29th March 2016

The National Stock Exchange of India Ltd
Exchange Plaza
5th 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 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Attached please find the Disclosure under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in respect of 2317734 Equity Shares of Rs.10/- each of Zodiac Clothing Company Limited acquired by us [(Mr. Mohamed Yusuf Noorani -1235370 Equity Shares), (Mr. Mohamed Anees Noorani-541182 Equity Shares) and (Mr. Salman Yusuf Noorani-541182 Equity Shares), Promoters] 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 Yusuf Noorani **Mohamed Anees Noorani** **Salman Yusuf Noorani**

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

Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)		ZODIAC CLOTHING COMPANY LIMITED	
2.	Name of the acquirer (s)		Mr. Mohamed Yusuf Noorani Mr. Mohamed Anees Noorani Mr. Salman Yusuf Noorani	
3.	Name of the stock exchange where shares of the TC are listed		1. NATIONAL STOCK EXCHANGE OF INDIA LIMITED 2. BSE LIMITED	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.		Acquisition of 2317734 Equity Shares from Miraj Marketing Company LLP in the following manner: Mr. Mohamed Yusuf Noorani – 1235370 Eq. Shares Mr. Mohamed Anees Noorani – 541182 Eq. Shares Mr. Salman Yusuf Noorani – 541182 Eq. Shares **Total:** 2317734 Eq. Shares Inter-se Transfer between Promoter and Promoter Group.	
5.	Relevant regulation under which the Acquirer is exempted from making open offer.		10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011.	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.		YES YES 15th March, 2016	
7.	Details of acquisition		Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a.	Name of the transferor / seller	Miraj Marketing Company LLP	Yes
	b.	Date of acquisition	28th March, 2016	Yes
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	2317734 Equity Shares	Yes
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	2317734 Equity Shares (i.e. 11.87%)	Yes
	e.	Price at which shares are proposed to be acquired/ actually acquired	Rs. 220.00/- (i.e. Market Price)	Yes

8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Acquirer				
		Mr. Mohamed Yusuf Noorani*	2660103	13.63	3895473	19.96
		Mr. Mohamed Anees Noorani **	24065	0.12	565247	2.90
		Mr. Salman Yusuf Noorani	13334	0.07	554516	2.84
	b	Each Seller				
		Miraj Marketing Company LLP	2317734	11.87	Nil	-

* Shareholding of Mohamed Yusuf Noorani before and after the proposed transaction includes:
(a)18990 equity shares held as Trustee for and on behalf of Yusuf Noorani Family Trust
(b) 8334 equity shares held as Trustee for and on behalf of Anees Yusuf Noorani Family Benefit Trust.

** Shareholding of Mohamed Anees Noorani before and after the proposed transaction includes18990 equity shares held as Trustee for and on behalf of Anees Noorani Family Trust.

Signature:

Mohamed Yusuf Noorani **Mohamed Anees Noorani** **Salman Yusuf Noorani**

Date: 29th March 2016
Place: Mumbai