



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

July 06, 2020

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:- Compliance Report - Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No.CIR/CFD/CMD1/27/2019 dated February 08, 2019, we have enclosed herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2020 issued by Mr. Rakesh Sanghani – Practising Company Secretary and Secretarial Auditor of the Company.

Due to the prevailing situation, this intimation is being filed under sd/-.

This is for your information and record.

Thanking you.

Yours faithfully,
For VIP Clothing Limited

Sd/-
Sunil Pathare
Chairman and Managing Director

Encl : As above.



SECRETARIAL COMPLIANCE REPORT
of VIP CLOTHING LIMITED for the year ended March 31, 2020

I, Rakesh Sanghani, Practising Company Secretary, have examined:

- (a) all the documents and records made available to me and explanation provided by **VIP CLOTHING LIMITED** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **March 31, 2020** ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 "SCRA", rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - **Not applicable to the Company for the financial year under review**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - **