition before the Hon'ble National Company Law Tribunal, Mumbai Bench for Voluntary Revision of its Financial Statements for the Financial Year 2016-17 under Section 131 of the Companies Act, 2013 which is still pending the before the said Tribunal. Hence the Annual General Meeting of the Company for the consideration of Item No. 2 of the Notice of the Annual General Meeting shall be adjourned sine die.

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	NA
	Poll		23989640	100	23989640	0	100	NA
	Postal Ballot (not applicable)		0	0	0	0	0	NA
	Total		23989640	23989640	100	23989640	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	NA
	Poll		0	0	0	0	0	NA
	Postal Ballot (not applicable)		0	0	0	0	0	NA
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	13300360	138000	1.04	99500	38500	72.10	27.90
	Poll		22	0.0002	22	0	100	NA
	Postal Ballot (not applicable)		0	0	0	0	0	NA
	Total		13300360	138022	1.04	99522	38500	72.10
Total		37290000	24127662	64.70	24089162	38500	99.84	0.16

Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Mrs. Sunita Shah (DIN: 03099290), who retires by rotation and being eligible, offers herself 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	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		23989640	23989640	100	23989640	0	100



	Total	23989640	23989640	100	23989640	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
Public- Non Institutions	E-Voting	13300360	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	804892	6.05	804892	0	100
Total		37290000	24794532	66.49	24794532	0	100	0

Resolution No. 4: Ordinary Resolution

To declare dividend on the Equity Shares of the Company for the Financial Year 2017-18. (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	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	804892	6.05	804892	0	100
Total		37290000	24794532	66.49	24794532	0	100	0

Resolution No. 5: Special Resolution

To approve Borrowing Power of the Board of Directors of the 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	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





ZODIAC VENTURES LTD

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	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	804892	6.05	804892	0	100
Total		37290000	24794532	66.49	24794532	0	100	0

Resolution No. 6: Special Resolution

To approve reappointment of Reappointment of Mr. Aakash Parikh (DIN: 02582311) as Independent Director of the Company.

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)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	13300360	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	804892	6.05	804892	0	100
Total		37290000	24794532	66.49	24794532	0	100	0

Resolution No. 7: Special Resolution

To approve Reappointment of Dr. Anil Ghagare (DIN: 03197982) as Independent Director of the Company.

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		23989640	100	23989640	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		23989640	23989640	100	23989640	0	100



	Total	23989640	23989640	100	23989640	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
Public- Non Institutions	E-Voting	13300360	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		13300360	804892	6.05	804892	0	100
Total		37290000	24794532	66.49	24794532	0	100	0

Resolution No. 8: Special 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	23989640	0	0	Promoters being interested in the Resolution, their voting in favour of the Resolution has not been considered			
	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	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	
	Total		13300360	804892	6.05	804892	0	100
Total		37290000	24794532	66.49	804892	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 Rules 20(4)(xii) & 21(2) of the Companies (Management and Administration) Rules, 2014]

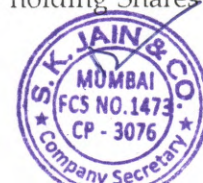
To,
The Chairman,

NAME OF THE COMPANY	ZODIAC VENTURES LIMITED
MEETING	37 th Annual General Meeting
DATE & TIME	Wednesday, 19 th December, 2018 at 03:00 P.M.
VENUE	404, DEV PLAZA, 68, S.V. ROAD, ANDHERI (WEST) MUMBAI MH 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 37th Annual General Meeting of the Equity Shareholders of the Company held on Wednesday, 19th December, 2018 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) to all the Members of the Company holding Shares in Physical/Demat Form.



3. Cut-off Date

The Voting rights were reckoned as on **Wednesday, 12th December, 2018** 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 Sunday, 16th December, 2018 upto 5.00 p.m. on Tuesday, 18th December, 2018 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

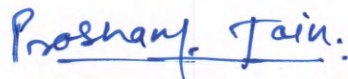
i. After the time fixed for closing of the poll by the Chairman ballot box kept for polling was locked in my presence with due identification mark placed by me.

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.

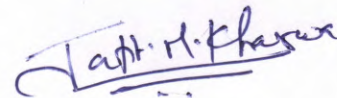
iii. 15 members were present in person. On opening ballot box 15 Ballot Forms duly signed by the Members present in person were found. All 15 Ballot Forms were found valid.

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: Mr. Prashant Kumar Jain



Name: Mr. Jatin 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	19 th September, 2018
Total number of shareholders on Cut - off date	369
No. of Shareholders present in the meeting either in person or through proxy:	15
Promoters and Promoter Group:	
In Person -	5
In Proxy -	0
Public:	
In Person -	10
In Proxy -	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	N.A.
Public	N.A.



Resolution No. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2018 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	2,39,89,640	0	0	0	0	0	0
	Poll		2,39,89,640	100.00	2,39,89,640	0	100.00	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		2,39,89,640	2,39,89,640	100.00	2,39,89,640	0	100.00
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	1,33,00,360	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		1,33,00,360	804892	6.05	804892	0	100
Total		3,72,90,000	2,47,94,532	66.49	2,47,94,532	0	100	0



Resolution No. 2

To receive, consider and adopt the Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2018 and the report of the Auditors and addendum to the Report of Board of Directors thereon.

