



# Vasudhagama Enterprises Limited

(Formerly Known as Ozone World Limited)

CIN: L65910GJ1989PLC012835

Registered Office: G-04, Newyork Corner Building Behind Kiran Motors,  
SG Highway Bodakdev Ahmedabad GJ 380054

Corporate Office: Shop No 5 Vandana Bldg, Subash Lane, Near  
VaishnoDeviMandir Daft, Malad East, Mumbai - 400097

Email: [vasudhagamaenterprises@gmail.com](mailto:vasudhagamaenterprises@gmail.com) | Website: [www.vasudhagama.com](http://www.vasudhagama.com) | Contact: +91 8149030844

May 06, 2024

## BSE Limited

P J Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.  
Dear Sir/Madam,

**Scrip Code: 539291**

**Subject: Outcome of Board Meeting**

In accordance with the provisions of Regulation 30 and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors (the Board) of the Company at its Meeting held today i.e. 06<sup>th</sup> May, 2024, has inter alia, considered and approved:

1. Took note of resignation of Mr. Nimesh Umesh Oza, Chief Financial Officer (CFO) of the Company w.e.f. 22<sup>nd</sup> April, 2024.
2. Approved the acquisition up to 1,79,64,700 i.e. 86.24 % equity shareholding of M/s. Zecrom Enterprises Private Limited ("ZEPL") for a total purchase consideration of Rs. 70,06,23,300/- (Rupees Seventy Crore Six Lakh Twenty Three Thousand and Three Hundred Only) at a price of Rs. 39/- (Rupees Thirty-Nine. Only) per equity share by issuance and allotment of up to 2,69,47,050 fully paid-up equity shares of the Company having face value of Rs. 10/- (Rupee Ten Only) each at a price of Rs. 26/- (Rupees Twenty Six Only) per equity share (including a premium of Rs. 16/- per share) determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), for a consideration other than cash (share swap) (for discharge of entire purchase consideration) to the shareholders of ("ZEPL"). Pursuant to this acquisition ("ZEPL") will become the subsidiary of Vasudhagama Enterprises Limited. The details as required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Circular, is enclosed herewith as Annexure-A.
3. Approved offer, Issue and Allot 2,69,47,050 Equity Shares of face value Rs. 10/- at a price of Rs. 26/- (Rupees Twenty Six only) per share (including premium of Rs. 16/- per share) total aggregating amount of Rs. 70,06,23,300/- (Rupees Seventy Crore Six Lakh Twenty Three Thousand and Three Hundred Only) on Preferential Basis for consideration other than cash (share swap) to the shareholders of "ZEPL". The details as required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Circular, is enclosed herewith as Annexure-B
4. Took on records the Valuation Report of Equity shares, Certificate issued by Practicing Chartered Accountant/Practicing Company Secretary in this regard;
5. Appointed Mr. Brajesh Gupta, Practicing Company Secretary (Membership No. ACS - 33070), proprietor of M/s. Brajesh Gupta & Co. as Scrutinizer for conducting e-voting and poll process for the Extra Ordinary General Meeting of the Company.
6. Approved the Notice of Extra Ordinary General Meeting (EOGM) of the Company.
7. Authorized to Managing Director, Executive Director or Company Secretary of the Company to be responsible for conducting EOGM and the entire e-voting and poll process.



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8. Authorized to Managing Director and/or Executive Director and/or KMPs of the Company to make necessary application for In-principle application for Preferential allotment, and also authorised to Sign and submit the documentations on behalf of the company.

The meeting was started at 7.30 p.m. and concluded at 8.45 p.m

Kindly take the same on the record.

Thanking you,

Yours faithfully,

**For Vasudhagama Enterprises Limited**

**Sejal Sanjiv Shah**  
**Director**  
**DIN: 09591841**



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## Annexure -A

Sr.No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	<b>Zecrom Enterprises Private Limited ("ZEPL")</b>  CIN- U74999MH2011PTC224908 Authorised Capital (As on date):Rs. 21,00,00,000 Paid-up Capital (As on date) : Rs. 20,83,02,000
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms-length".	The acquisition of shares of Zecrom Enterprises Private Limited ("ZEPL") by the Company does not fall under related party transactions with Company/group companies
3.	Industry to which the entity being Acquired belongs.	business of advertising and marketing support services
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the mainline Of business of the listed entity).	Entering into new business segment for diversification of business, this acquisition will help to diversify its business and benefit with the already existing established business.
5.	Brief details of any governmental or regulatory approvals required For the acquisition.	No governmental or regulatory approvals required for the acquisition.
6.	Indicative time period for completion of the acquisition.	The Acquisition will be completed within a period of 15 (fifteen) days from the later of: (i) date of the approval of special resolution for preferential issue of equity shares; or (ii) receipt of date of the approval/ permission required for allotment under the preferential issue from any regulatory authority or the Central Government (including but not limited to the in-principle approval of the stock exchanges)for issuance of the equity shares to the proposed allottees.



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7.	Nature of consideration-whether cash consideration or shareswap And details of the same.	Issue of shares for consideration other than cash (Share Swap)
8.	Cost of acquisition or the price at which the shares are acquired.	The Company will issue and allot 2,69,47,050 fully paid-up equity shares having face value of Rs. 10/- (Rupee Ten Only) each at a price of Rs 26/- (Rupees Twenty Six Only.) per share (including premium of Rs. 16/- per share) which is the price determined in accordance with chapter V of the SEBI ICDR Regulations per equity share for consideration other than cash (share swap), being discharge of total purchase consideration of Rs. 70,06,23,300/- (Rupees Seventy Crore Six Lakh Twenty Three Thousand and Three Hundred Only) for the acquisition of up to 1,79,64,700 Equity shares of ZEPL at a price of Rs. 39/- (Rupees Thirty-Nine Only) per equity Share from ZEPL'S shareholders.
9.	Percentage of shareholding / control acquired and / or number of shares acquired.	86.24% of the shareholding in ZEPL thus making it the subsidiary of the Company.



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## Annexure-"B"

Sr.No.	Particulars	Issue of Equity Shares of the Company for Consideration Other than Cash (Share Swap)
1.	Type of Securities proposed to be issued (viz. Equity Shares, Convertibles etc.)	Equity Shares of face value Re.10/-per share.
2.	Type of Issuance (further public Preferential Allotment offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Allotment
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up 2,69,47,050 Equity Shares of face value Re. 10/- per share.
4.	Issue Price	Issue at price of Rs. 26./- (including premium of Rs. 16./-) as determined under Chapter V of SEBI ICDR Regulations.
5.	Names of the Investors	1. Sagar Rajkumar Rajbhar 2. Sandip Suresh Khopade 3. sanjay Saha 4. Aarnah Capital Advisors Private Limited 5. Zylo Enterprises Private Limited 6. Thirdspace International Private Limited 7. Rich Pockets Online Services Limited 8. Espeon Consulting Private Limited 9. COPO Holdings Private Limited 10. MNDM Business Point Private Limited 11. Aventez Media & Technologies Limited 12. Evokenexa Advertising Private Limited 13. Innovatus entertainment networks Limited 14. Miniboss Consultancy
6.	Tenure/Conversion	Not Applicable