

Please address reply to :



(*Under Licence From M/s. Metropolitan Trading Co.)
ZODIAC CLOTHING COMPANY LTD.
Apte Properties, 10/76, Off Dr. E. Moses Road,
Worli, Mumbai -18. Tel.: 6667 7000 Fax: 6667 7279

17th September , 2011

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- (1) 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 Dept.
First Floor
New Trading Ring
Rotunda Building
P.J. Tower, Dalal Street
Mumbai.

Dear Sirs,

Sub : Outcome of Extra-Ordinary General Meeting held on 17th September 2011

We wish to inform you that Shareholders of the Company in the Extra-Ordinary General Meeting held on 17th September, 2011 at Hall of Quest, Nehru Planetarium (Basement) Nehru Centre, Worli, Mumbai, have approved the following Resolutions:

1. Issue and allotment of 6410532 Equity Shares (hereinafter referred to as 'Bonus Shares') of Rs.10/- each and credited as fully paid up, to the eligible members of the Company holding Equity Share of Rs.10/- each whose names appear on the Company's Register of Members as such date (Record Date), as the Board may determine in the proportion of one new fully paid Equity Shares of Rs.10/- each for every two Equity Shares of Rs.10/- held as on record date by capitalizing a sum not exceeding Rs.6,41,05,320/-.
2. Increase in Authorized Share Capital from Rs. 20,00,00,000/- (Rupees Twenty Crores only) divided into 2,00,00,000 (Two Crores) Equity Shares of Rs.10/- (Rupees Ten) each to Rs.30,00,00,000/- (Rupees Thirty Crores only) divided into 3,00,00,000 (Three Crores) Equity Shares of Rs.10/- (Rupees Ten) each by creating additional 1,00,00,000 (One Crore) Equity Shares of Rs.10/- (Rupees Ten) each.

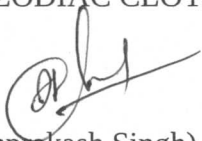
3. Alteration of Clause 5 of Memorandum of Association of the company relating to Authorized Share Capital of the Company. A certified true copy of the Memorandum and Articles of Association of the company has been sent to you separately.
4. Alteration of Article 4 of the Articles of Association of the Company relating Authorized Share Capital as per the notice of EGM dated 10th August 2011.
5. Alteration of Articles of Association of the Company by inserting New Articles 93(6) and 93(7) after existing Articles 93(5) and New Articles 94A and 162A after existing Articles 94 and Article 162 respectively and substituting existing Article 164 with new Article 164 as per the notice of EGM dated 10th August 2011.

The details of proceedings of the Extra-ordinary General Meeting of the Company held on 17th September , 2011 will be sent to you in due course.

Kindly take the above on record and acknowledge.

Thanking you,

Yours faithfully,
for ZODIAC CLOTHING COMPANY LIMITED



(Omprakash Singh)
Company Secretary