

30th March 2019

REF: 190330-02

To,

The Bombay Stock Exchange

Corporate Communication Department,

Dalal Street, Fort,

Mumbai-400001



SUB: Disclosure pertaining to 37th Adjoined Annual General Meeting of the Company, inter-alia, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

REF: Scrip Code: 503641 CIN: L45209MH1981PLC023923

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclose herewith the summary of proceedings of the 37th Adjoined Annual General Meeting of the Company held on 30th March 2019, at 3:00 P.M. at 404, Dev Plaza, 68, S. V. Road, Andheri (W), Mumbai – 400058.

Kindly take the same on record.

Thanking You,

Sincerely,

For Zodiac Ventures Limited

A handwritten signature in black ink, appearing to be 'Avinash Agarwal', is written over a light grey background.

Avinash Agarwal

Company Secretary

PROCEEDINGS OF 37th ADJOURNED ANNUAL GENERAL MEETING OF ZODIAC VENTURES LIMITED HELD AT 404, DEV PLAZA, 68, S.V. ROAD ON SATURDAY 30TH MARCH 2019 AT 3:00 P.M. TO TRANSACT THE FOLLOWING BUSINESS:

1. The Meeting commenced at 3:00 P.M.
2. Mr. Ramesh Shah (DIN: 01580767), Chairman and Whole Time Director, chaired the proceedings of the Meeting.
3. The Chairman welcomed the Members present in the meeting and declared the Meeting in order as the requisite quorum was present.
4. The Chairman informed the members that the company had provided remote e-voting facility to its members for all the items of business as set out in the notice.
5. The Chairman informed that remote e-voting commenced at 9:00 A.M. on 27th March 2019 and concluded at 5:00 P.M. on 29th March 2019.

6. **Notice of Meeting**

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

7. **Announcement of Proxies**

The Chairman announced that no proxy forms were received.

8. **Auditors' Report**

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

9. Thereafter, the following items of business as set out in the notice convening the 37th Adjourned Annual General Meeting of the Company required to be passed were recommended for approval of the members of the company.

Ordinary Business

- ii. Consideration and Adoption of 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.
10. The aforesaid resolution was passed by the members of the company with requisite majority.
11. Thereafter the Chairman requested the scrutinizer Dr. S. K. Jain, Practicing Company Secretary, to conduct the voting through poll. Dr. S. K. Jain showed the empty ballot box and thereafter locked and sealed the ballot box in presence of the Shareholders. He also explained that those members who have cast their votes through remote e-voting should not vote through Poll. Thereafter ballot forms were circulated to the members present in the meeting and requested Shareholders to cast their votes by putting the ballot forms after exercising their votes in the ballot box. The Shareholders then exercised their votes. The Scrutinizer took the ballot box in his custody and possession.
13. The Meeting concluded at 4:00 P.M with vote of thanks proposed by the Chairman.

For Zodiac Ventures Limited



Avinash Agarwal

Company Secretary