



September 28, 2024

To,

The Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

To,

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex
Bandra (East), Mumbai-400 051.

Scrip Code : 532613

Trading Symbol : "VIPCLOTHNG"

Dear Sir/Madam,

Sub: - Submission of Scrutinizer Report - Consolidated

Pursuant to the requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are enclosing herewith the Consolidated Scrutinizer Report for the 34th Annual General Meeting (AGM) of VIP Clothing Limited held on Friday, 27th September, 2024 at 11:32 A.M. (IST)

Requested you to kindly take the same on your record.

Thanking you.

For VIP Clothing Limited

RAHUL
DWARAKA
SONI

Digitally signed by
RAHUL DWARAKA
SONI
Date: 2024.09.28
16:41:44 +05'30'

MR. RAHUL SONI

Company Secretary and Compliance Officer
Membership No.: A61305

Encl: A/a.

VIP Clothing Ltd.

CIN: L18101MH1991PLC059804

Registered office: C-6, Road No.22, MIDC, Andheri (East), Mumbai -400 093.

Phone: +91 22-2825 7624; Fax: +91 22-2837 1023

Email- id: investor.relations@viporg.com; Website: www.vipclothing.in

Office: 26, Orchid Plaza, Behind SBI., R. T. Road, Dahisar (East), Mumbai – 400068;

Tel: 022-28978414 / 28483441;

Email: rsmp.pcs@gmail.com

REPORT OF SCRUTINIZERS – CONSOLIDATED

To,

The Chairman of 34th Annual General Meeting of the Members of VIP Clothing Limited (herein after the "Company"), held on Friday, September 27, 2024 at 11:30 a.m. (IST) through Video Conferencing ('VC') /Other Audio-Visual Means ('OAVM').

Dear Sir,

1. APPOINTMENT AS SCRUTINIZERS:

We, RS & MP Associates, Company Secretaries in practice, were appointed as the Scrutinizers by the Board of Directors of the Company for the purpose of scrutinizing on the resolutions contained in the notice dated August 14, 2024 ("Notice") convening the 34th Annual General Meeting ('AGM') of the Equity Shareholders of the Company, held on Friday, September 27, 2024 at 11:30 a.m. through Video Conferencing ('VC') /Other Audio-Visual Means ('OAVM'). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions, based on the reports generated from the electronic voting system.

2. MANAGEMENT'S RESPONSIBILITY:

The Management of the Company is responsible to ensure the compliance with the requirements of –

- (i) the Companies Act, 2013 and the Rules framed thereunder;
- (ii) the Circulars and Notifications issued by the Ministry of Corporate Affairs ('MCA') from time-to-time; and
- (iii) The SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('LODR') and rules relating to remote e-voting and the e-Voting process on the resolutions contained in the AGM Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



3. DISPATCH OF NOTICE CONVENING THE AGM AND ADVERTISEMENTS:

- i). Notice were published in Free Press Journal (English) dated: September 3, 2024 and Nav Shakti (Marathi) dated: September 3, 2024 specifying the date and time of AGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email Ids by the members (both physical and demat) who are yet to register their email ids with Company, manner of voting through remote e-voting or through e-voting system during the AGM, etc.
- ii). The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to the Stock Exchanges (i.e. BSE Limited and the National Stock Exchange of India Limited) on September 2, 2024.
- iii). On the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL'), the Company completed dispatch of the Notice of the AGM as under:
 - On September 2, 2024 by e-mail to 31855 members who had registered their email IDs with the Company / Depositories.

4. CUT-OFF DATE:

The Voting rights were reckoned as on Friday, September 20, 2024, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting during the AGM.

5. REMOTE E-VOTING:

- (i) The Company had appointed Link Intime India Private Limited as the agency for providing the remote e-Voting platform.
- (ii) Remote e-Voting platform was open from Tuesday, September 24, 2024 (10:00 a.m.) to Thursday, September 26, 2024 (5:00 p.m.) and members were required to cast their votes



electronically conveying their assent or dissent in respect of the Resolutions, on the e-Voting platform provided by Link Intime India Private Limited.

(iii) The votes cast during the remote e-voting were unblocked on September 27, 2024 after the conclusion of the AGM.

(iv) Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted 'in favour' or 'against' on each of the resolutions that was put to vote, Based on the report generated by Link Intime India Private Limited and relied upon by us, data regarding the remote e-voting was scrutinized on test check basis.

6. VOTING AT THE AGM:

The Company had appointed Link Intime India Private Limited as the agency for providing the e-Voting system/ platform during the AGM. The Company through the aforesaid agency had provided the facility for voting through e-Voting at the AGM and members, who have not casted their vote by remote e-voting were allowed to exercise their right to e-vote during the AGM.

7. COUNTING PROCESS:

- i). On completion of AGM and e-Voting at the AGM, we downloaded the final report/results on remote e-Voting and e-Voting provided at the AGM from <https://instavote.linkintime.co.in>, e-Voting platform provided by Link Intime India Private Limited.
- ii). The e-votes were reconciled with the records maintained by the Company and Link Intime India Private Limited, RTA with respect to the authorizations lodged with the Company.



