



ZODIAC CLOTHING COMPANY LIMITED

CIN:L17100MH1984PLC03314

Regd Office: Nyloc House, 254, D-2, Dr. Annie Besant Road, Worli, Mumbai - 400030
Tel: 66677000 Fax: 66677279 Website: www.zodiaconline.com email id:contactus@zodiacmtc.com

POSTAL BALLOT FORM

(To be returned to Scrutinizer appointed by the Company)

Serial No : Bal_NO

(1) Name & Registered Address :
of the sole / first named
Shareholder/Beneficial owner

(2) Name(s) of the Joint Member
/Beneficial owner (s), if any :
.....

(3) Registered Folio no./DPID No./Client ID No*.:
(*Applicable to investor holding shares
in demat form)

(4) No. of shares held :
.....

I/We hereby exercise my/our vote in respect of the Special Resolution(s) to be passed through Postal Ballot for the business stated in the Postal Ballot Notice of the Company dated 29th March, 2017 by conveying my/our assent or dissent to the said Resolutions by placing the tick mark (✓) at the appropriate box below (tick in both the boxes will render the ballot invalid):

Item No.	Description	No. of Shares held	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Re- appointment of Mr. S. Y. Noorani (DIN: 00068423) as Managing Director and President of the Company and the remuneration payable to him			
2.	To approve payment of Commission to Mr. A. Y. Noorani (DIN: 00041686) Non-Executive Director and Vice Chairman of the Company			
3.	Revision in the Remuneration payable to Mr. Awais Noorani, Vice President-International Sales & Sourcing			

Place: Mumbai

Date: 29th March, 2017

(Signature of the Shareholder/Beneficial owner)

Electronic Voting Particulars

EVEN (E-Voting Event Number)	USER ID	PASSWORD/PIN

Note: Please read the Instructions printed overleaf carefully before exercising your vote.

Last date for receipt of Postal Ballot forms by Scrutinizer is 26th May, 2017 till 5:00 p.m. (IST)

INSTRUCTIONS

1. A Shareholder/Beneficial owner desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer in the attached self addressed postage pre-paid envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form (s), if deposited in person or sent by courier or registered/speed post at the expense of the registered Shareholder/Beneficial owner will also be accepted.
2. Alternatively, a Shareholder(s)/Beneficial owners may cast their votes electronically through e-voting instead of dispatching Postal Ballot Form. E-voting is optional. The detailed procedure is enumerated in the Notes to the Postal Ballot Notice.
3. The self addressed postage pre-paid envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
4. This Form should be completed and signed by the Shareholder(s)/Beneficial owner(s) (as per the specimen signature registered/ recorded with the Company/Depository Participants). In case of Joint holding, this Form should be completed and signed by the first named Shareholder/Beneficial owner and in his absence, by the next named Shareholder/Beneficial owner.
5. Assent or dissent to the proposed resolution may be recorded by placing a tick mark (✓) in the appropriate column. The assent or dissent received in any other Form shall not be considered valid.
6. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected.
7. Voting through Postal Ballot cannot be exercised by proxy
8. There will be only one postal ballot form for every Folio/Client ID irrespective of the number of joint Shareholder(s)/Beneficial owner(s).
9. Duly completed postal ballot form should reach the Scrutinizer not later than the close of working hours (i.e. 5:00 p.m.) on 26th May, 2017. All postal ballot forms received after this date would be treated as if reply from such Member had not been received.
10. A Shareholder/Beneficial owner may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the scrutinizer not later than the last date of receipt of Postal Ballot Form, i.e. 26th May, 2017 till 5:00 p.m. (IST)
11. In case of shares held by the Companies, Trusts, Societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board resolution/ authority letter, authorizing the signatory to execute and sign the Postal Ballot Form.
12. Shareholders/Beneficial owners are requested not to send any other paper along with the Postal Ballot in the enclosed self addressed postage pre-paid envelope, in as much as, all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
13. Voting rights shall be reckoned on the paid up value of Shares registered in the name of the Shareholder(s)/Beneficial owners as on 21st April, 2017.
14. The Scrutinizer's decision on the validity of a postal ballot form would be final and binding.
15. The results of the postal ballot will also be posted on the website of the Company www.zodiaconline.com and also published in the newspaper(s) for the information of the Shareholder(s)/Beneficial owners.
16. The voting period starts from 27th April, 2017 and ends on 26th May, 2017.