

General information about company	
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	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Half Yearly
Date of Quarter Ending	30-09-2025
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to disclosure of acquisition of shares or voting rights in unlisted Companies is not applicable to the Company for the quarter ended 30th September, 2025.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to disclosure of imposition of fine or penalty is not applicable to the Company for the quarter ended 30th September, 2025
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to disclosure of updates to Ongoing Tax Litigations or Disputes is not applicable to the Company for the quarter ended 30th September, 2025.
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to disclosure of Loans/Guarantees/ Comfort Letters/Securities etc is not applicable to the Company for the quarter ended 30th September, 2025.
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	Z00019
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

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

No

Whether Chairperson is related to MD or CEO

No

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	MOHAMED ANEES NOORANI	AAAPN8717F	00041686	Non-Executive - Non Independent Director	Chairperson related to Promoter		11-12-1950
2	Mr	VAMAN MADHAV APTE	ADDPA2683F	00003651	Non-Executive - Independent Director	Not Applicable		04-02-1957
3	Mr	SUBRAMANIAM RAMACHANDRAN IYER	AAFPI7202K	00580437	Non-Executive - Non Independent Director	Not Applicable		28-05-1940
4	Mr	NAUSHAD DARIUS FORBES	AAAPF9093N	00630825	Non-Executive - Independent Director	Not Applicable		13-05-1960
5	Mr	DILIP JAYANTILAL THAKKAR	AACPT9000H	00007339	Non-Executive - Independent Director	Not Applicable		01-10-1986
6	Mr	AHMAD JAVED	ABHPA8612Q	08668304	Non-Executive - Independent Director	Not Applicable		02-01-1956
7	Mrs	DJENA SUNAVALA	AAAPR8543D	03481614	Non-Executive - Independent Director	Not Applicable		12-09-1965
8	Mr	MOHAMED AWAIS JEHangir NOORANI	AAAPN8716E	00951424	Executive Director	Not Applicable		08-10-1975
9	Mr	ADNAN SALMAN NOORANI	AEWPN9669N	08689050	Executive Director	Not Applicable		28-09-1996
10	Mr	SALMAN YUSUF NOORANI	AAAPN8714G	00068423	Executive Director	Not Applicable	MD	15-03-1965
11	Mrs	ELIZABETH JANE HULSE	ZZZZZ9999Z	07094093	Non-Executive - Independent Director	Not Applicable		20-12-1950

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

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
9	No				Active
10	No				Active
11	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) & reg. 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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		14-06-1984	12-02-2020	29-07-2025		1	0	1	1	Others	Textual Information(1)	
2	NA		13-08-2019	13-08-2024		73.18	1	0	2	1			
3	Yes	27-09-2024	12-08-2014	12-08-2024			1	0	1	0			
4	NA		29-03-2018	29-03-2023		90.02	5	5	6	1			
5	Yes	27-09-2024	24-07-2024	24-07-2024		14.07	4	4	4	1			
6	NA		24-07-2024	24-07-2024		14.07	3	3	2	0			
7	NA		12-09-2025	12-09-2025		0.19	1	0	0	0			
8	NA		01-04-2024				1	0	1	0			
9	NA		01-04-2025				1	0	0	0			
10	NA		01-03-2003	01-03-2023			1	0	1	0			
11	NA		11-02-2015	11-08-2020	11-08-2025	127.2	1	0	0	0	Tenure Completion	Textual Information(2)	

Text Block

Textual Information(1)	Mr. Mohamed Anees Noorani ceased to be the Chairman of the Company due to his demise w.e.f 29th July, 2025
Textual Information(2)	Dummy PAN has been entered for this Director since she is a Foreign Director and does not have a PAN card.

