

# ZODIAC

17<sup>th</sup> April 2019

National Stock Exchange of India Ltd.,  
Exchange Plaza,  
5th Floor, Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra East  
Mumbai - 400051

BSE Limited,  
Corporate Relationship Department,  
First Floor, New Trading Ring,  
Rotunda Building, P.J. Tower,  
Dalal Street,  
Mumbai - 400001

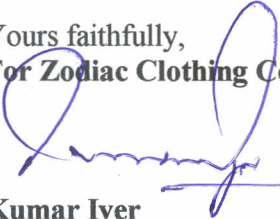
Dear Sirs,

Sub: **Compliance Certificate under Clause 40(10) of the Listing Agreement**

In terms of Regulation 40(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, enclosed please find the Compliance Certificate dated 17<sup>th</sup> April 2019 issued by R & A Associates, Practicing Company Secretary, for the half year ended 31<sup>st</sup> March 2019.

Kindly acknowledge receipt.

Yours faithfully,  
For Zodiac Clothing Company Limited

  
Kumar Iyer  
Company Secretary  
Membership No.: A9600



Encl: As above

**ZODIAC CLOTHING COMPANY LTD.,**

Nyloc House, 254, D-2, Dr. Annie Besant Road, Worli, Mumbai - 400 030. India.

Tel.: +91 22 6667 7000 Fax : +91 22 6667 7279 CIN: L17100MH1984PLC033143.

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[www.zodiaconline.com](http://www.zodiaconline.com)



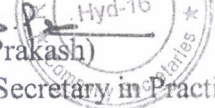
**CERTIFICATE UNDER REGULATION 40(9) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED 31ST MARCH, 2019**

We have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to Zodiac Clothing Company Limited (Company) having its registered office at Nyloc House, 254, D-2, Dr. Annie Besant Road, Worli Mumbai-400030, Maharashtra, maintained by the Registrar and Share Transfer Agent (RTA), M/s Karvy Fintech Private Limited, Share Transfer Agents (RTA) of the Company, having its Office at Karvy Selenium Tower B, Plot No 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500032 Telangana, pertaining to transfer of equity shares for the period from 1<sup>st</sup> October, 2018 to 31<sup>st</sup> March, 2019 for the purpose of issuing a Certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreement entered into by, Zodiac Clothing Company Limited with National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) and based on the information provided by the Company/RTA, we hereby certify that:

- A. the Company has delivered during half year ended on 31<sup>st</sup> March, 2019 share Certificates relating to the transfer of shares received during the period from 1<sup>st</sup> October, 2018 to 31<sup>st</sup> March, 2019 as entered in the Memorandum of Transfers within stipulated time from the date of lodgment of each deed except those rejected on technical grounds;
- B. the Company has not received any request for duplicate, split, exchange, transmission, sub-division, consolidation, renewal or endorsement of calls/allotment monies during the period from 1<sup>st</sup> October, 2018 to 31<sup>st</sup> March, 2019.

Place : Hyderabad  
Date : 17<sup>th</sup> April, 2019

For R & A Associates

  
P. S. P.  
(P. Surya Prakash)  
Company Secretary in Practice  
FCS.No.# 9072, C.P. # 11142