

30th June, 2022



To,

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

Scrip Code : 532613

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.

Trading Symbol : VIPCLOTHNG

Sub: Results of Postal Ballot by remote e-voting process.

Dear Sir/Madam,

This is furtherance to our letter dated 30th May, 2022 intimation of Postal Ballot Notice along with the explanatory statement for seeking approval of the members of VIP Clothing Limited ("the Company") by way of Special Resolution for;

- a) Alteration of Main Object Clause of Memorandum of Association of the Company;
- b) Re-appointment of Mr. Sunil Pathare (DIN: 00192182) as Chairman and Managing Director for the period of 3 (Three) years, commencing from April 1, 2022;
- c) Re-appointment of Mr. Kapil Pathare (DIN: 01089517) as Whole-time Director for the period of 3 (Three) years, commencing from April 1, 2022;

We further inform that pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company conducted the Postal Ballot as set out in the notice of the Postal Ballot dated May 30, 2022.

Remote e-voting process concluded at 5.00 p.m. (IST) on Wednesday, 29th June, 2022, post which the scrutinizer submitted his report on the results of the Postal Ballot. Based on the report of the scrutinizer, we hereby inform that the members of the Company have duly approved and passed the special resolutions.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of the voting results and Scrutinizer's Report in this behalf for your record.

The voting result and the Scrutinizer's report are being uploaded on the Company's website www.vipclothing.in.

VIP Clothing Limited

Registered Office : C-6, Road No. 22, MIDC,
Andheri (E), Mumbai-400 093, Maharashtra India

CIN: L18101MH1991PLC059804

Tel : +91 (22) 28256788
 : +91 (22) 28257624/27
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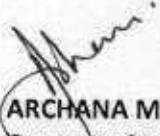


Email : info@vipotg.com
Web : www.vipinners.com

This is for your information and record.

Thanking you

Yours faithfully,
For VIP Clothing Limited


ARCHANA MUNGUNTI
Company Secretary
Membership No. A-31071



Encl.: As above.

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 / 110 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
Mr. Sunil Pathare
The Chairman of VIP Clothing Limited (CIN: L18101MH1991PLC059804)
Regd. Office: C-6, Road No.22, M.I.D.C.,
Andheri (East), Mumbai 400 093

Dear Sir,

Consolidated Report of Scrutinizer on the results of Voting by way of Remote E-voting under Postal Ballot process ("Remote E-voting") in accordance with MCA Circulars (as defined hereinbelow), in connection with the resolutions detailed in the Notice dated May 30, 2022 ("Notice"), for seeking approval of members of VIP Clothing Limited ("the Company").

I, Alpeshkumar Panchal, partner of M/s. KJB & CO LLP, Practicing Company Secretaries, have been appointed as the Scrutinizer for the purpose of scrutinizing the votes cast on the resolutions detailed in the Notice dated May 30, 2022, for seeking approval of members of the Company by way of special resolutions by means of Remote E-voting under postal ballot process in accordance with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 03/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ("**MCA**") (hereinafter collectively referred as "**MCA Circulars**") ("**Postal Ballot**").

1. The compliance in relation to voting through Postal Ballot on the proposed resolutions is the responsibility of the management of the Company.
2. Our responsibility as a scrutinizer was to ensure that the processes of voting by way of Postal Ballot conducted in a fair and transparent manner and to submit a consolidated scrutinizer's report on the voting to the Chairman of the Company on the resolutions, based on the report generated from the electronic voting system provided by Link Intime India Private Limited ("**LI IPL**" or "**agency**").
3. In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars as referred above, the Company had provided Remote E-voting facility through LI IPL to cast votes by the members of the Company in respect of the resolutions provided in the Notice.
4. Notices were issued to the Members whose name were appearing in the Register of Members as on May 27, 2022.

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Above Central Bank of India,
S. V. Road,
Kandivalli (West),
Mumbai - 400 067.

T: +91 22 39121058
E: info@kjbllp.com
Website: www.kjbllp.com
LLPIN: AAM-3002



5. Further to above, we submit our report as under:

- 5.1 The voting through Remote E-voting remained open for a period of 30 days commencing from Tuesday, May 31, 2022 at 09.00 A.M. and ended on Wednesday, June 29, 2022 at 5.00 P.M.
- 5.2 The votes casted through Remote E-voting were unblocked in the presence of two witnesses and the Remote E-voting summary statement generated from the electronic voting system provided by LJPL.
- 5.3 Voting rights of Equity shareholders have been reckoned in proportion to their shares in the paid-up share capital of the Company as on Friday, May 27, 2022.



We hereby submit our Report as under:

<u>Item No. 1</u> Special Resolution for Alteration of Object clause of the Memorandum of Association of the Company.	In favour of the resolution		Against the resolution		Total	
	Nos.	% of total valid votes cast (Favour and Against)	Nos.	% of total valid votes cast (Favour and Against)	Nos.	% of total valid votes cast (Favour and Against)
Number of members voted	124	97.64%	3	2.36%	127	100.00%
Number of votes cast by them	3,08,09,736	99.99%	4,346	0.01%	3,08,14,082	100.00%

<u>Item No. 2</u> Special Resolution for Re-appointment of Mr. Sunil Pathare (DIN:00192182) As Chairman and Managing Director for Period of Three (3) Years, Commencing from April 1, 2022.	In favour of the resolution		Against the resolution		Total	
	Nos.	% of total valid votes cast (Favour and Against)	Nos.	% of total valid votes cast (Favour and Against)	Nos.	% of total valid votes cast (Favour and Against)
Number of members voted	123	96.85%	4	3.15%	127	100.00%
Number of votes cast by them	3,08,09,612	99.99%	4,470	0.01%	3,08,14,082	100.00%



Item No. 3 Special Resolution for Re-appointment of Mr. Kapil Pathare (DIN:01089517) As Whole-Time Director for Period of Three (3) Years, Commencing from April 1, 2022.	In favour of the resolution		Against the resolution		Total	
	Nos.	% of total valid votes cast (Favour and Against)	Nos.	% of total valid votes cast (Favour and Against)	Nos.	% of total valid votes cast (Favour and Against)
Number of members voted	123	96.85%	4	3.15%	127	100.00%
Number of votes cast by them	3,08,09,612	99.99%	4,470	0.01%	3,08,14,082	100.00%

Based on the foregoing, all the resolutions stated in the Notice of the Meeting of the Company are deemed to have been passed as special resolutions on the last date of Remote E-voting period i.e. Wednesday, June 29, 2022.

The electronic data and all other relevant records relating to the Remote E-voting are under my safe custody and will be handed over to the Company for preserving safely after the Chairman considers, approves and sign the minutes of the Postal Ballot.

Thanking You.

For KJB & CO LLP,
Practicing Company Secretaries

Alpeshkumar Panchal

Alpeshkumar Panchal
Partner

Mem No. - 49008

C. P. No. - 20120

UDIN: A049008D000548210

Date: Ashadha 9, 1944 | June 30, 2022

Place: Vadodara



Sunil Pathare

Countersigned by:
For VIP Clothing Limited

Sunil Pathare
Mr. Sunil Pathare

Chairman or person authorized by him in writing