

**NOTICE**

**NOTICE** is hereby given that the **Twenty Second Annual General Meeting** of the members of **Zodiac Energy Private Limited** will be held at the registered office of the company on **Friday 23<sup>rd</sup> September, 2014** at **11.00 A.M.** to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Statement of Accounts for the financial year ended 31<sup>st</sup> March 2014 and the Reports of the Directors and Auditors thereon.
2. To declared a dividend for the financial year ending on 31.03.2014
3. To appoint an Auditor to hold office from the conclusion of this annual General meeting till the conclusion of the next annual general meeting and to fix their remuneration.

**SPECIAL BUSINESS:**

4. To consider and if thought fit, to pass with or without modification (s), the following resolution as an ordinary resolution:

**"Resolved that M/s. N.V. Kathiria & Associates, Company Secretaries be and are hereby re-appointed for obtaining them the compliance Certificate pursuant to the provisions under section 383A (1) of the Companies Act, 1956 (the act) and those under the Companies (Compliance Certificate) Rules, 2001 for the financial year ending on 31<sup>st</sup> March, 2014 and the appointee shall hold the office from the conclusion of the annual General Meeting till the conclusion of the next Annual General Meeting."**

To transact any other business the chairman may place that before the meeting.

*By the order of the board of Directors*



**Ahmedabad, September 1, 2014**

**Director**

**NOTE:** A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT A MEMBER OF THE COMPANY.

**Office** :A-1204,Siddhi Vinayak Towers,B/h DCP office.Near Kataria Auto,  
Makarba,S.G.Hig'way,Ahmedabad-380 051,Gujrat,Ind'a  
Phone: +91-79 29704116,+91-9879106443

**Works** :Plot No 67 ,Road No.06, Kachwada G.I.D.C, Kathwada,Ahmedabad-382430  
**E-Mail** : info@zodiacenergy.com,Web:www.zodiacenergy.com



DIRECTOR'S REPORT

To,  
The Shareholders

Your Directors take pleasure in presenting their **Twenty Second Annual Report** together with Audited Accounts for the financial year ended **31st March 2014** and trust that the same will meet your approval.

1. **Financial Results & Working:**

Your Company has made profit during the year. The financial result of the company is as follow:

	Amount in ₹	
	Year ended 31.03.14	Year ended 31.03.13
Total Revenue	9,61,85,012	8,85,61,398
Profit / (Loss) before Depreciation & Taxation	19,61,504	22,82,437
Less: Depreciation provided for the year	<u>4,39,158</u>	<u>3,14,585</u>
Profit / (Loss) before Taxation	15,22,346	19,67,852
Less: Provision for Tax	3,25,908	4,60,740
Deferred Tax	<u>1,44,498</u>	-----
Profit/(Loss) after tax	10,51,940	15,07,112
Add: Balance of Profit & Loss B/F.	<u>26,90,753</u>	<u>14,42,013</u>
Profit available for appropriation	<u>37,42,693</u>	<u>29,49,125</u>
<b>Appropriation</b>		
Proposed Dividend	2,20,840	2,20,840
Dividend Tax	<u>37,532</u>	<u>37,532</u>
	<u>2,58,372</u>	<u>2,58,372</u>
<b>Profit carried to Balance Sheet</b>	<u>34,84,321</u>	<u>26,90,753</u>

2. **Dividend:**

Your directors has recommended dividend of ₹ 0.25 per share, total dividend amounting to ₹ 2,20,840/= on 883,360 fully paid up shares

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3. **Deposits:**

During the year the company has not accepted any deposit from public.

4. **Auditors:**

You are requested to re-appoint retiring Auditors **Kamlesh K. Jain, Chartered Accountants, Ahmedabad** to hold office from the conclusion of this Annual General Meeting upto the end of the next Annual General Meeting and to fix their remuneration.

5. **Compliance Certificate U/S. 383A (1):**

Your company has obtained compliance certificate pursuant to the provisions under section 383A(1) of the Companies Act, 1956 and the rules under the companies (Compliance Certificate) Rules,2001 is attached herewith.

6. **Company Secretary:**

M/s N.V. Kathiria & Associates, Companies Secretaries whose term expires at the ensuing Annual General Meeting but being eligible for reappointment for obtaining them the compliance certificate pursuant to the provisions under section 383A(1).

You are requested to appoint company secretary who is in full time practice for obtaining the compliance certificate pursuant to the provisions under section 383 A(1) for the current financial year.

7. **Director's Responsibility Statement:**

Pursuant to the requirements under Section 217(2A) of the Companies Act, 1956 with respect to Directors' Responsibility Statement, it is hereby confirmed:

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- (i) That in the preparation of the accounts for the financial year ended 31<sup>st</sup> March, 2014 the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review;
- (iii) That the Director's have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) That the Directors have prepared the accounts for the financial year ended 31<sup>st</sup> March 2014 on a 'going concern' basis.

8. **Particulars of Employee:**

None of the employees was in the receipt of remuneration more than ₹5,00,000/- per month or ₹ 60,00,000/- per annum.

9. During the year the company have started developing Solar Parabolic Trough based Solar Steam Generation System to tap abundant solar energy available to India throughout the year. The Company plant to make substantial investment in R & D in coming years to develop the System which has great potential in time to time.

10. **Foreign Exchange Earning & Outgo:** Earning: ₹ NIL Outgo: ₹ NIL

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11. **Acknowledgement:**

Your Directors wish to place on record their sincere appreciation for the wholehearted co-operation and support extended by its Shareholders, Bankers and employees.

On behalf of the board  
For, Zodiac Energy Private Limited



Ahmedabad, September 1, 2014

Director

