

# ZODIAC

11<sup>th</sup> November, 2020

National Stock Exchange of India Ltd.,  
Exchange Plaza,  
5th Floor, Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra East  
Mumbai - 400051

BSE Limited,  
Corporate Relationship Department,  
First Floor, New Trading Ring,  
Rotunda Building, P.J. Tower,  
Dalal Street,  
Mumbai - 400001

Dear Sirs,

**Sub: Outcome of the Board Meeting held on 11<sup>th</sup> November, 2020**

Pursuant to Regulations 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we would like to inform you that the Board of Directors of the Company at their meeting held on 11<sup>th</sup> November, 2020 have interalia considered, approved/taken on record the following:

- a. The attached Unaudited Consolidated and Standalone Financial Results of the Company for the Quarter and Half year ended 30<sup>th</sup> September, 2020.
- b. The attached Independent Auditors Review Report issued by M/s. Price Waterhouse, Chartered Accountants LLP on the aforesaid Financial Results.
- c. The Board of Directors of the Company have decided to postpone the dated of the 36<sup>th</sup> Annual General Meeting of the Company from Friday, 27<sup>th</sup> November, 2020 to Monday, 28<sup>th</sup> December, 2020.
- d. Issue of equity shares on Preferential Basis upto Rs. 25 Crores to the following Promoters of the Company, subject to the approval of the members of the Company:

**ZODIAC CLOTHING COMPANY LTD.,**

Nyloc House, 254, D-2, Dr. Annie Besant Road, Worli, Mumbai - 400 030. India.

Tel.: +91 22 6667 7000 Fax : +91 22 6667 7279 CIN: L17100MH1984PLC033143.

Trademark Under Licence From Metropolitan Trading Co.

[www.zodiaconline.com](http://www.zodiaconline.com)



# ZODIAC

1) Mr. A. Y. Noorani

2) Mr. S. Y. Noorani

- e. The Issue Price of the aforesaid Preferential Issue of equity shares shall be determined on the Relevant Date (i.e. 27<sup>th</sup> November, 2020) based on the pricing formula as per Part IV of Chapter V of SEBI ICDR Regulations, 2018.

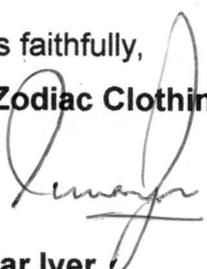
The Board meeting commenced at 4:15 p.m. and concluded at 7:45 p.m.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,

For Zodiac Clothing Company Limited

  
Kumar Iyer

Company Secretary

Membership No.: A9600



Encl: As above

**ZODIAC CLOTHING COMPANY LTD.,**

Nyloc House, 254, D-2, Dr. Annie Besant Road, Worli, Mumbai - 400 030. India.

Tel.: +91 22 6667 7000 Fax : +91 22 6667 7279 CIN: L17100MH1984PLC033143.

Trademark Under Licence From Metropolitan Trading Co.

[www.zodiaconline.com](http://www.zodiaconline.com)

**ZODIAC CLOTHING COMPANY LIMITED**

Regd. Office: Nyco House 254, D.2 D., Annie Besant Road, Worli, Mumbai 400030  
 Tel : 022-66677000, Fax : 022-66677279, Website : www.zodiaconline.com, Email Id : cosoc@zodiacm.com  
 CIN: L17100MH1994PLC033143

**STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2020**

(Rs. in Lakhs)