Audit Committee Details							
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	00007339	DILIP JAYANTILAL THAKKAR	Non-Executive - Independent Director	Chairperson	08-08-2024		
2	00003651	VAMAN MADHAV APTE	Non-Executive - Independent Director	Member	13-08-2019		
3	00580437	SUBRAMANIAM RAMACHANDRAN IYER	Non-Executive - Non Independent Director	Member	12-08-2019		

Nomination and remuneration committee							
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	00630825	NAUSHAD DARIUS FORBES	Non-Executive - Independent Director	Chairperson	26-03-2024		
2	00041686	MOHAMED ANEES NOORANI	Non-Executive - Non Independent Director	Member	08-08-2024	29-07-2025	Textual Information(1)
3	00003651	VAMAN MADHAV APTE	Non-Executive - Independent Director	Member	13-08-2019		
4	00580437	SUBRAMANIAM RAMACHANDRAN IYER	Non-Executive - Non Independent Director	Member	13-08-2025		Textual Information(2)

Sr Text Block

Textual Information(1)	Mr. Mohamed Anees Noorani ceased to be the member of the committee consequent to his demise on 29th July, 2025
Textual Information(2)	Mr. Subramaniam Ramachandran Iyer has been appointed as the member of the committee w.e.f. 13th August, 2025

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	MOHAMED ANEES NOORANI	Non-Executive - Non Independent Director	Chairperson	12-02-2020	29-07-2025	Textual Information(1)
2	00003651	VAMAN MADHAV APTE	Non-Executive - Independent Director	Chairperson	13-08-2025		Textual Information(2)
3	00068423	SALMAN YUSUF NOORANI	Executive Director	Member	01-03-2003		
4	00951424	MOHAMED AWAIS JEHANGIR NOORANI	Executive Director	Member	13-08-2025		Textual Information(3)

Sr Text Block

Textual Information(1)	Mr. Mohamed Anees Noorani ceased to be the Chairman of the committee consequent to his demise on 29th July, 2025
Textual Information(2)	Mr. Vaman Apte has been appointed as the Chairman of the Committee w.e.f 13th August, 2025.
Textual Information(3)	Mr. Mohamed Awais Jehangir Noorani has been appointed as the member of the Committee w.e.f 13th August, 2025.

Risk Management Committee							
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	00003651	VAMAN MADHAV APTE	Non-Executive - Independent Director	Chairperson	13-08-2019		
2	00041686	MOHAMED ANEES NOORANI	Non-Executive - Non Independent Director	Member	01-03-2003	29-07-2025	Textual Information(1)
3	00068423	SALMAN YUSUF NOORANI	Executive Director	Member	01-03-2003		
4	00951424	MOHAMED AWAIS JEHANGIR NOORANI	Executive Director	Member	13-08-2025		Textual Information(2)

Sr Text Block

Textual Information(1)	Mr. Mohamed Anees Noorani ceased to be the member of the committee consequent to his demise on 29th July, 2025
Textual Information(2)	Mr. Mohamed Awais Jehangir Noorani has been appointed as the member of the Committee w.e.f 13th August, 2025.

Corporate Social Responsibility Committee							
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	MOHAMED ANEES NOORANI	Non-Executive - Non Independent Director	Member	01-03-2003	29-07-2025	Textual Information(1)
3	00068423	SALMAN YUSUF NOORANI	Executive Director	Member	01-03-2003		
4	00951424	MOHAMED AWAIS JEHANGIR NOORANI	Executive Director	Member	13-08-2025		Textual Information(2)

Sr Text Block

Textual Information(1)	Mr. Mohamed Anees Noorani ceased to be the member of the committee consequent to his demise on 29th July, 2025
Textual Information(2)	Mr. Mohamed Awais Jehangir Noorani has been appointed as the member of the Committee w.e.f 13th August, 2025.

Other Committee						
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				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*
Sr. No.	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)					
1	28-05-2025				Yes	10	8	4
2		13-08-2025	76		Yes	8	8	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	25-06-2025				Yes	3	3	2	0
2	Audit Committee	13-08-2025	48			Yes	3	3	2	0

Annexure 1

V. Affirmations

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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Kumar Iyer
2	Designation	Company Secretary and Compliance Officer

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)				
I. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

Annexure III		
1	Name of signatory	Kumar Iyer
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Kumar Iyer
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	27-10-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	7
No. of investor complaints disposed off during the Quarter	7
No. of investor complaints those remaining unresolved at the end of the Quarter	0

