OFFER OPENING PUBLIC ANNOUNCEMENT
ZODIAC VENTURES LIMITED ("ZVL" or "Target Company")

a company incorporated under the Companies Act, 1956 having its registered office at
404, Dev Plaza, 68, S. V Road, Andheri (W), Mumbai – 400 058, India,
Tel no: 022-42233333, Fax no: 022-42233300, Email: info@zodiacventures.in

This Advertisement is being issued by Intensive Fiscal Services Pvt. Ltd. (hereinafter referred to as "Manager to the Offer") on behalf of Ramesh V. Shah and Jimit R. Shah (hereinafter collectively referred to as Acquirers) along with Pushpa R. Shah, Yesha R. Shah and Sunita J. Shah (hereinafter referred to as Persons Acting in Concert/PACs") pursuant to Regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and as subsequent amendments thereof (hereinafter referred to as "SEBI (SAST) Regulations, 2011" or "Regulations") in respect of the open offer to acquire up to 6,32,500 fully paid up equity shares of Zodiac Ventures Limited constituting 16.96% of the total paid up equity share capital/voting rights of the Target Company. The Detailed Public Statement (DPS) with respect to the aforementioned offer was made on March 01, 2013 in Mumbai Lakshadeep (Marathi-Mumbai Edition) and in The Financial Express (English-All Editions) & Jansatta (Hindi-All Editions) on March 02, 2013.

1. The offer is being made at a price of Rs. 30/- (Rupees Thirty Only) per fully paid up equity share of Rs. 10/- each payable in cash.
2. Committee of Independent Directors (hereinafter referred to as "IDC") of the Target Company recommends acceptance of the open offer. Offer Price of Rs 30/- per fully paid up equity shares is fair and reasonable based on the following reasons:
   a. The equity shares of the Target Company are not frequently traded shares within the meaning of explanation provided in Regulation 2(j) of SEBI (SAST) Regulations, 2011;
   b. Looking to the past trend, it is being observed that trading by general public is limited which restraints exit to investor to the Market. This Open offer will provide an exit opportunity to the existing investors/ shareholders.
   c. As per Provisional Financials available for nine months ended December 31, 2012, the provisional earnings per share of the company is mere Rs. 5.27/- per share. The Book value per share is also less than Open offer price i.e. Rs. 27.46/- per equity share.

   The recommendation of IDC was published on June 13, 2013 in the same newspapers where Detailed Public Statement was published.
3. There has been no Competitive bid to this offer.
4. The Letter of offer had been sent to all the shareholders of the Target Company on June 11, 2013.
5. Please note that a copy of the Letter of Offer (including Form of Acceptance cum acknowledgement) will also be available on SEBI's website (http://www.sebi.gov.in) during the offer period and shareholders can also apply by downloading such forms from the website. Further, in case of non-receipt/non-availability of the form of acceptance, the application can be made on plain paper along with the following details:
   a. In case of physical shares: Name(s) & Address(es) of the First Holder or Joint Holder(s) if any, Number of Shares held, Number of Shares offered, Distinctive Numbers, Folio Number, Original share Certificate(s), Valid share transfer form(s). In case of unregistered shareholders, along with the above document, Broker contract note would also be required & details of the Acquirer and PACs to be kept blank, failing which; the same will be invalid under the Offer.
   b. In Case of Dematerialized Shares: Name, Address, Number of Equity shares held, Number of Equity shares tendered, DP Name, DP ID, Beneficiary Account no. and a photocopy or counterfoil of the delivery instructions in "Off-Market" mode duly acknowledged by the DP in favour of Special Depository Account:

   A special depository account has been opened, details thereof are as under:

Depository Name	National Securities Depository Limited (NSDL)
DP Name	Nirmal Bang Sec. Pvt. Ltd
Account Name	ZVL OPEN OFFER ESCROW ACCOUNT OPERATED BY SHAREX
DP ID Number	IN301604
Beneficiary Account Number	11240536

   Shareholders having their beneficiary account with Central Depository Services (India) Limited (CDSL) have to use Inter depository delivery instruction slip for the purpose of crediting their shares in favour of the Special Depository Account with NSDL.
6. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, 2011, the Draft Letter of Offer was submitted to SEBI on March 08, 2013. The final observation was issued in terms of Regulation 16(4) of the SEBI (SAST) Regulations from SEBI vide its letter No. CFD/DCR/OW/12295/2013 dated May 23, 2013 which was received to us on May 31, 2013.
7. There have been no material changes from the date of the PA.
8. Schedule of Activities

Activity	Date	Day
Date of Public Announcement	February 22, 2013	Friday
Date of Detailed Public Statement*	March 01, 2013	Friday
Identified Date	June 04, 2013	Tuesday
Last date for a Competitive Bid	March 22, 2013	Friday
Date on which Letter of Offer was dispatched to the Shareholders	June 11, 2013	Tuesday
Date of opening of the Tendering Period	June 18, 2013	Tuesday
Date of closing of the Tendering Period	July 01, 2013	Monday
Date by which the acceptance/ rejection would be intimated and the corresponding payment for the acquired shares and/or share certificate for the rejected shares will be dispatched	July 15, 2013	Monday
Date by which the underlying transaction which triggered open offer will be completed	Equity shares have already been allotted pursuant to preferential issue.	

* DPS was released in Mumbai Lakshadeep on March 01, 2013 and in The Financial Express and Jansatta on March 02, 2013

Issued by Manager to the Offer on behalf of the Acquirers and Persons Acting in Concert:

INTENSIVE FISCAL SERVICES PRIVATE LIMITED
Contact Person: **Rishabh Jain/Nikesh Jain**
914, Raheja Chambers, Nariman Point, Mumbai - 400 021.
Tel.: 022-22870443/44/45; Fax: 022 -22870446; E-mail: rishabh@intensivefiscal.com

Place: Mumbai
Date: June 15, 2013

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