



March 20, 2020

To,

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

Scrip Code : 532613

Dear Sir/Madam,

Sub: response to email received from NSE vide reference no. NSE/LIST/15496 dated March 17, 2020.

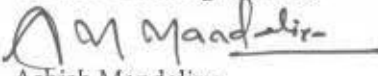
Please note that we had received a query from NSE vide its email dated March 17, 2020, regarding Non submission of reports/ disclosures in the annual report submitted for the year ended 31- Mar-2019.

The copy of the letter submitted to NSE is attached herewith for your reference.

Requested you to kindly take the same on your record.

Thanking you.

Yours faithfully,
For **VIP Clothing Limited**,


Ashish Mandaliya
CFO & Company Secretary

Encl : As above



VIP Clothing Ltd.

(Formerly known as Maxwell Industries Ltd.)

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

CIN : L18101MH1991PLC059804

Export Div.

T: +91 (22) 28257624 /27/33
F: +91 (22) 28371023
T: +91 (22) 28256788
F: +91 (22) 28371024



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



March 20, 2020

To,

National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051.

Trading Symbol : VIPCLOTHNG

Kind Attn : Mr. Harmeet Singh, Manager

Dear Sir,

Sub: Non submission of reports/ disclosures in the annual report submitted for the year ended 31- Mar-2019

We have received your letter reference no. NSE/LIST/ 15496 dated March 17, 2020 regarding the aforesaid subject.

1. Certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies.

We would like to state that, we had disclosed the non-disqualification of Directors in our Corporate Governance report. The certificate of Practising Company Secretary on non-disqualification is inadvertently missed out without any malafide intension from our side to print in the annual report for financial year 2018-19.

2. In case of details of fees paid to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part,

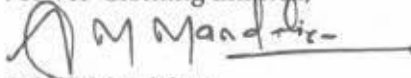
We had no other payments made to the statutory auditors except for Company's audit and taxation fees for financial year 2018-19 and to any entities in the network firm/network entity to which statutory auditor a part of any other such networking firm/entity.

We would like to state and undertake that such inadvertent mistake will not be repeated in future and we will ensure such compliance in future. We are enclosing herewith the addendum to corporate governance report and same will be uploaded on our web site for the benefit of the shareholders.

We hope and request you to kindly consider the above clarification.

Thanking you.

Yours faithfully,
For **VIP Clothing Limited,**


Ashish Mandaliya
CFO & Company Secretary



Encl : As above

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VIP Clothing Limited

Registered Office : C-6, Road No.22, M.I.D.C., Andheri (East), Mumbai - 400 093
Website : www.vipclothing.in Email ID : investor.relations@viporg.com
Tel : 91-2825 7624, 2825 7627 Fax : 91-22-2837 1023
CIN : L18101MH1991PLC059804

Addendum to Corporate Governance Report Dated May 20, 2019 to Annual Report, for the Financial Year 2018-19, to disclose further information pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

• PCS Certificate on Directors' eligibility to hold office

The Certificate from M/s. Rakesh Sanghani, Practising Company Secretary, stating that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies, by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other statutory authority, forms Part of Annual Report as per Annexure -F.

Annexure -F

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS (Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
VIP Clothing Limited
C-6, Road No.22, MIDC
Andheri (East)
Mumbai - 400 093

I, Rakesh Sanghani, Practising Company Secretary (FCS : 7647 and COP : 6302) have examined the relevant registers, records, forms, returns and disclosures received from the Directors of VIP Clothing Limited, having CIN-L18101MH1991PLC059804 and having registered office at C-6, Road No.22, MIDC, Andheri (East), Mumbai - 400 093 (hereinafter referred to as the 'Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verification (including Directors identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

Sr. No.	Name & Address	Designation	DIN
1.	Mr. Sunil Jaykumar Pathare	Chairman & Managing Director	00192182
2.	Mr. Kapil Jaykumar Pathare	Whole time Director	01089517
3.	Mr. Gopal Sehjpal	Independent Director	00175975
4.	Mr. Chetan Sheth	Independent Director	00202723
5.	Mr. Robin Banerjee	Independent Director	00008893
6.	Mrs. Meher Castelino	Independent Director	07121874

Please note that ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Rakesh Sanghani
(Practising Company Secretaries)
Proprietor
FCS No. 7647
C.P.No. 6302

Date: May 20, 2019
Place: Mumbai



VIP Clothing Limited



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• Detail of total fees paid to Statutory Auditor

The details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditors and all entities in the network firm/ network entity of which the Statutory Auditors is a part, are as follows:

(Rs. in lakhs)

Particulars	For the Period ended March 31, 2019	For the Period ended March 31, 2018
Payment to the auditors comprises (net of service tax/GST Input credit, where applicable)		
For Statutory audit	16.50	14.13
For taxation matters	3.00	3.00
For Company law matters	-	0.50
For rights issue expenses	-	10.00
For other services	-	0.10
For Reimbursement of expenses	1.25	1.83
Total	20.75	29.56

