



April 04, 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,

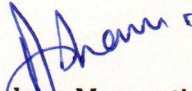
Sub: - Clarification on email received for BSE for delay in submission of Summary of Proceedings of the 33rd Annual General Meeting ('AGM') of the Company held on September 14, 2023.

As per the provisions of Regulation 30(6) read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, the listed entity shall first disclose to stock exchange(s) of all events, as specified in Part A of Schedule III, or information as soon as reasonably possible and not later than twelve hours from the occurrence of event or information.

Our General meeting was on 14th September, 2023 through virtual mode but we could not submit on proceedings on same as we were facing some technical issue in login. Hence the same was submitted on next day i.e., 15th September at 11.27 am.

We regret for the same and ensure to avoid such delay in future filings.
Thanking you.

Yours faithfully,
For VIP Clothing Limited


Archana Mungunti
Company Secretary & Compliance officer
Membership no.: A-31071
Encl: AGM proceedings



VIP Clothing Ltd.

Registered Add.: C-6, Street No. 22, MIDC,
Andheri (E), Mumbai - 400 093, India.

CIN : L18101MH1991PLC059804

T : 022 - 402090000 - 05

E : info@viporg.com
W : www.vipclothing.in



Proceedings of the 33rd Annual General Meeting ('AGM') of the Company:

The 33rd Annual General Meeting (AGM) of VIP Clothing Limited was held on **Thursday, 14th September, 2023 at 11.30 a.m.** through **Video Conferencing (VC)/ Other Audio Visual Means (OAVM)**, in compliance with the provisions of the Companies Act, 2013 (as amended) and rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and General circulars issued by SEBI from time to time.

The AGM commenced at 11:31 a.m. IST.

Mrs. Archana Mungunti, Company Secretary and Compliance officer welcomed the Members to the meeting and brief them on certain points relating to participation at the Meeting.

Thereafter Mr. Sunil Pathare, Chairman and Managing Director of the Company chaired the Meeting. He welcomed all the Directors, Auditors and Members of the Company to the AGM. As the requisite quorum was present, the meeting was called to order by the Chairman. He then introduced his co-directors including respective Chairpersons of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee etc. who joined the Meeting through VC from various locations including the registered office of the Company. Mr. Marmik Patel from M/s. RS & MP Associates, Company Secretaries scrutinizer to the AGM was present at the Meeting. The representatives of Statutory Auditors and Secretarial Auditors of the Company were also present during the AGM.

The Chairman informed the Members that the documents which were statutorily required to be kept open were available electronically for inspection by the Members during the AGM.

Total 82 Members attended the AGM as per the records of the attendance.





The Chairman addressed the shareholders as follows:

“Dear Shareholders,

This year we celebrated our 77th Independence Day. On this Occasion our Honourable Prime Minister, Shri Narendra Modi ji, said in his address to the nation:

“This is a New India full of self-confidence. Ye Bharat na rukta hai, na thakta hai, na haanfta hai aur na hi haarta hai. This India is unstoppable, this India is tireless, this India does not gasp for breath, and this India does not give up.”

“Same is the spirt & feeling at VIP – New VIP- Life full of energy & confidence”

This year holds great significance and progressive year for India. As we have accomplished a remarkable feat with our first lunar exploration mission, The Chandrayaan-3. The first country to land on the South Pole of the Moon and only the 4th nation to achieve this success. Within Just 10 days of the landing of the Chandrayaan-3 on Moon; India also launched successfully another milestone Solar Mission by the name of Aditya L1. Such back to back feat in Research and Space Development by ISRO is a remarkable Global achievement.

Amidst the prevailing uncertainties in the global landscape, India emerges as an outstanding nation by setting itself apart. When we look at the geopolitical and economic situation, there are dark clouds of uncertainty hovering around us. However, there is also one sharp, unmistakable ray of certainty. The certainty that India will rise as a leading nation in our increasingly multi-polar world.

The G20 presidency provides India with the opportunity to share its success stories with the world and, simultaneously, attract global businesses to invest in India, especially at a time when they are seeking to diversify their investment destinations.

Key decisions made during the recent G20 Summit at New Delhi held on 9th & 10th September are encompassed the endorsement of the New Delhi Leadership Declaration, the unveiling of a significant economic corridor connecting India, the Middle East, and Europe, and the formal inclusion of the African Union (AU) as a permanent member of the Group of 20. India has shown its Strength & Power at the summit to become a superpower nation with presence of global leaders. During the year, G20 India organised over 100 policy discussion initiatives across the country which are attracting notable participation from overseas.





Mr. Børge Brende (President of The World Economic Forum) who was speaking at the G20 Summit in New Delhi on August 25, this year, highlighted the pivotal nature of India's G20 presidency, emphasising its growing global significance, he said, India has been the fastest-growing economy for three years in a row amid sluggish global growth. India will be the world's third-largest economy in a few years.

In 2014, we were at number 10 in the global economy, and today the persistent efforts of our beloved Prime Minister Shri Narendra Modi ji & of all Indians have finally paid off as we have reached the rank of number 5 in the world economy. I hugely admire these brilliant achievements. It has made India proud by enhancing our nation's fame globally with their spectacular growth, commitment to quality and passion for innovation. Now is the time for all of us in the business community to work together as a grand coalition to transform India into a fully developed nation by 2047 – a prosperous India in which no Indian and no region will be left behind.