Sr. No.	Particulars	Quarter ended				Half Year Ended		Year ended March 31, 2020 (Audited)
		September 30, 2020 (Unaudited)	June 30, 2020 (Unaudited)	September 30, 2019 (Unaudited)	September 30, 2019 (Unaudited)	September 30, 2019 (Unaudited)		
I	Revenue From Operations	2,675	1,192	4,413	3,867	9,577	19,082	
II	Other Income (Refer Note (e) below)	1,157	614	447	1,771	655	1,214	
III	<b>Total Income (H-I)</b>	<b>3,832</b>	<b>1,806</b>	<b>4,860</b>	<b>5,638</b>	<b>10,262</b>	<b>20,296</b>	
IV	<b>EXPENSES</b>							
	Cost of materials consumed	962	525	1,619	1,487	3,343	6,914	
	Purchases of stock-in-trade	20	3	45	23	200	377	
	Change in inventories of finished goods, work-in-progress and stock-in-trade	258	(63)	(225)	195	(183)	(453)	
	Employee benefits expense	1,003	1,051	1,390	2,054	2,978	5,425	
	Finance costs	225	278	347	503	719	1,386	
	Depreciation and amortization expense	557	811	1,368	1,747	1,747	3,546	
	Other expenses	1,058	644	1,494	1,702	3,399	6,106	
	<b>Total expenses (IV)</b>	<b>4,038</b>	<b>3,249</b>	<b>5,498</b>	<b>7,392</b>	<b>12,203</b>	<b>23,901</b>	
V	<b>Loss before tax (III - IV)</b>	<b>(206)</b>	<b>(1,443)</b>	<b>(638)</b>	<b>(1,694)</b>	<b>(1,941)</b>	<b>(3,005)</b>	
VI	<b>Tax Expense / (Credit):</b>							
	Current tax	-	113	-	113	110	111	
	Deferred tax	(7)	(105)	(25)	(112)	(88)	(244)	
	Tax in respect of earlier years	-	-	-	-	-	25	
VII	<b>Loss for the period (V - VI)</b>	<b>(213)</b>	<b>(1,435)</b>	<b>(663)</b>	<b>(1,695)</b>	<b>(1,963)</b>	<b>(2,997)</b>	
VIII	<b>Other comprehensive Income</b>							
	(A) (i) Items that will not be reclassified to profit or loss	(8)	(74)	(307)	(82)	(238)	(1,079)	
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	58	39	18	91	217	
	(B) (i) Items that will be reclassified to profit or loss	(40)	-	14	(13)	(2)	26	
	(ii) Income tax relating to items that will be reclassified to profit or loss	(13)	-	(77)	(77)	(2)	(836)	
IX	<b>Total other comprehensive Income for the period (VII + VIII)</b>	<b>(61)</b>	<b>(16)</b>	<b>(254)</b>	<b>(177)</b>	<b>(144)</b>	<b>(836)</b>	
X	<b>Loss attributable to Owners of the Company</b>	<b>(305)</b>	<b>(1,467)</b>	<b>(967)</b>	<b>(1,772)</b>	<b>(2,107)</b>	<b>(3,753)</b>	
XI	<b>Loss attributable to Non Controlling Interest</b>	<b>(244)</b>	<b>(1,451)</b>	<b>(613)</b>	<b>(1,695)</b>	<b>(1,963)</b>	<b>(2,897)</b>	
XII	<b>Other comprehensive Income attributable to Owners of the Company</b>	<b>(61)</b>	<b>(16)</b>	<b>(254)</b>	<b>(177)</b>	<b>(144)</b>	<b>(836)</b>	
XIII	<b>Total Comprehensive Income attributable to Non Controlling Interest</b>	<b>(905)</b>	<b>(1,467)</b>	<b>(867)</b>	<b>(1,772)</b>	<b>(2,107)</b>	<b>(3,753)</b>	
XIV	<b>Loss per share (EPS) (not annualized) (in Rs.)</b>	<b>2,248</b>	<b>2,248</b>	<b>2,248</b>	<b>2,248</b>	<b>2,248</b>	<b>2,248</b>	
XV	<b>Other Equity</b>	<b>(1,09)</b>	<b>(646)</b>	<b>(2,78)</b>	<b>(7,54)</b>	<b>(8,91)</b>	<b>(13,10)</b>	
	(1) Basic	(1,09)	(646)	(2,78)	(7,54)	(8,91)	(13,10)	
	(2) Diluted	(1,09)	(646)	(2,78)	(7,54)	(8,91)	(13,10)	



*Handwritten signature and initials*

ZODIAC CLOTHING COMPANY LIMITED

NOTES TO UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2020

- a) The above unaudited consolidated financial results are prepared in compliance with Indian Accounting Standards ("Ind AS") as notified under section 133 of the Companies Act, 2013 ("the Act") [Companies (Indian Accounting Standards) Rules, 2015], as amended.
- b) The unaudited consolidated financial results for the quarter and half year ended September 30, 2020 ("the Statement") were reviewed by the Audit Committee and approved by the Board of Directors of Zodiac Clothing Company Limited (the Company) at their meeting held on November 11, 2020. These financial results have been subjected to limited review by the statutory auditors of the Company.
- c) The unaudited consolidated financial results includes the results of subsidiary companies viz. Zodiac Clothing Company S.A., Zodiac Clothing Co. (UAE) LLC, and Zodiac Clothing Bangladesh Limited (the Company and its subsidiaries together referred to as "the Group").
- d) The Group is exclusively engaged in the business of clothing and clothing accessories. This in the context of Indian Accounting Standard (Ind AS 108) "Operating Segments", constitutes one single operating segment.
- e) The Ministry of Corporate Affairs vice notification dated July 24, 2020, issued an amendment to Ind AS 116 - Leases, by inserting a practical expedient for "Covid-19-Related Rent Concessions". Pursuant to the said amendment, the Group has applied the practical expedient with effect from April 01, 2020 in respect of leases, where negotiations have been completed, by accounting the unconditional rent concessions of Rs. 474 Lakhs during the quarter ended September 30, 2020 and Rs. 900 Lakhs during the half year ended September 30, 2020 in "Other Income" in the Statement of Profit and Loss.
- Further, gain on termination of lease contracts amounting to Rs. 552 Lakhs for the quarter ended September 30, 2020 and Rs. 590 Lakhs for the half year ended September 30, 2020 has been recognised in "Other Income" in the Statement of Profit and Loss.
- f) The Company's plants, retail stores and offices were shut down from March 25, 2020 consequent to the nationwide lockdown announced by the Government of India due to Covid-19 pandemic and with the easing of restrictions, the Company's plants, retail stores and offices have commenced operations. The low market demand due to lockdown / restrictions during current six month has impacted the Company's operations. The Group's management has done an assessment of the situation including liquidity position considering cost reduction measures undertaken, operational synergies, orders on hand etc. and of the carrying value of assets and liabilities as at September 30, 2020 and concluded that there are no material adjustments required in the financial statements as of September 30, 2020. The Group will continue to monitor the changes for any material impact as the situation evolves.
- g) Refer Annexure 1 and 2 for Statement of Unaudited Consolidated Assets and Liabilities and Statement of Unaudited Consolidated Cash Flows respectively.

Place : Mumbai  
Date : November 11, 2020



For and on behalf of the Board of Directors

  
S. V. KULKARNI  
Vice Chairman & Managing Director



## STATEMENT OF UNAUDITED CONSOLIDATED ASSETS AND LIABILITIES AS AT SEPTEMBER 30, 2020

(Rs. in Lakhs)

	Particulars	As at	As at
		September 30, 2020 (Unaudited)	March 31, 2020 (Audited)
<b>I</b>	<b>ASSETS</b>		
<b>1</b>	<b>Non-current assets</b>		
	Property, plant and equipment	10,756	11,230
	Right-of-use assets	4,259	7,135
	Capital work - in - progress	128	187
	Investment properties	737	745
	Intangible assets	176	211
	Financial assets		
	- Investments	2,337	2,663
	- Loans	1,171	955
	- Others financial assets	1	1
	Deferred tax assets (net)	1,018	919
	Non - Current tax assets (net)	1,306	1,325
	Other non - current assets	274	333
<b>2</b>	<b>Current assets</b>		
	Inventories	8,595	8,823
	Financial assets		
	- Investments	631	165
	- Trade receivables	1,841	1,751
	- Cash and cash equivalents	1,833	1,926
	- Bank Balances other than cash and cash equivalents	51	277
	- Loans	1,883	2,236
	- Other financial assets	127	601
	Other current assets	2,585	2,549
	<b>TOTAL ASSETS</b>	<b>39,709</b>	<b>44,032</b>
<b>II</b>	<b>EQUITY AND LIABILITIES</b>		
<b>1</b>	<b>Equity</b>		
	Equity share capital	2,248	2,248
	Other equity	21,933	23,662
<b>2</b>	<b>Liabilities</b>		
	<b>Non-current liabilities</b>		
	Financial liabilities		
	- Borrowings	1,816	1,672
	- Lease Liabilities	3,423	5,619
	Provisions	5	1
	<b>Current liabilities</b>		
	Financial liabilities		
	- Borrowings	4,393	4,299
	- Lease Liabilities	1,269	2,534
	- Trade payables		
	(a) total outstanding dues of micro enterprises and small enterprises; and	26	38
	(a) total outstanding dues of creditors other than micro enterprises and small enterprises	3,300	2,217
	- Other financial liabilities	293	670
	Provisions	127	140
	Other current liabilities	876	932
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>39,709</b>	<b>44,032</b>

