April 18, 2012

1. 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

2. The Bombay Stock Exchange Limited
Corporate Relationship Department
First Floor, New Trading Ring
Rotunda Building
P.J.Tower
Dalal Street
Mumbai.

Dear Sirs,

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

I, Anees Yusuf Noorani, Promoter of Zodiac Clothing Company Limited, have transferred 291634 equity shares of the Company, by way of gift to my father, Mr. Mohamed Yusuf Noorani, who is also one of the promoters of the Company.

Pursuant to Regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I am forwarding disclosure in the prescribed format, which I trust you will find in order.

You are requested to take the above on your record.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,

Anees Yusuf Noorani

Cc: Company Secretary
Zodiac Clothing Company Limited
10/76, Apte Properties
Off. Dr. E. Moses Road,
Worli, Mumbai 400 018

Encl: As above

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Zodiac Clothing Company Limited		
2. Name(s) of the seller (transferor as Donor) ~~acquirer and Persons Acting in Concert (PAC) with the acquirer Seller~~.	Anees Yusuf Noorani		
3. Whether the ~~acquirer~~ / seller (transferor as Donor) belongs to Promoter/Promoter	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
5. Details of the ~~acquisition~~/ disposal (transfer by way of gift)/ holding of shares/voting rights/ holding of the ~~Acquirer~~/Seller ~~and PAC~~	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
Before the ~~acquisition~~/disposal (transfer by way of gift) under consideration, holding of:			
a) Shares carrying voting rights	409549**	2.13%	-
b) Voting rights (VR) 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)	-	-	-
Total (a+b+c)	409549**	2.13%	-
Details of ~~acquisition~~/ sale (transfer by way of gift)			
a) Shares carrying voting rights ~~acquired~~ / sold (transfer by way of gift)	291634	1.51%	-
b) VRs acquired /sold 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	-	-	-
Total (a+b+c)	291634	1.51%	-

After the ~~acquisition~~/ sale / disposal (transfer by way of gift), holding of: a) Shares carrying voting rights b) VRs 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) after acquisition.	117915** - -	0.61% - -	- - -
Total (a+b+c)	117915**	0.61%	-
6. Mode of ~~acquisition~~ / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se Transfer (Off-market, by way of Gift)		
7. Date of ~~acquisition~~/sale (transfer) of shares /~~VR or date of receipt of intimation of allotment of shares, whichever is applicable~~	April 16, 2012		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Paid-up equity share capital: Rs. 192,702,980/-		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	Paid-up equity share capital: Rs. 192,702,980/-		
10. Total diluted share/voting capital of the TC after the said acquisition/sale.	N.A		

(*) 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.

**** Including:**

a) 98850 equity shares held as Partner for and on behalf of Metropolitan Trading Company, a partnership firm registered under the Indian Partnership Act, 1932.

b) 18990 equity shares held as Trustee for and on behalf of Anees Noorani Family Trust

Signature of the seller (Transferor as Donor):

Anees Yusuf Noorani

Place: Mumbai
Date: April 18, 2012