

September 24, 2020



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 Voting Results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 of 30th Annual General Meeting of the Company held on September 24, 2020.

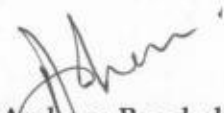
Pursuant to the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are enclosing herewith the Results of remote e-voting and voting during the AGM at the 30th Annual General Meeting (AGM) of VIP Clothing Limited held on 24th September, 2020 at 11.30 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in accordance with circular(s) issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

All the resolutions contained in the Notice of the AGM were approved by the requisite majority of shareholders. We have enclosed here with the copy of combined scrutinizers report.

Requested you to kindly take the same on your record.

Thanking you.

For VIP Clothing Limited


Archana Panchal
Company Secretary
Membership no.: A-31071
Date: 24.09.2020



Encl: A/a.

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) 28256788
F: +91 (22) 28371024

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

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

Details of Voting Results as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Name of the Company	VIP Clothing Limited
Date of the AGM	24 th September, 2020
Total number of Shareholders on record date	22,689
No. of Shareholders present in the meeting either in person or through proxy :	
• Promoters and Promoter Group :	NIL
• Public :	NIL
No. of Shareholders attended the meeting through Video Conferencing :	
Promoters and Promoter Group :	6
Public :	58
Mode of Voting	Remote E-voting and E-voting conducted at the Meeting.

Resolution 1:

Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Financial Statements for the Financial Year ended on March 31, 2020 and the Reports of the Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	43502574	43387074	99.7345	43387074	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		43387074	99.7345	43387074	0	100.0000	0.0000
Public Institutions	E-Voting	222901	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	38871044	10532774	27.0967	10532773	1	100.0000	0.0000
	Poll		45848	0.1179	45848	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10578622	27.2146	10578621	1	100.0000	0.0000
Total		82596519	53965696	65.3365	53965695	1	100.0000	0.0000

Resolution 2:

Resolution Required : (Ordinary)			2 - To appoint a Director in place of Mr. Kapil J. Pathare (DIN 01089517), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	43502574	43387074	99.7345	43387074	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		43387074	99.7345	43387074	0	100.0000	0.0000
Public Institutions	E-Voting	222901	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	38871044	10532774	27.0967	10531423	1351	99.9872	0.0128
	Poll		45848	0.1179	45448	400	99.1276	0.8724
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10578622	27.2146	10576871	1751	99.9834	0.0166
Total		82596519	53965696	65.3365	53963945	1751	99.9968	0.0032

REPORT OF SCRUTINIZERS – CONSOLIDATED

To,

The Chairman of Thirtieth Annual General Meeting of the Members of VIP CLOTHING LIMITED held on Thursday, September 24, 2020 at 11:30 a.m. (IST) through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM').

1. APPOINTMENT AS SCRUTINIZERS:

We, RS & MP Associates, Company Secretaries in practice, were appointed as the Scrutinizers by the Board of Directors of VIP Clothing Limited ('the Company') for the purpose of scrutinizing the remote e-voting as well as e-voting by Members and to ascertain the requisite majority on the Remote e-voting and e-Voting carried out at AGM as per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 including amendments thereof ('the Rules') on the resolutions contained in the Notice dated: August 13, 2020 ('Notice') convening the 30th Annual General Meeting ('AGM') of the Equity Shareholders of the Company, held on Thursday, September 24, 2020 at 11:30 a.m. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

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') relating to remote e-voting and the e-Voting process on the resolutions contained in the AGM Notice.

Our responsibility as Scrutinizers for the voting process (remote e-voting as well as the e-Voting process during AGM) is restricted to make a Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the system provided by **Link Intime India Private Limited** for e-voting conducted during the AGM and reports generated from the remote e-voting system provided by Link

Intime India Private Limited, the authorized agency to provide remote e-voting facilities and engaged by the Company and documents furnished to us electronically by the Company and/or Registrar & Share Transfer Agent viz., Link Intime India Private Limited for our verification.

2. NOTICE CONVENING THE MEETING:

The Company has informed that –

- 2.1. Pursuant to General Circulars no. 14/2020, 17/2020 and 20/2020 dated: April 8, 2020; April 13, 2020 and May 5, 2020 respectively and other applicable Circular / notification as may be issued by the MCA from time to time, advertisement was published in The Free Press Journal (English Newspaper) dated: August 29, 2020 & September 3, 2020 and NavShakti (Vernacular Language Newspaper) dated: August 29, 2020 & September 3, 2020 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 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.
- 2.2. 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 1, 2020.
- 2.3. 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 1, 2020 by e-mail to 19,149 members who had registered their email IDs with the Company / Depositories.

3. CUT-OFF DATE:

The Voting rights were reckoned as on Thursday, September 17, 2020, 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.

4. 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 Monday, September 21, 2020 (10:00 a.m.) to Wednesday, September 23, 2020 (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.

5. VOTING AT THE AGM:

- i). 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.

6. COUNTING PROCESS

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

7. RESULTS:

- i). We observed that
- a) There were no invalid votes casted by members through eVoting facilities provided during the AGM and the details of their valid votes casted by members vide e-voting facilities provided during the AGM are annexed herewith in Annexure A..
 - b) There were no invalid votes casted by members through remote e-Voting and the details of their valid votes casted by members through remote e-Voting are annexed herewith in Annexure A.
- ii). The Consolidated Results with respect to each item on the agenda as set out in the Notice, is annexed herewith and marked as **ANNEXURE - A**.
- iii). Based on the aforesaid results, I report that 2 (Two) 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

Marmik
Dilipkumar Patel

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Marmik Dilipkumar Patel
Date: 2020.09.24 17:34:29
+05'30'

MARMIK PATEL, Partner
Scrutinizer
FCS: 7647
C.P. No.: 6302



UDIN: F010238B000764002

Dated: September 24, 2020
Place: Palghar

Counter signed by the Chairman of AGM
VIP Clothing Limited

Encl: Annexure – A

Annexure - A

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

ORDINARY RESOLUTION - TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2020 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON:

VOTING METHOD	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	53,919,848	81	53,919,847	100.00%	1	1	0.000%	-	-
E-VOTING AT THE AGM	45,848	18	45,848	100.00%	-	-	0.000%	-	-
TOTAL	53,965,696	99	53,965,695	100.00%	1	1	0.00%	-	-

ITEM NO.2 :

ORDINARY RESOLUTION - TO APPOINT A DIRECTOR IN PLACE OF MR. KAPIL J. PATHARE (DIN 01089517), WHO RETIRES BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013 AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT:

VOTING METHOD	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	53,919,848	79	53,918,497	100.00%	3	1,351	0.003%	-	-
E-VOTING AT THE AGM	45,848	17	45,448	99.13%	1	400	0.872%	-	-
TOTAL	53,965,696	96	53,963,945	100.00%	4	1,751	0.00%	-	-

Marmik
Dilipkumar
Patel

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Marmik Dilipkumar
Patel
Date: 2020.09.24
17:34:47 +05'30'