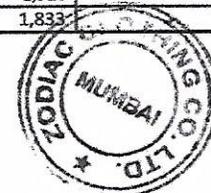


*[Handwritten signature]*

## STATEMENT OF UNAUDITED CONSOLIDATED CASH FLOWS FOR THE HALF YEAR ENDED SEPTEMBER 30, 2020

(Rs. in Lakhs)

Particulars	Half Year Ended September 30, 2020	Half Year Ended September 30, 2019
	(Unaudited)	(Unaudited)
<b>CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Loss before tax	(1,694)	(1,941)
Adjustments for:		
Depreciation and amortization expenses	1,368	1,747
Finance cost	503	719
Unrealised exchange gain on foreign currency translation / transaction (net)	(39)	(30)
Dividend income	(1)	(14)
Rent income	(132)	(193)
Interest income		
- on unwinding of security deposits	(43)	(29)
- on others	(2)	(8)
Net gain on financial assets measured at fair value through profit or loss	42	(202)
Bad and doubtful debts, loans, advances and deposits written off (net)	152	81
Gain on remeasurement/termination of lease contracts	(590)	-
Rent Concession on lease rentals	(900)	
Net Loss on sale/discard of property, plant and equipment	120	15
	<b>(1,216)</b>	<b>145</b>
<b>Operating profit before working capital changes</b>		
Adjustments for:		
Decrease in trade and other receivables	(19)	252
Decrease in inventories	228	43
Increase in trade and other payables	736	169
(Decrease)/Increase in provisions	(9)	2
	(280)	611
Direct taxes paid (net of refunds)	(95)	(82)
<b>Net cash flows (used in) / generated from operating activities</b>	<b>(375)</b>	<b>529</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES:</b>		
<b>Inflows</b>		
Sale proceeds of property, plant and equipment	4	15
Interest received	2	39
Rent Received	132	193
Sale proceeds of non-current investments	263	913
Sale proceeds of current investments (Net)	-	127
Dividend received	1	14
Proceeds from Sale of Investments in Subsidiary (Sold in earlier year)	563	49
Proceeds from Term Deposits (Net)	226	337
	<b>1,191</b>	<b>1,687</b>
<b>Outflows</b>		
Purchase of property, plant and equipment/ intangible assets	(35)	(259)
Purchase of current investments (Net)	(445)	-
Purchase of non-current investments	(82)	(73)
Loans given	(28)	(71)
	<b>(590)</b>	<b>(403)</b>
<b>Net cash generated from investing activities</b>	<b>601</b>	<b>1,284</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES:</b>		
<b>Inflows</b>		
Proceeds from issue of equity shares (including securities premium) / share warrants	-	500
Proceeds from non-current borrowings	144	-
Proceeds from current borrowings (net)	94	-
	<b>238</b>	<b>500</b>
<b>Outflows</b>		
Repayment of non-current borrowings	(65)	(109)
Repayment of current borrowings (net)	-	(626)
Payment of principal portion of lease liabilities	(77)	(1,115)
Interest paid on lease liabilities	(287)	(513)
Interest paid on others	(128)	(208)
Dividend paid	-	(213)
	<b>(557)</b>	<b>(2,784)</b>
<b>Net cash used in financing activities</b>	<b>(319)</b>	<b>(2,284)</b>
<b>Net increase in cash and cash equivalents</b>	<b>(93)</b>	<b>(471)</b>
Add : Cash and cash equivalents at beginning of the year	1,925	1,178
<b>Cash and cash equivalents at end of the year</b>	<b>1,833</b>	<b>707</b>



*Handwritten signature or initials.*

# Price Waterhouse Chartered Accountants LLP

## Review Report

The Board of Directors  
Zodiac Clothing Company Limited  
Nyloc House, 254, D-2,  
Dr. Annie Besant Road,  
Worli, Mumbai – 400 030

1. We have reviewed the unaudited consolidated financial results of Zodiac Clothing Company Limited (the “Parent Company”), its subsidiaries (the parent and its subsidiaries hereinafter referred to as the “Group”), for the quarter and half year ended September 30, 2020 which are included in the accompanying ‘Statement of unaudited consolidated financial results for the quarter and half year ended September 30, 2020’, ‘the statement of unaudited consolidated Assets and Liabilities as on that date’ and ‘the statement of unaudited consolidated cash flows for the half-year ended on that date’ (the “Statement”). The Statement has been prepared by the Parent Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”), which has been initiated by us for identification purposes.
2. This Statement, which is the responsibility of the Parent Company’s Management and has been approved by the Parent Company’s Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 “Interim Financial Reporting” (“Ind AS 34”), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”, issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:
  - i. Zodiac Clothing Co. S.A.
  - ii. Zodiac Clothing Co. (U.A.E) LLC
  - iii. Zodiac Clothing Bangladesh Limited
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 7 below, nothing has come to our attention that causes us to believe that the accompanying Statement has not been prepared in all material respects in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.