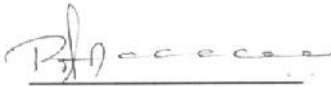
8. **RESULTS:**

- i). The Consolidated Results with respect to each item on the agenda as set out in the Notice is annexed herewith and marked as **ANNEXURE – I**.
- ii). Based on the aforesaid results, I report that Two (2) Ordinary Resolutions as contained in Item No. 1 and Item No.2 respectively of the Notice have been passed with requisite majority.

For **RS & MP ASSOCIATES, Company Secretaries,**

Unique code No.: P2017MH061400,

PR: 1773/2022



Rakesh Sanghani, Partner

Scrutinizer

*FCS: 7647. C.P. No.: 6302

Date: September 28, 2024

Place: Mumbai



Countersigned and received the report:

For **VIP Clothing Limited**

**Sunil
Jaykumar
Pathare**

Digitally signed by
Sunil Jaykumar
Pathare
Date: 2024.09.28
16:40:47 +05'30'

Chairman/Authorised Signatory

Date: September 28, 2024

Place: Mumbai

Encl: Annexure – I

CONSOLIDATED RESULTS - VIP CLOTHING LIMITED**ITEM NO.1 :**

ORDINARY RESOLUTION - To receive, consider, approve and adopt the Audited Financial Statements of the Company comprising of Balance Sheet as at 31st March 2024, Statement of Profit and Loss for the financial year ended 31st March 2024 together with the Management Report, Directors' Report and Auditors' Report thereon:

VOTING METHOD	TOTAL NUMBER OF SHARES	TOTAL VALID VOTES	VOTES IN FAVOUR OF THE RESOLUTION			VOTES AGAINST THE RESOLUTION			INVALID VOTES	ABSTAINED VOTES
			NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST	NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST		
REMOTE E-VOTING	40,072,757	40,072,757	126	40,064,107	99.978%	6	8,650	0.0216%	-	-
INSTA-VOTING AT THE AGM	1,286,590	1,286,590	3	1,286,590	100.000%	-	-	0.0000%	-	-
TOTAL	41,359,347	41,359,347	129	41,350,697	99.9791%	6	8,650	0.0209%	-	-

ITEM NO.2:

ORDINARY RESOLUTION - To appoint a Director in place of Mr. Kapil J. Pathare (DIN: 01089517), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

VOTING METHOD	TOTAL NUMBER OF SHARES	TOTAL VALID VOTES	VOTES IN FAVOUR OF THE RESOLUTION			VOTES AGAINST THE RESOLUTION			INVALID VOTES	ABSTAINED VOTES
			NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST	NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST		
REMOTE E-VOTING	40,072,757	40,072,757	123	40,063,692	99.977%	9	9,065	0.0226%	-	-
INSTA-VOTING AT THE AGM	1,286,590	1,286,590	3	1,286,590	100.000%	-	-	0.0000%	-	-
TOTAL	41,359,347	41,359,347	126	41,350,282	99.9781%	9	9,065	0.0219%	-	-



General information about company	
Scrip code	532613
NSE Symbol	VIPCLOTHNG
MSEI Symbol	NOTLISTED
ISIN	INE450G01024
Name of the company	VIP CLOTHING LTD.
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2024
Start time of the meeting	11:32 AM
End time of the meeting	12:45 PM

Scrutinizer Details	
Name of the Scrutinizer	RAKESH SANGHANI
Firms Name	RS & MP Associates
Qualification	CS
Membership Number	7647
Date of Board Meeting in which appointed	14-08-2024
Date of Issuance of Report to the company	28-09-2024

Voting results	
Record date	20-07-2024
Total number of shareholders on record date	33457
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	7
b) Public	70
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Receive, consider, approve and adopt the Audited Financial Statements of the Company comprising of Balance Sheet on 31 March 2024, Statement of Profit and Loss for the FY ended 31 March 2024 together with the Management Report, Directors' Report and Auditors' Report thereon.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	40955538	38421095	93.8117	38421095	0	100	0
	Poll		834443	2.0374	834443	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40955538	39255538	95.8492	39255538	0	100
Public- Institutions	E-Voting	1960	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1960	0	0	0	0	0
Public- Non Institutions	E-Voting	41639021	1651662	3.9666	1643012	8650	99.4763	0.5237
	Poll		452147	1.0859	452147	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		41639021	2103809	5.0525	2095159	8650	99.5888
Total		82596519	41359347	50.074	41350697	8650	99.9791	0.0209
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Kapil J. Pathare (DIN: 01089517), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	40955538	38421095	93.8117	38421095	0	100	0
	Poll		834443	2.0374	834443	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40955538	39255538	95.8492	39255538	0	100
Public- Institutions	E-Voting	1960	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1960	0	0	0	0	0
Public- Non Institutions	E-Voting	41639021	1651662	3.9666	1642597	9065	99.4512	0.5488
	Poll		452147	1.0859	452147	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		41639021	2103809	5.0525	2094744	9065	99.5691
Total		82596519	41359347	50.074	41350282	9065	99.9781	0.0219
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