This Resolution is to be read as per Explanatory Statement given under item No. 2 of the Notice of 37th Annual General Meeting dated 05th November, 2018. As per the Explanatory Statements, the consideration of Business as contained in Item No. 2 of the Notice needs to be deferred as the Finalization and Audit of Consolidated Financial Statement of Zodiac Venture Limited is pending since Zodiac Developers Private Limited, its Subsidiary Company, has filed a Petition before the Hon'ble National Company Law Tribunal, Mumbai Bench for Voluntary Revision of its Financial Statements for the Financial Year 2016-17 under Section 131 of the Companies Act, 2013 which is still pending the before the said Tribunal. Hence the Annual General Meeting of the Company for the consideration of Item No. 2 of the Notice of the Annual General Meeting shall be adjourned sine die.

The Voting in favour/against the adjournment of Annual General Meeting Sine Die is as under;

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	0	0	0	0	0	0
	Poll		2,39,89,640	100.00	2,39,89,640	0	100.00	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		2,39,89,640	2,39,89,640	100.00	2,39,89,640	0	100.00
	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0

Public-Institutions	Postal Ballot (not applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	1,33,00,360	1,38,000	1.04	99,500	38,500	72.10	27.90
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		1,33,00,360	1,38,022	1.04	99,522	38,500	72.10
Total		3,72,90,000	2,41,27,662	64.70	2,40,89,162	38,500	99.84	0.16



Resolution No. 3

To appoint a Director in place of Mrs. Sunita Shah (DIN: 03099290) who retires by rotation and being eligible, offers herself 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	2,39,89,640	0	0	0	0	0	0
	Poll		2,39,89,640	100.00	2,39,89,640	0	100.00	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		2,39,89,640	2,39,89,640	100.00	2,39,89,640	0	100.00
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	1,33,00,360	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		1,33,00,360	804892	6.05	804892	0	100
Total		3,72,90,000	2,47,94,532	66.49	2,47,94,532	0	100	0



Resolution No. 4

To declare Dividend on the Equity Shares of the Company for the Financial Year 2017-18.

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	0	0	0	0	0	0
	Poll		2,39,89,640	100.00	2,39,89,640	0	100.00	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		2,39,89,640	2,39,89,640	100.00	2,39,89,640	0	100.00
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	1,33,00,360	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		1,33,00,360	804892	6.05	804892	0	100
Total		3,72,90,000	2,47,94,532	66.49	2,47,94,532	0	100	0



Resolution No. 5

To approve the Borrowing power of the Board under Section 180(1)(c) of the Companies Act, 2013.

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	0	0	0	0	0	0
	Poll		2,39,89,640	100.00	2,39,89,640	0	100.00	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		2,39,89,640	2,39,89,640	100.00	2,39,89,640	0	100.00
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	1,33,00,360	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		1,33,00,360	804892	6.05	804892	0	100
Total		3,72,90,000	2,47,94,532	66.49	2,47,94,532	0	100	0



Resolution No. 6

To reappoint Mr. Aakash Parikh (DIN:02582311) as Independent Director of the 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	0	0	0	0	0	0
	Poll		2,39,89,640	100.00	2,39,89,640	0	100.00	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		2,39,89,640	2,39,89,640	100.00	2,39,89,640	0	100.00
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	1,33,00,360	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		1,33,00,360	804892	6.05	804892	0	100
Total		3,72,90,000	2,47,94,532	66.49	2,47,94,532	0	100	0



Resolution No. 7

To reappoint Dr. Anil Ghagare (DIN:03197982) as Independent Director of the 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 (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)			
Promoter and Promoter Group	E-Voting	2,39,89,640	0	0	0	0	0	0
	Poll		2,39,89,640	100.00	2,39,89,640	0	100.00	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		2,39,89,640	2,39,89,640	100.00	2,39,89,640	0	100.00
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	1,33,00,360	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		1,33,00,360	804892	6.05	804892	0	100
Total		3,72,90,000	2,47,94,532	66.49	2,47,94,532	0	100	0



Resolution No. 8

To take Omnibus Approval for the Related Party Transactions with Zodiac Developers Private Limited.

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	2,39,89,640	0	0	Promoters being interested in the Resolution, their voting in favour of the Resolution has not been considered			
	Poll		2,39,89,640	100.00				
	Postal Ballot (not applicable)		0	0				
	Total	2,39,89,640	2,39,89,640	100.00				
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	1,33,00,360	804870	6.0515	804870	0	100	0
	Poll		22	0.0002	22	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		1,33,00,360	804892	6.05	804892	0	100
Total		3,72,90,000	2,47,94,532	66.49	804892	0	100	0



RESULT SUMMARY

Sr. No.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2018 and the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	100	0
2.	To receive, consider and adopt the Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2018 and the report of the Auditors and addendum to the Report of Board of Directors thereon.	Ordinary Resolution	Meeting adjourned sine die 99.84	Meeting adjourned sine die 0.16
3.	To appoint a Director in place of Mrs. Sunita Shah (DIN: 03099290) who retires by rotation and being eligible, offers herself for reappointment.	Ordinary Resolution	100	0
4.	To declare Dividend on the Equity Shares of the Company for the Financial Year 2017-18.	Ordinary Resolution	100	0
5.	To approve the Borrowing power of the Board under Section 180(1)(c) of the Companies Act, 2013.	Special Resolution	100	0
6.	To reappoint Mr. Aakash Parikh (DIN:02582311) as Independent Director of the Company.	Special Resolution	100	0
7.	To reappoint Dr. Anil Ghagare (DIN:03197982) as Independent Director of the Company.	Special Resolution	100	0
8.	To take Omnibus Approval for the Related Party Transactions with Zodiac Developers Private Limited.	Special 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,

S.K. Jain



Dr. S.K. Jain
Practicing Company Secretary
Place: Mumbai
Date: 20/12/2018