Price Waterhouse Chartered Accountants LLP, Nesco IT Building III, 8th Floor, Nesco IT Park, Nesco Complex Gate No. 3 Western Express Highway, Goregaon East, Mumbai – 400 063  
T: +91 (22) 61198000, F: +91 (22) 61198799

Registered office and Head office: Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi 110 002

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N)

# Price Waterhouse Chartered Accountants LLP

*Zodiac Clothing Company Limited*  
*Review Report on the Unaudited Consolidated financial results*  
*Page 2 of 2*

6. We draw attention to Note (f) to the unaudited consolidated financial results, regarding the management's assessment of the financial impact due to restrictions and other conditions related to Covid-19 pandemic for which a definitive assessment of the impact in the subsequent period is dependent upon circumstances as they evolve. Our conclusion is not modified in respect of this matter.
7. We did not review the interim financial information of two subsidiaries included in the unaudited consolidated financial results, whose interim financial information reflect total assets of Rs. 3,775.88 lakhs and net assets of Rs. 3,568.28 lakhs as at September 30, 2020 and total revenues of Rs. 170.91 lakhs and Rs. 263.81 lakhs, total profit after tax of Rs. 60.78 Lakhs and Rs. 71.72 Lakhs and total comprehensive income of Rs. 31.40 Lakhs and Rs. 71.72 lakhs, for the quarter ended September 30, 2020 and for the period from April 1, 2020 to September 30, 2020, respectively, and cash inflows (net) of Rs. 799.93 lakhs for the period from April 1, 2020 to September 30, 2020, as considered in the unaudited consolidated financial results. These interim financial information have been reviewed by other auditors and their reports, vide which they have issued an unmodified conclusion, have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above. Our conclusion on the Statement is not modified in respect of this matter.
8. The unaudited consolidated financial results includes the interim financial information of one subsidiary which has not been reviewed by their auditors, whose interim financial information reflect total assets of Rs. 173.20 lakhs and net assets of Rs. 168.29 lakhs as at September 30, 2020 and total revenue of Rs. Nil and Rs. Nil, total loss after tax of Rs. 1.41 lakhs and Rs. 2.85 lakhs and total comprehensive loss of Rs. 1.41 lakhs and Rs. 2.85 lakhs for the quarter ended September 30, 2020 and for the period from April 1, 2020 to September 30, 2020, respectively, and cash outflows (net) of Rs. 2.08 lakhs for the period from April 1, 2020 to September 30, 2020. According to the information and explanations given to us by the Management, this interim financial information is not material to the Group. Our conclusion on the Statement is not modified in respect of this matter.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number: 012754N/N500016



Sachin Parekh  
Partner  
Membership Number: 107038  
UDIN: 20107038AAAADZ6774

Place: Mumbai  
Date: November 11, 2020

**ZODIAC CLOTHING COMPANY LIMITED**  
**STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2020**

Regd. Office: Nyloc House 254, D-2, Dr. Annie Besant Road, Worli, Mumbai 400030  
 Tel : 022-66677000, Fax : 022-66677279, Website : www.zodiaconline.com, Email Id : coseey@zodiacncl.com  
 CN: L17100MH1984PLC033143

(Rs. In Lakhs)

