

# ZODIAC

11<sup>th</sup> April, 2017

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

BSE Limited,  
Corporate Relationship Department,  
First Floor, New Trading Ring,  
Rotunda Building, P.J. Tower,  
Dalal Street,  
Mumbai-400 001

Dear Sirs,

Sub: **Compliance Certificate under Regulation 40(10) of the Listing Regulations**

In terms of Regulation 40(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, enclosed please find the Compliance Certificate dated 11<sup>th</sup> April 2017 issued by R & A Associates, Practicing Company Secretaries, for the half year ended 31<sup>st</sup> March 2017.

You are requested to take the same on record.

Thanking you,

Yours faithfully,  
For Zodiac Clothing Company Limited

  
Kumar Iyer  
Company Secretary



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 REGULATIONS 40(9) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE HALF YEAR ENDED 31<sup>st</sup> MARCH, 2017**

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 Computershare 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, 2016 to 31<sup>st</sup> March, 2017 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 the company has delivered during the half year ended on 31<sup>st</sup> March, 2017:

- A. has not received any request for Transfer of Shares during the half year ended 31<sup>st</sup> March, 2017;
- B. has not received any request for duplicate share certificates, split, sub-division, consolidation, renewal, exchange of Share Certificate(s), endorsement of calls/allotment monies during the half year ended 31<sup>st</sup> March, 2017.

Place: Hyderabad  
Date: April 11, 2017

For R & A Associates

(G Raghu Babu)  
Partner  
FCS. No.# 4448,C.P. # 2820

