

Sunil J. Pathare
"Sai Kunj", Thangepath
Sindigate, Murbad Road,
Kalyan - 421 301

28th January 2023

To,
BSE Limited (BSE)
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001.

National Stock Exchange of India Limited
'Exchange Plaza', C-1, Block G,
Bandra- Kurla Complex, Bandra (E),
Mumbai- 400051

Dear Sir,

Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of shares & Takeovers) Regulation, 2011.

As per the captioned subject, we hereby enclosed Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of shares & Takeovers) Regulation, 2011 upon receipt of intimation of allotment of (a) 15,00,000 Convertible Warrants to Mr. Sunil Jaykumar Pathare; (b) 15,00,000 Convertible Warrants to Mr. Kapil Jaykumar Pathare and (c) 5,00,000 Convertible Warrants to Mr. Kanishk Sunil Pathare by VIP Clothing Limited on 25th January 2023.

Kindly take the above disclosures on your records and acknowledge the same.

Thanking You,
Yours Truly,

For and on behalf of all Acquirers / Promoter / Promoter Group

Sunil Jaykumar Pathare

Encl: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of shares & Takeovers) Regulation, 2011

CC TO:

To

The Compliance Officer

VIP Clothing Limited

C-6, Street No 22, MIDC, Andheri (East), Mumbai, Maharashtra, 400093.

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011			
Name of the Target Company (TC)	VIP CLOTHING LIMITED		
Name(s) of the Acquirer and Persons Acting in Concert (PAC) with the Acquirer	ACQUIRER(s)		
	Sunil Jaykumar Pathare ("Acquirer 1")		
	Kapil Jaykumar Pathare ("Acquirer 2")		
	Kanishk Sunil Pathare ("Acquirer 3")		
	Persons forming part of Promoter Group:		
	Lalita Jaykumar Pathare		
	Heena Sunil Pathare		
Ashwini Kapil Pathare			
Maxwell Capital Management Private Limited			
Whether the Acquirer/Seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1.BSE Limited 2.National Stock Exchange of India Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherver applicable (*)	% w.r.t. total diluted share / voting capital of the TC (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights			
ACQUIRER(s)			
Sunil Jaykumar Pathare ("Acquirer 1")	1,67,42,008	20.27%	20.27%
Kapil Jaykumar Pathare ("Acquirer 2")	1,48,15,548	17.94%	17.94%
Kanishk Sunil Pathare ("Acquirer 3")	4,35,749	0.53%	0.53%
Persons forming part of Promoter Group:			
Lalita Jaykumar Pathare	73,38,652	8.88%	8.88%
Heena Sunil Pathare	8,34,443	1.01%	1.01%
Ashwini Kapil Pathare	6,87,138	0.83%	0.83%
Maxwell Capital Management Private Limited	1,02,000	0.12%	0.12%
Total	4,09,55,538	49.59%	49.59%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	0	0.00%	0.00%
c) Voting rights (VR) otherwise than by shares	0	0.00%	0.00%
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
ACQUIRER(s)			
Sunil Jaykumar Pathare ("Acquirer 1")	0	0.00%	0.00%
Kapil Jaykumar Pathare ("Acquirer 2")	0	0.00%	0.00%
Kanishk Sunil Pathare ("Acquirer 3")	0	0.00%	0.00%
Persons forming part of Promoter Group:			
Lalita Jaykumar Pathare	0	0.00%	0.00%
Heena Sunil Pathare	0	0.00%	0.00%
Ashwini Kapil Pathare	0	0.00%	0.00%
Maxwell Capital Management Private Limited	0	0.00%	0.00%
Total	-	0.00%	0.00%
e) Total (a+b+c+d)	4,09,55,538	49.59%	49.59%
Details of acquisition			
a) Shares carrying voting rights acquired			
ACQUIRER(s)			
Sunil Jaykumar Pathare ("Acquirer 1")	0	0.00%	0.00%
Kapil Jaykumar Pathare ("Acquirer 2")	0	0.00%	0.00%
Kanishk Sunil Pathare ("Acquirer 3")	0	0.00%	0.00%
Persons forming part of Promoter Group:			
Lalita Jaykumar Pathare	0	0.00%	0.00%
Heena Sunil Pathare	0	0.00%	0.00%
Ashwini Kapil Pathare	0	0.00%	0.00%
Maxwell Capital Management Private Limited	0	0.00%	0.00%
Total	-	0.00%	0.00%
b) Shares encumbered / invoked/released by the acquirer	0	0.00%	0.00%