Sr. No.	Particulars	Quarter Ended				Half Year Ended		Year Ended
		September 30, 2020 (Unaudited)	June 30, 2020 (Unaudited)	September 30, 2019 (Unaudited)	September 30, 2020 (Unaudited)	September 30, 2019 (Unaudited)	March 31, 2020 (Audited)	
I	Revenue From Operations	2,632	1,208	4,265	3,840	9,476	18,939	
II	Other Income [Refer Note (d) below]	1,066	1,253	417	2,319	1,276	1,744	
III	<b>Total Income (III)</b>	<b>3,698</b>	<b>2,461</b>	<b>4,682</b>	<b>6,159</b>	<b>10,752</b>	<b>20,683</b>	
IV	<b>EXPENSES</b>							
	Cost of materials consumed	962	525	1,619	1,487	3,343	6,914	
	Purchases of stock-in-trade	1	2	40	3	187	357	
	Change in inventories of finished goods, work-in-progress and stock-in-trade	234	(40)	(330)	194	(221)	(501)	
	Employee benefits expense	997	1,045	1,385	2,042	2,967	5,401	
	Finance costs	226	277	346	503	718	1,386	
	Depreciation and amortization expense	548	802	822	1,350	1,735	3,515	
	Other expenses	1,038	628	1,483	1,666	3,351	5,946	
	<b>Total expenses (IV)</b>	<b>4,006</b>	<b>3,239</b>	<b>5,365</b>	<b>7,245</b>	<b>12,090</b>	<b>23,018</b>	
V	<b>Loss before tax (III - IV)</b>	<b>(308)</b>	<b>(778)</b>	<b>(683)</b>	<b>(1,086)</b>	<b>(1,328)</b>	<b>(2,335)</b>	
VI	<b>Tax Expense / (Credit):</b>							
	Current tax	-	113	-	113	110	110	
	Deferred tax	(6)	-	(42)	(6)	(157)	(338)	
	Tax in respect of earlier years	-	-	-	-	-	25	
VII	<b>Loss for the period (V - VI)</b>	<b>(902)</b>	<b>(991)</b>	<b>(641)</b>	<b>(1,193)</b>	<b>(1,281)</b>	<b>(2,182)</b>	
VIII	<b>Other comprehensive Income</b>							
	(A) (i) Items that will not be reclassified to profit or loss	(8)	(74)	(307)	(82)	(233)	(1,079)	
	(ii) Income tax relating to items that will not be reclassified to profit or loss	73	(25)	(49)	48	8	(93)	
	(B) (i) Items that will be reclassified to profit or loss	(13)	-	14	(13)	(2)	26	
	(ii) Income tax relating to items that will be reclassified to profit or loss	52	(99)	(342)	(47)	(227)	(1,146)	
IX	<b>Total other comprehensive Income</b>	<b>(250)</b>	<b>(990)</b>	<b>(983)</b>	<b>(1,240)</b>	<b>(1,508)</b>	<b>(3,278)</b>	
X	<b>Total comprehensive Income for the period (VII + VIII)</b>	<b>2,248</b>	<b>2,248</b>	<b>2,248</b>	<b>2,248</b>	<b>2,248</b>	<b>2,248</b>	
XI	Paid -up equity share capital (Face value Rs. 10/- per share)						20,252	
XII	Other Equity						(9,65)	
	Loss per share (EPS) (not annualized) (in Rs.)	(1.34)	(3.96)	(2.91)	(5.31)	(5.82)	(9.65)	
	(1) Basic	(1.34)	(3.96)	(2.91)	(5.31)	(5.82)	(9.65)	
	(2) Diluted	(1.34)	(3.96)	(2.91)	(5.31)	(5.82)	(9.65)	



ZODIAC CLOTHING COMPANY LIMITED



**NOTES TO UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2020**

- a) The above unaudited standalone financial results are prepared in compliance with Indian Accounting Standards ("Ind AS") as notified under section 133 of the Companies Act, 2013 ("the Act") [Companies (Indian Accounting Standards) Rules, 2015], as amended.
- b) The unaudited standalone financial results for the quarter and half year ended September 30, 2020 ('the Statement') were reviewed by the Audit Committee and approved by the Board of Directors of Zodiac Clothing Company Limited ('the Company') at their meeting held on November 11, 2020. These financial results have been subjected to limited review by the statutory auditors of the Company.
- c) The Company is exclusively engaged in the business of clothing and clothing accessories. This in the context of Indian Accounting Standard (Ind AS 108) "Operating Segments", constitutes one single operating segment.
- d) The Ministry of Corporate Affairs vide notification dated July 24, 2020, issued an amendment to Ind AS 116 - Leases, by inserting a practical expedient for "Covid-19-Related Rent Concessions". Pursuant to the said amendment, the Company has applied the practical expedient with effect from April 01, 2020 in respect of leases, where negotiations have been completed, by accounting the unconditional rent concessions of Rs. 474 Lakhs during the quarter ended September 30, 2020 and Rs. 900 Lakhs during the half year ended September 30, 2020 in "Other Income" in the Statement of Profit and Loss. Further, gain on termination of lease contracts amounting to Rs. 552 lakhs for the quarter ended September 30, 2020 and Rs 590 lakhs for the half year ended September 30, 2020 has been recognised in "Other Income" in the Statement of Profit and Loss.
- e) The Company's plants, retail stores and offices were shut down from March 25, 2020 consequent to the nationwide lockdown announced by the Government of India due to Covid 19 pandemic and with the easing of restrictions, the Company's plants, retail stores and offices have commenced operations. The low market demand due to lockdown / restrictions during current six month has impacted the Company's operations. The Company's management has done an assessment of the situation including liquidity position considering cost reduction measures undertaken, operational synergies, orders on hand etc. and of the carrying value of assets and liabilities as at September 30, 2020 and concluded that there are no material adjustments required in the financial statements as of September 30, 2020. The Company will continue to monitor the changes for any material impact as the situation evolves.
- f) Refer Annexure 1 and 2 for Statement of Unaudited Standalone Assets and Liabilities and Statement of Unaudited Standalone Cash Flows respectively.

