



ZODIAC CLOTHING COMPANY LIMITED
Corporate Identification No. (CIN) - L17100MH1984PLC033143

Regd. Office: Nyloc House, 254, D-2, Dr. Annie Besant Road, Worli, Mumbai - 400 030
Tel.: 6667 7000 Fax: 6667 7279 Website: www.zodiaconline.com Email id: contactus@zodiacmtc.com

ATTENDANCE SLIP
(To be presented at the entrance)

Folio No. / DP ID No. _____ Client ID No. _____

Name of the Member / Proxy _____ Signature: _____

Number of Shares _____

I/We certify that I/We am/are the registered shareholder/proxy for the registered shareholder of the Company. I/We hereby record my/our presence at the 35th Annual General Meeting of the Company on Monday, 5th August, 2019, at 3:00 p.m.

Signature of the Member/Proxy/Authorised Representative.

Note:

1. Only Member/Proxy can attend the Meeting.
2. Member/Proxy should bring his/her copy of the Annual Report for reference at the Meeting.



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PROXY FORM

Form No. MGT-11

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014 and Regulation 44(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Name of the Member(s): _____

Registered address: _____

E-mail Id: _____

Folio No. / DP ID No. _____ Client ID No. _____

I/We, being the member(s) holding _____ Equity Shares of Zodiac Clothing Company Limited, hereby appoint:

1) Name: _____ E-mail Id: _____

Address: _____

Signature: _____

Or failing him / her

2) Name: _____ E-mail Id: _____

Address: _____

Signature: _____

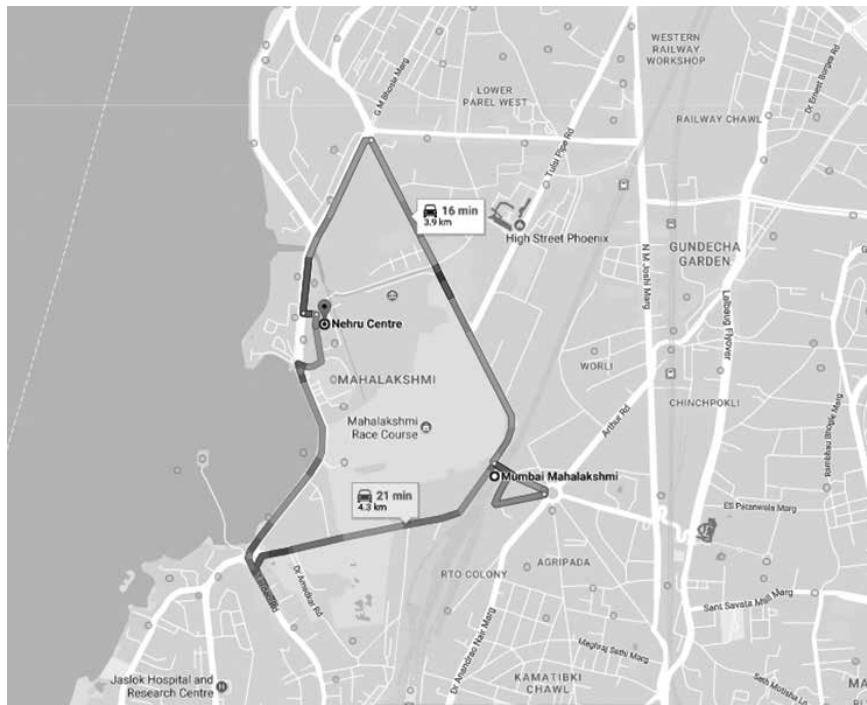
Or failing him / her

3) Name: _____ E-mail Id: _____

Address: _____

Signature: _____

ROUTE MAP to the Venue of the 35th Annual General Meeting



as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting of the Company, to be held on Monday, 5th August, 2019 at 3:00 p.m. at Nehru Centre, Hall of Harmony, Dr. Annie Besant Road, Worli, Mumbai 400 018 and at any adjournment thereof in respect of the following resolutions:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2019 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Mr. S. Y. Noorani (DIN: 00068423), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

- 4 Re-appointment of Mr. S. Y. Noorani (DIN 00068423) as the Managing Director and President of the Company and approval of the remuneration payable to him.
- 5 Re-appointment of Mr. S. R. Iyer (DIN: 00580437), aged 79 years, as an Independent Director of the Company.
- 6 Re-appointment of Mr. Y. P. Trivedi (DIN: 00001879), aged 90 years, as an Independent Director of the Company.
- 7 Re-appointment of Mr. Bernhard Steinruecke (DIN: 01122939) as an Independent Director of the Company.

Signed this _____ day of _____ 2019

Signature(s) _____

Affix
Revenue
Stamp

Note:

This Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at Nyloc House, 254, D-2, Dr. Annie Besant Road, Worli, Mumbai - 400 030 not less than 48 hours before the commencement of the Meeting.