



# ZODIAC JRD-MKJ LIMITED

DIAMONDS • JEWELLERY • PRECIOUS & SEMI PRECIOUS STONES

506-513, Vardhaman Chambers, 17/G, Cawasji Patel Street, Fort, Mumbai 400001 Maharashtra India  
Tel: +91-22-2283-1050 / 51 • Email: [info@zodiacjrdmkjlttd.co.in](mailto:info@zodiacjrdmkjlttd.co.in) or [secretarial@zodiacjrdmkjlttd.co.in](mailto:secretarial@zodiacjrdmkjlttd.co.in)  
CIN: L65910MH1987PLC042107 • Website: [www.zodiacjrdmkjlttd.co.in](http://www.zodiacjrdmkjlttd.co.in) • GSTIN: 27AAACZ0459K1Z1

**Date: 18<sup>th</sup> December, 2025**

**To,  
BSE Limited,  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400001.  
Scrip Code: 512587**

**Sub: Regulation 30 read with Part A of the Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").**

Dear Sir/ Madam,

We hereby wish to inform that the Shareholders of the Company in the Extra-Ordinary General Meeting held on 18<sup>th</sup> December, 2025 have approved:

1. Appointment of Mr. Ajay Beniprasad Jajodia as a Non-Executive Independent Director of the Company with effect from 07<sup>th</sup> October, 2025.

The details with respect to appointment of Mr. Ajay Beniprasad Jajodia under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is annexed herewith as Annexure A.

2. Appointment of Mr. Girish L. Shethia, Chartered Accountant as a Statutory Auditor of the Company to fill the casual vacancy arising due to resignation of previous Statutory Auditor, M/s. H. G. Sarvaiya & Co., Chartered Accountants, for the Financial Year 2025-26.

The details with respect to appointment of Mr. Girish L. Shethia, Chartered Accountant as a Statutory Auditor under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is annexed herewith as Annexure B.

3. Alteration of Articles of Association of the Company to include provisions for the issuance of shares under the Employee Stock Option Plan.

The details with respect to alteration and Articles of Association under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is annexed herewith as Annexure C.



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Thanking you,  
Yours Faithfully,

**For Zodiac-JRD-MKJ Ltd**

**Mahesh Ratilal Shah**  
**Managing Director**  
**DIN: 00217516**



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## Annexure-A

The details required under Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 for appointment of Director are as under:

Sr. No.	Particulars	Details
1.	Name	Mr. Ajay Beniprasad Jajodia
2.	Brief Profile (in case of Appointment)	<p>Mr. Ajay Jajodia is an experienced professional with over 30 years in the steel and IT industries. He is currently an Independent Director at Gini Silk Mills Limited and Proprietor of Ananya Mercantile Services, a sister concern of Jay Kay Steel Corporation.</p> <p>An alumnus of IIM Ahmedabad and Mumbai University, Mr. Jajodia has extensive expertise in business development, key account management, and strategic partnerships. He brings strong entrepreneurial and analytical skills to his professional engagements.</p>
3.	Reason of Change	Regularization at Extra Ordinary General Meeting
4.	Date of Appointment/ Terms of Appointment	<p>07<sup>th</sup> October, 2025</p> <p>Appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation.</p>
5.	Disclosure of Relationship between Directors (in case of Appointment)	NA



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## Annexure-B

The details required under Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 for appointment of Auditor are as under:

Sr. No.	Particulars	Details
1.	Name	Mr. Girish L. Shethia
2.	Brief Profile (in case of Appointment)	<p>CA Girish L. Shethia is a seasoned Chartered Accountant with over 35 years of professional experience in audit, taxation, and financial advisory services. He has extensively handled statutory audits, including for IND AS-compliant and listed entities, with a strong focus on accuracy, regulatory compliance, and transparent financial reporting.</p> <p>He also specializes in internal audits, helping organizations strengthen internal controls, enhance operational efficiency, and improve governance frameworks. His expertise extends to direct and indirect tax compliance, including GST advisory and litigation support.</p> <p>In addition, he has significant experience in RERA compliance and tax litigation, providing end-to-end advisory, representation, and compliance solutions.</p>
3.	Reason of Change	Appointment to fill the Casual Vacancy
4.	Date of Appointment/ Terms of Appointment	On the recommendation of Audit Committee, the Board of Directors in its meeting held on 20 <sup>th</sup> November, 2025 has appointed Mr. Girish L. Shethia as Statutory Auditor of the Company for the Financial Year 2025-26 with effect from 20 <sup>th</sup> November, 2025.
5.	Disclosure of Relationship between Directors (in case of Appointment)	NA



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## Annexure-C

The details required under Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 for Alteration of AoA are as under:

### Amendment in Articles of Association ("AOA") of Company:

Clause No.	Existing Clause	Proposed Clause
66A	--	<p>The Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any committee constituted or to be constituted by the Board, including the Nomination and Remuneration Committee), shall be empowered to:</p> <p>a) formulate, approve, vary, amend, modify, suspend or terminate the ESOP Scheme(s), if any from time to time;</p> <p>b) determine the eligibility criteria, terms and conditions, mode of grant, vesting, exercise price, duration, and other parameters under the Scheme;</p> <p>c) implement the Scheme through such mode or structure as may be permissible, including by way of direct allotment of shares, or through trust route, or through secondary acquisition, or any other manner as may be allowed under applicable laws;</p> <p>d) issue shares or grant options, from time to time, under the Scheme, and take all necessary actions in connection therewith, including the issuance of equity shares pursuant to the exercise of such options.</p> <p>The Board shall have full authority to do</p>



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		all such acts, deeds, matters and things as may be required to give effect to the Scheme, and to ensure compliance with applicable laws and regulations in connection with such issuance or implementation of the Scheme, and shall not require any further approval of the shareholders unless otherwise specifically required by the Companies Act, 2013 or any other applicable laws
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