Place : Mumbai  
Date : November 11, 2020



For and on behalf of the Board of Directors  
*[Signature]*  
S. Y. NOORANI  
Vice Chairman & Managing Director

## STATEMENT OF UNAUDITED STANDALONE ASSETS AND LIABILITIES AS AT SEPTEMBER 30, 2020

(Rs. in Lakhs)

	Particulars	As at	As at
		September 30, 2020	March 31, 2020
		(Unaudited)	(Audited)
<b>I</b>	<b>ASSETS</b>		
<b>1</b>	<b>Non-current assets</b>		
	Property, plant and equipment	10,546	10,999
	Right-of-use assets	4,259	7,135
	Capital work - in - progress	128	187
	Investment properties	737	745
	Intangible assets	176	211
	Investments in subsidiary	66	66
	Financial assets		
	- Investments	2,337	2,663
	- Loans	1,147	931
	- Others financial assets	1	1
	Deferred tax assets (net)	1,565	1,572
	Non - Current tax assets (net)	1,306	1,325
	Other non - current assets	127	184
<b>2</b>	<b>Current assets</b>		
	Inventories	8,595	8,822
	Financial assets		
	- Investments	631	165
	- Trade receivables	1,825	1,598
	- Cash and cash equivalents	144	546
	- Bank Balances other than cash and cash equivalents	49	49
	- Loans	521	901
	- Other financial assets	121	6
	Other current assets	2,549	2,509
	<b>TOTAL ASSETS</b>	<b>36,830</b>	<b>40,615</b>
<b>II</b>	<b>EQUITY AND LIABILITIES</b>		
<b>1</b>	<b>Equity</b>		
	Equity share capital	2,248	2,248
	Other equity	19,079	20,252
<b>2</b>	<b>Liabilities</b>		
	<b>Non-current liabilities</b>		
	Financial liabilities		
	- Borrowings	1,816	1,672
	- Lease Liabilities	3,423	5,619
	<b>Current liabilities</b>		
	Financial liabilities		
	- Borrowings	4,393	4,299
	- Lease Liabilities	1,269	2,534
	- Trade payables		
	(a) total outstanding dues of micro enterprises and small enterprises; and	26	38
	(a) total outstanding dues of creditors other than micro enterprises and small enterprises	3,289	2,222
	- Other financial liabilities	289	667
	Provisions	124	134
	Other current liabilities	874	930
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>36,830</b>	<b>40,615</b>



## STATEMENT OF UNAUDITED STANDALONE CASH FLOWS FOR THE HALF YEAR ENDED SEPTEMBER 30, 2020

(Rs. in Lakhs)

