

ZODIAC CLOTHING COMPANY LIMITED

CIN: L17100MH1984PLC033143

Regd. Office: Nyloc House, 254, D-2, Dr. Annie Besant Road, Worli, Mumbai 400 030.
Tel.: 6667 7000; Fax: 6667 7279; Website: www.zodiaconline.com;
Email id: contactus@zodiacmtc.com

NOTICE

- 1) Notice is hereby given that the 32nd Annual General Meeting (AGM) of the Company will be held at Hall of Quest, Nehru Planetarium (Basement), Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018, Maharashtra on Thursday, 11th August, 2016 at 3:00 p.m. to transact the business as set out in the Notice dated 8th July, 2016 already sent to the Members of the Company.
- 2) Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer books of the Company will remain closed from Friday, 5th August, 2016 to Thursday, 11th August, 2016 (both days inclusive) for the purpose of Annual General Meeting and payment of dividend for the financial year ended 31st March, 2016.
- 3) The physical copy of the Annual Report for 2015-16 and the notice convening the AGM along with statement pursuant to Section 102(1) of the Companies Act, 2013, has been sent to all the members through the permitted mode and has also been emailed to those members whose email IDs are registered with the respective Depository Participant(s) of the concerned Depository. The same are also available on the website of the Company at www.zodiaconline.com.
- 4) Members holding shares either in physical form or dematerialized form, as on the cut-off date i.e. 4th August, 2016, may cast their vote electronically through remote e-voting on the business as set out in the Notice of the AGM.
- 5) All the members are informed that:
 - (i) the business as set forth in the Notice of the AGM will be transacted through voting by electronic means;
 - (ii) The remote e-Voting shall commence on Sunday, 7th August, 2016 at 10:00 a.m. and shall end on Wednesday, 10th August, 2016 at 5:00 p.m.;
 - (iii) The cut-off date for determining eligibility to vote by electronic means or at the AGM is Thursday, 4th August, 2016.
 - (iv) Any person who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice of the AGM and holding shares as on the cut-off date i.e. 4th August, 2016 may obtain the login ID and password by sending a request at evoting@karvy.com. However, if a person is already registered with Karvy for e-Voting then the existing user ID and password can be used for casting the vote.
- 6) Members may note that -
 - (i) The remote e-Voting module shall be disabled by Karvy after 5:00 p.m. on 10th August, 2016 and once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently;
 - (ii) The facility for voting by use of ballot paper shall be made available at the AGM;
 - (iii) Members who have cast their vote by remote e-Voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again; and
 - (iv) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting and vote at the AGM by use of ballot.
- 7) The Notice of AGM is available on the Company's website www.zodiaconline.com and also on Karvy's website https://evoting.karvy.com
- 8) In case of any queries or issues regarding e-Voting, members may refer to the Frequently Asked Questions (FAQs) and remote e-Voting user manual available at https://evoting.karvy.com under help section or call 1800 345 4001 (Toll free) or contact Mr. P. A. Varghese, Karvy Computershare Private Limited, Unit: Zodiac Clothing Company Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli Financial District, Nanakramguda, Hyderabad 500032, Tel : 040-33215424, Email : evoting@karvy.com.

For Zodiac Clothing Company Limited

Sd/-

Kumar Iyer

Company Secretary

Membership No.: A9600

Date : 20th July, 2016
Place: Mumbai

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