ZODIAC

20th March, 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 Sir/Madam,

Sub: <u>Statement of Deviation or Variation under Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</u>

Pursuant to Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below the Statement of Deviation or Variation reviewed by the Audit Committee at their meeting held on 13th February, 2019.

a. Deviation in the use of proceeds from the objects stated in the offer document or explanatory statement to the notice for the general meeting:

There is no deviation in the use of proceeds from the objects stated in the explanatory statement to the notice for the general meeting.

b. Category wise variation:

The application money raised through preferential allotment of Equity Shares and Convertible Warrants is Rs. 35 crores. As on 31st December, 2018, the Company has utilized Rs. 25 Crores. The balance amount of Rs. 10 Crores is pending for utilization.

The aforesaid balance of Rs. 10 Crores, has been temporarily invested in Liquid fund/s and shall be utilized as and when required by the Company for the objects stated in the explanatory statement to the notice for the General meeting.

Request you to kindly take the above information on record.

Mumba

Thanking you,

Yours faithfully,

For Zodiac Clothing Company Limited

Kumar lyer

Company Secretary

Membership No.: A9600

ZODIAC CLOTHING COMPANY LTD.,