Now coming to our Company's performance, as promised in previous year, I am delighted to share that, your Company has delivered a strong financial performance for the entire year ending March 31, 2023.

Also I would like to share the positive changes and growth, it has experienced while re-affirming our commitment to fostering a strong relationship with our valued shareholders remains unwavering. It has achieved significant milestones and experienced substantial growth across various facets of our business. I am pleased to highlight some of the key accomplishments:

Our company has witnessed robust revenue growth, surpassed expectations and solidifying our position in the market. I am delighted to report it as year of stellar all-round performance, as when the Market has shown negative growth we at VIP Clothing made into a positive outcome. The Revenue from operations for FY23 increased by 9.65% from ₹1,829.77 Mn to ₹2,006.40 Mn an increase in Gross Profit by 15.99%. from ₹540.73 Mn to ₹627.17 Mn.

We successfully expanded into new markets & new products, both domestically and internationally, opening doors for exciting opportunities and widening our customer base. We have launched nine products under our various brands and also working on developing new collections and products to meet the demands of our consumers. We have on-boarded 40 new distributors in order to increase its market presence, also adapted and implemented





Distributor Management System (DMS) technology across 49 distributors for increased efficiency.

We continued to invest in cutting-edge technologies and innovation, enabling us to stay ahead in a competitive landscape and enhance our products and services. We have invested in digital enhancements through social media and performance marketing on platforms such as Meta, YouTube, and Google to boost our sales in the Direct-to-Consumer (D2C) market. We will also focus on establishing a strong presence on various online marketplaces such as Amazon, Flipkart, Nykaa, Myntra, and, most importantly, our own website, vipinners.com.

Our dedicated team of professionals played a pivotal role in driving the Company's success, with their expertise and commitment thus, fueling our progress. I Salute to each soldier of The VIP Team for their dedication and tireless efforts that they have put in.

Emphasizing on raising Funds for growth, we have raised Rs.45.16 crore through issue of convertible warrants by way of Preferential Allotment, convertible into equity shares within 18 months from the date of allotment. This will help to bring financial cost improvisation & in building growth and brand. As a result, we are positioned for accelerated growth both in India and in other markets around the world.

We will continue to prioritize providing timely and accurate information regarding the Company's performance, financial results, and strategic direction. Your insights and feedbacks are invaluable to us, and we prioritize actively engaging with you through various channels, including shareholders meetings, Investors' Presentation, and written communications.

As we step into the future, our focus remains steadfast on driving sustainable growth, generating long-term shareholder value, and contributing positively to the communities we operate in. We are confident that with your support and belief in our vision, we will overcome challenges and seize opportunities to reach new heights of success. ”

Thereafter Mr. Sunil Pathare invited Mr. Kapil Pathare, Whole time Director of the Company. Mr. Kapil Pathare then made a presentation on upcoming New products, Marketing Activates and Various Team Building activities in the Company.

Thereafter, the Notice convening the 33rd AGM and the Auditors' Report on Financial Statements for the financial year ended March 31, 2023 was taken as read.





The following business as set out in the Notice dated August 10, 2023 convening the 33rd AGM was transacted:

ORDINARY BUSINESS:

AGENDA NO.: 1

To receive, consider, approve and adopt the Audited Financial Statements of the Company comprising of Balance Sheet as at 31st March, 2023, Statement of Profit and Loss for the financial year ended 31st March, 2023 together with the Management Report, Directors' Report and Auditors' Report thereon.

AGENDA NO. : 2

To appoint a Director in place of Mr. Sunil J. Pathare (DIN: 00192182), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

The Host of the Meeting then invited the Members who had registered themselves as Speakers to raise queries, if any, on the Reports and Financial Statements of the Company for the financial year ended March 31, 2023 and share their views, comments and suggestions. Speaker shareholders spoke / raised queries / made comments on the financial performance and other relevant matters.

The Chairman and Management of the Company responded to the queries raised and provided clarifications to the Members up to their satisfaction.

The Chairman, thereafter, expressed his gratitude towards all the stakeholders of the Company for their valuable contribution, interest and involvement. He then thanked all the Members for their continuous support and participation at the AGM.

The Chairman informed the Members that voting on the Link Intime India Private Limited platform would continue for another 15 minutes after the conclusion of the proceedings of the AGM to enable the Members to cast their votes.





The Chairman declared that the results of voting shall be declared immediately on receipt of the report of the Scrutinizer. The combined results of the votes cast by the Members through remote e-voting before the AGM and the e-voting during the meeting, on all resolutions, based on the report of the Scrutinizer, once finalized, will be informed to BSE Ltd. and National Stock Exchange of India Ltd. and will also be uploaded on the websites of the Company (www.vipclothing.in)

On completion of the e-voting process, the meeting concluded at 12:44 p.m. IST and after that e-voting was active for further 15 minutes till 12.59 p.m. IST.

The consolidated Scrutinizer's Report was received on September 14, 2023 and as set out therein, all the Resolutions had been passed with requisite majority.

NOTE: THESE ARE NOT THE MINUTES OF THE PROCEEDINGS OF THE AGM HELD ON SEPTEMBER 14, 2023.

Requested you to kindly take the same on record.

Thanking you.

Yours faithfully,
For VIP Clothing Limited




Archana Mungunti
Company Secretary & Compliance officer
Membership no.: A-31071
Date: 14/09/2023