

ZODIAC CLOTHING CO. LTD.

A. Y. NOORANI  
VICE CHAIRMAN & MANAGING DIRECTOR

29<sup>th</sup> March 2016

The National Stock Exchange of India Ltd  
Exchange Plaza  
5<sup>th</sup> Floor, Plot No./1, G Block  
Bandra Kurla Complex  
Bandra (East)  
Mumbai - 400 051.

Bombay Stock Exchange Ltd  
Corporate Relationship Dept.  
First Floor , P.J.Tower  
Dalal Street  
Mumbai - 400001

Dear Sirs,

**Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

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Attached please find the Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in respect of 541182 Equity Shares of Rs.10/- each of Zodiac Clothing Company Limited acquired by me, Mr. Anees Yusuf Noorani in terms of Regulation 10(1) (a) (ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 from Miraj Marketing Company LLP (a Promoter Group Entity).

Request you to kindly take the same on record.

Thanking you,

Yours faithfully,



**Mohamed Anees Noorani**

cc : Compliance Officer.  
Zodiac Clothing Company Limited  
Nyloc House, 254, D-2, Dr. A. B. Road,  
Worli, Mumbai - 400030

**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

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|--|--|--|---|
| Name of the Target Company (TC)  | Zodiac Clothing Company Limited  |  |   |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer  | <b>Mohamed Anees Noorani - Acquirer</b><br><u><b>Persons Acting in Concert(PAC)</b></u><br>Mohamed Yusuf Noorani<br>Salman Yusuf Noorani<br>Muna Noorani<br>Zehra Noorani<br>Musaed Noorani<br>Awais Anees Noorani<br>Saniyya Anees Noorani<br>Euro Global Holdings Pte. Ltd.<br>Asia Tangible Investments Pte. Ltd.<br>Kewal K Seth |  |   |
| Whether the acquirer belongs to Promoter/Promoter group  | Yes  |  |   |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed   | National Stock Exchange of India Limited<br>BSE Limited  |  |   |
| Details of the acquisition/ <del>disposal</del> as follows   | Number   | % w.r.t. total share/voting capital wherever applicable(*) | % w.r.t. total diluted share/voting capital of the TC(**) |
| Before the acquisition/ <del>disposal</del> under consideration, holding of:   |  |  |   |
| a) Shares carrying voting rights   | 24065  | 0.12%  | 0.12%   |
| b) Shares in the nature of encumbrance   | -  | -  | -   |
| c) Voting rights (VR) otherwise than by shares   | -  | -  | -   |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)               | -  | -  | -   |
| <b>e) Total (a+b+c+d)</b>  | <b>24065</b>   | <b>0.12%</b>   | <b>0.12%</b>  |
| Details of acquisition / <del>sale</del> :   |  |  |   |
| a) Shares carrying voting rights acquired/ <del>sold</del>   | 541182   | 2.77%  | 2.77%   |
| b) VRs acquired/ <del>sold</del> otherwise than by shares  | -  | -  | -   |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold | -  | -  | -   |

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|   |  |              |              |
|---|--|--------------|--------------|
| d) Shares encumbered/invoked/released by the acquirer   | -  | -            | -            |
| <b>e) Total (a+b+c+/-d)</b>   | <b>541182</b>                                    | <b>2.77%</b> | <b>2.77%</b> |
| After the acquisition / sale, holding of:   |  |              |              |
| a) Shares carrying voting rights  | 565247   | 2.90%        | 2.90%        |
| b) Shares encumbered with the acquirer  | -  | -            | -            |
| c) VRs otherwise than by shares   | -  | -            | -            |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition. | -  | -            | -            |
| <b>e) Total (a+b+c+d)</b>   | <b>565247</b>                                    | <b>2.90%</b> | <b>2.90%</b> |
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).  | Inter-se transfer                                |              |              |
| Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable.   | 28.03.2016                                       |              |              |
| Equity share capital / total voting capital of the TC before the said acquisition / sale  | Paid-up equity share capital: Rs. 19,51,99,740/- |              |              |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale  | Paid-up equity share capital: Rs. 19,51,99,740/- |              |              |
| Total diluted share/voting capital of the TC after the said acquisition/sale.   | N.A  |              |              |

(\* ) Total Share Capital/Voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the Listing Agreement and Subsequent allotment of 900 shares made on 12<sup>th</sup> February 2016.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**Signature of the acquirer(s)/Seller/Authorised Signatory:**



**Mohamed Anees Noorani**

Place: Mumbai

Date: 29<sup>th</sup> March 2016