Particulars	Half Year Ended September 30, 2020	Half Year Ended September 30, 2019
	(Unaudited)	(Unaudited)
<b>CASH FLOW FROM OPERATING ACTIVITIES:</b>		
<b>Loss before tax</b>	<b>(1,086)</b>	<b>(1,328)</b>
Adjustments for:		
Depreciation and amortization expenses	1,350	1,735
Finance cost	503	718
Unrealised exchange gain on foreign currency translation / transaction (net)	(28)	(30)
Dividend income	(677)	(668)
Rent income	(132)	(193)
Interest income		
- on unwinding of security deposits	(43)	(29)
- on others	(1)	(3)
Net loss / (gain) on financial assets measured at fair value through profit or loss	42	(202)
Gain on remeasurement/termination of lease contracts	(590)	-
Rent Concession on lease rentals	(900)	-
Bad and doubtful debts, loans, advances and deposits written off (net)	151	79
Net Loss on sale/discard of property, plant and equipment	120	15
	<b>(1,291)</b>	<b>94</b>
<b>Operating profit before working capital changes</b>		
Adjustments for:		
(Increase)/decrease in trade and other receivables	(146)	92
Decrease in inventories	227	5
Increase in trade and other payables	718	189
(Decrease)/Increase in provision	(10)	2
	(502)	382
Direct taxes paid (net of refunds)	(95)	(82)
<b>Net cash flows (used in) / generated from operating activities</b>	<b>(597)</b>	<b>300</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES:</b>		
<b>Inflows</b>		
Sale proceeds of property, plant and equipment	4	15
Interest received	1	3
Rent received	132	193
Sale proceeds of non-current investments	263	913
Sale proceeds of current investments (Net)	-	127
Dividend received	677	668
	<b>1,077</b>	<b>1,919</b>
<b>Outflows</b>		
Purchase of property, plant and equipment/ intangible assets	(95)	(252)
Purchase of non-current investments	(82)	(73)
Purchase of current investments (Net)	(445)	-
Investment in Term Deposits (Net)	(1)	(1)
	<b>(563)</b>	<b>(326)</b>
<b>Net cash generated from investing activities</b>	<b>514</b>	<b>1,593</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES:</b>		
<b>Inflows</b>		
Proceeds from issue of equity shares (including securities premium) / share warrants	-	500
Proceeds from non-current borrowings	144	-
Proceeds from current borrowings (net)	94	-
	<b>238</b>	<b>500</b>
<b>Outflows</b>		
Repayment of non-current borrowings	(65)	(104)
Repayment of current borrowings (Net)	-	(297)
Payment of principal portion of lease liabilities	(77)	(1,115)
Interest paid on lease liabilities	(287)	(513)
Interest paid on others	(128)	(208)
Dividend paid	-	(213)
	<b>(557)</b>	<b>(2,450)</b>
<b>Net cash used in financing activities</b>	<b>(319)</b>	<b>(1,950)</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(402)</b>	<b>(57)</b>
Add : Cash and cash equivalents at beginning of the year	546	417
<b>Cash and cash equivalents at end of the year</b>	<b>144</b>	<b>360</b>



T h

# Price Waterhouse Chartered Accountants LLP

## Review Report

The Board of Directors  
Zodiac Clothing Company Limited  
Nyloc House, 254, D-2,  
Dr. Annie Besant Road,  
Worli, Mumbai – 400 030

1. We have reviewed the unaudited standalone financial results of Zodiac Clothing Company Limited (the “Company”) for the quarter and half year ended September 30, 2020 which are included in the accompanying ‘Statement of unaudited standalone financial results for the quarter and half year ended September 30, 2020’, ‘the Statement of unaudited standalone Assets and Liabilities as on that date’ and ‘the statement of unaudited standalone cash flows for the half-year ended on that date’ (the “Statement”). The Statement has been prepared by the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations, 2015”), which has been initialled by us for identification purposes.
2. This Statement, which is the responsibility of the Company’s Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 “Interim Financial Reporting” (“Ind AS 34”), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.



Price Waterhouse Chartered Accountants LLP, Nesco IT Building III, 8th Floor, Nesco IT Park, Nesco Complex  
Gate No. 3 Western Express Highway, Goregaon East, Mumbai — 400 063

T: +91(22) 61198000, F: +91 (22) 61198799

Registered office and Head office: Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi 110 002

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N)

# Price Waterhouse Chartered Accountants LLP

*Zodiac Clothing Company Limited*  
*Review Report on the Unaudited Standalone financial results*  
*Page 2 of 2*

5. We draw attention to Note (e) to the unaudited standalone financial results, regarding the management's assessment of the financial impact due to restrictions and other conditions related to Covid-19 pandemic for which a definitive assessment of the impact in the subsequent period is dependent upon circumstances as they evolve. Our conclusion is not modified in respect of this matter.

For Price Waterhouse Chartered Accountants LLP  
Firm Registration Number: 012754N/N500016



Sachin Parekh  
Partner  
Membership Number: 107038  
UDIN: 20107038AAAADY7562

Place: Mumbai  
Date: November 11, 2020