

<b>General information about company</b>	
Scrip code	521163
NSE Symbol	ZODIACLOTH
MSEI Symbol	NOTLISTED
ISIN	INE206B01013
Name of the entity	ZODIAC CLOTHING COMPANY LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory								
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							Yes	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	ANEES YUSUF NOORANI	AAAPN8717F	00041686	Non-Executive - Non Independent Director	Chairperson related to Promoter		11-12-1950
2	Mr	SALMAN YUSUF NOORANI	AAAPN8714G	00068423	Executive Director	Not Applicable	MD	15-03-1963
3	Mrs	ELIZABETH JANE HULSE	ZZZZZ9999Z	07094093	Non-Executive - Independent Director	Not Applicable		20-12-1950
4	Mr	YOGENDRA PREMKRISHNA TRIVEDI	AAFPT3468G	00001879	Non-Executive - Independent Director	Not Applicable		06-01-1929
5	Mr	SUBRAMANIAM RAMACHANDRAN IYER	AAFPI7202K	00580437	Non-Executive - Independent Director	Not Applicable		28-05-1940
6	Mr	BERNHARD STEINRUECKE	AAGPE5434J	01122939	Non-Executive - Independent Director	Not Applicable		29-06-1955
7	Mr	NAUSHAD DARIUS FORBES	AAAPF9093N	00630825	Non-Executive - Independent Director	Not Applicable		13-05-1960
8	Mr	VAMAN MADHAV APTE	ADDPA2683F	00003651	Non-Executive - Independent Director	Not Applicable		04-02-1957

<b>I. Composition of Board of Directors</b>					
<b>Disqualification of Directors under section 164 of the Companies Act, 2013</b>					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active

I. Composition of Board of Directors												
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		14-06-1984	12-02-2020			1	0	1	1		
2	NA		01-03-2003	01-03-2023			1	0	1	0		
3	NA		11-02-2015	12-08-2020		106.2	1	1	0	0	Textual Information(1)	
4	Yes	05-08-2019	12-08-2014	12-08-2019		112.19	1	1	1	0		
5	Yes	05-08-2019	12-08-2014	12-08-2019		112.19	1	1	1	1		
6	NA		12-08-2014	12-08-2019		112.19	1	1	0	0		
7	NA		29-03-2018	29-03-2023		69.2	5	5	7	2		
8	NA		13-08-2019	13-08-2019		52.18	1	1	2	0		

<b>Text Block</b>	
Textual Information(1)	Dummy PAN has been entered for this Director since she is a Foreign Director and does not have a PAN card.

<b>Audit Committee Details</b>							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00580437	SUBRAMANIAM RAMACHANDRAN IYER	Non-Executive - Independent Director	Chairperson	12-08-2019		
2	00001879	YOGENDRA PREMKRISHNA TRIVEDI	Non-Executive - Independent Director	Member	12-08-2019		
3	00003651	VAMAN MADHAV APTE	Non-Executive - Independent Director	Member	13-08-2019		

<b>Nomination and remuneration committee</b>							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001879	YOGENDRA PREMKRISHNA TRIVEDI	Non-Executive - Independent Director	Chairperson	12-08-2019		
2	00580437	SUBRAMANIAM RAMACHANDRAN IYER	Non-Executive - Independent Director	Member	12-08-2019		
3	00003651	VAMAN MADHAV APTE	Non-Executive - Independent Director	Member	13-08-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00041686	ANEES YUSUF NOORANI	Non-Executive - Non Independent Director	Chairperson	12-02-2020		
2	00068423	SALMAN YUSUF NOORANI	Executive Director	Member	01-03-2003		
3	00003651	VAMAN MADHAV APTE	Non-Executive - Independent Director	Member	13-08-2019		



<b>Risk Management Committee</b>							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00580437	SUBRAMANIAM RAMACHANDRAN IYER	Non-Executive - Independent Director	Chairperson	12-08-2019		
2	00041686	ANEES YUSUF NOORANI	Non-Executive - Non Independent Director	Member	01-03-2003		
3	00068423	SALMAN YUSUF NOORANI	Executive Director	Member	01-03-2003		

<b>Corporate Social Responsibility Committee</b>							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00003651	VAMAN MADHAV APTE	Non-Executive - Independent Director	Chairperson	13-08-2019		
2	00041686	ANEES YUSUF NOORANI	Non-Executive - Non Independent Director	Member	01-03-2003		
3	00068423	SALMAN YUSUF NOORANI	Executive Director	Member	01-03-2003		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	14-08-2023				Yes	8	7	5
2		07-11-2023	84		Yes	8	6	4

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	14-08-2023				Yes	3	3	3	0
2	Audit Committee	04-10-2023	50			Yes	3	3	3	0
3	Audit Committee	07-11-2023	33			Yes	3	3	3	0
4	Audit Committee	27-12-2023	49			Yes	3	3	3	0

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	KUMAR IYER
2	Designation	Company Secretary and Compliance Officer



<b>Details of Cyber security incidence</b>	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No

<b>Signatory Details</b>	
Name of signatory	KUMAR IYER
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	15-01-2024