c) VRs acquired /sold otherwise than by shares	0	0.00%	0.00%
d) Warrants/ convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired			
ACQUIRER(s)			
Sunil Jaykumar Pathare ("Acquirer 1")	15,00,000	0 [#]	1.62% ^{##}
Kapil Jaykumar Pathare ("Acquirer 2")	15,00,000	0 [#]	1.62% ^{##}
Kanishk Sunil Pathare ("Acquirer 3")	5,00,000	0 [#]	0.54% ^{##}
Persons forming part of Promoter Group:			
Lalita Jaykumar Pathare	-	0	0.00%
Heena Sunil Pathare	-	0	0.00%
Ashwini Kapil Pathare	-	0	0.00%
Maxwell Capital Management Private Limited	-	0	0.00%
Total	35,00,000	0	3.78%^{##}
e) Total (a+b+c+/-d)	35,00,000	0[#]	3.78%^{##}
After the acquisition, holding of:			
a) Shares carrying voting rights			
ACQUIRER(s)			
Sunil Jaykumar Pathare ("Acquirer 1")	1,67,42,008	20.27%	19.67% ^{###}
Kapil Jaykumar Pathare ("Acquirer 2")	1,48,15,548	17.94%	17.59% ^{###}
Kanishk Sunil Pathare ("Acquirer 3")	4,35,749	0.53%	1.01% ^{###}
Persons forming part of Promoter Group:			
Lalita Jaykumar Pathare	73,38,652	8.88%	7.91%
Heena Sunil Pathare	8,34,443	1.01%	0.90%
Ashwini Kapil Pathare	6,87,138	0.83%	0.74%
Maxwell Capital Management Private Limited	1,02,000	0.12%	0.11%
Total	4,09,55,538	49.59%	47.93%
b) Shares encumbered with the acquirer	0	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL
d) Warrants/ convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
ACQUIRER(s)			
Sunil Jaykumar Pathare ("Acquirer 1")	15,00,000	0% [#]	1.62% ^{##}
Kapil Jaykumar Pathare ("Acquirer 2")	15,00,000	0% [#]	1.62% ^{##}
Kanishk Sunil Pathare ("Acquirer 3")	5,00,000	0% [#]	0.54% ^{##}
Persons forming part of Promoter Group:			
Lalita Jaykumar Pathare	-	0.00%	0.00%
Heena Sunil Pathare	-	0.00%	0.00%
Ashwini Kapil Pathare	-	0.00%	0.00%
Maxwell Capital Management Private Limited	-	0.00%	0.00%
Total	35,00,000	0%[#]	3.78%^{##}
e) Total (a+b+c+d)	4,44,55,538	49.59%	47.93%
Mode of acquisition / sale (e.g. open market / off-market /public issue / rights issue / preferential allotment / inter-se transfer etc).	Warrants issued on preferential allotment.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	25-01-2023		
Equity share capital / total voting capital of the TC before the said acquisition	165193038		
Equity share capital/ total voting capital of the TC after the said acquisition	165193038		
Total diluted share/voting capital of the TC after the said acquisition	185493038		
(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement			
(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.			

(#) The Warrants subscribed does not carry voting rights unless the said Warrants are converted / exchanges into / with the equity shares of the target company.			
(##) Assuming that all the Warrants (1,01,50,000) allotted by the target company are converted / exchange into / with the equity shares of the target company.			
(###) This is calculated after including the equity shares that will be issued on conversion / exchange of Warrants on above assumption.			
(\$) This percentage is not included in (e), as the same is included in (a).			
By and on behalf of all the Acquirers / Promoter / Promoter Group			
Sunil Jaykumar Pathare			
Place: Mumbai			
Date: 28.01.2023			