

General information about company	
Scrip code	521163
Name of the entity	Zodiac Clothing Company Limited
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Quarterly
Date of Report	30-06-2016
Risk management committee	Applicable

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

Is there any change in composition of board of directors compare to previous quarter

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Notes
1	Mr	M. Y. Noorani	AAAPN8713B	00041608	Non-Executive - Non Independent Director	Chairperson		14-06-1984			1	1	1	
2	Mr	A. Y. Noorani	AAAPN8717F	00041686	Executive Director	Not Applicable	MD	01-03-2014			1	1	0	Textual Information(1)
3	Mr	S. Y. Noorani	AAAPN8714G	00068423	Executive Director	Not Applicable	MD	01-03-2014			1	1	0	Textual Information(2)
4	Mr	M. L. Apte	ADCPA3191M	00003656	Non-Executive - Independent Director	Not Applicable		12-08-2014		22	7	6	1	

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I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Notes
5	Ms	Elizabeth Jane Hulse	ZZZZZ9999Z	07094093	Non-Executive - Independent Director	Not Applicable		11-02-2015		16	0	0	0	Textual Information(3)
6	Mr	Y. P. Trivedi	AAFPT3468G	00001879	Non-Executive - Independent Director	Not Applicable		12-08-2014		22	4	3	1	
7	Mr	S. R. Iyer	AAFPI7202K	00580437	Non-Executive - Independent Director	Not Applicable		12-08-2014		22	2	2	2	
8	Mr	Saumitra Chaudhuri	AAAPC3768P	06982558	Non-Executive - Independent Director	Not Applicable		12-11-2014		19	0	0	0	

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Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Notes
9	Mr	Bernhard Steinrucke	AAGPE5434J	01122939	Non-Executive - Independent Director	Not Applicable		12-08-2014		22	2	2	1	

Text Block	
Textual Information(1)	Mr. A. Y. Noorani is designated as Vice Chairman and Managing Director of the Company.
Textual Information(2)	Mr. S. Y. Noorani is designated as Managing Director and President of the Company.
Textual Information(3)	Dummy PAN number has been entered because she is a Foreign National and not required to obtain PAN card.

Annexure 1					
II. Composition of Committees					
Disclosure of notes on composition of committees explanatory					
Is there any change in composition of committees compare to previous quarter					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Mr. Y. P. Trivedi	Non-Executive - Independent Director	Member	
2	Audit Committee	Mr. M. L. Apte	Non-Executive - Independent Director	Member	
3	Audit Committee	Mr. S. R. Iyer	Non-Executive - Independent Director	Chairperson	
4	Stakeholders Relationship Committee	Mr. M. Y. Noorani	Non-Executive - Non Independent Director	Chairperson	
5	Stakeholders Relationship Committee	Mr. A. Y. Noorani	Executive Director	Member	
6	Stakeholders Relationship Committee	Mr. S. Y. Noorani	Executive Director	Member	
7	Stakeholders Relationship Committee	Mr. M. L. Apte	Non-Executive - Non Independent Director	Member	
8	Risk Management Committee	Mr. A. Y. Noorani	Executive Director	Member	
9	Risk Management Committee	Mr. S. Y. Noorani	Executive Director	Member	
10	Risk Management Committee	Mr. S. R. Iyer	Non-Executive - Independent Director	Chairperson	

Annexure 1

II. Composition of Committees

Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
11	Nomination and remuneration committee	Mr. Y. P. Trivedi	Non-Executive - Independent Director	Member	
12	Nomination and remuneration committee	Mr. Saumitra Chaudhuri	Non-Executive - Independent Director	Member	
13	Nomination and remuneration committee	Mr. M. L. Apte	Non-Executive - Independent Director	Chairperson	

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
Sr	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	12-02-2016		
2	22-03-2016		38
3		26-05-2016	64

Annexure 1						
IV. Meeting of Committees						
Disclosure of notes on meeting of committees explanatory						
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
1	Audit Committee	06-04-2016	Yes		12-02-2016	53
2	Audit Committee	26-05-2016	Yes			49
3	Audit Committee	29-06-2016	Yes			33

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. 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 100 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

Signatory Details	
Name of signatory	Kumar Iyer
Designation of person	Company Secretary
Place	Mumbai
Date	13-07-2016

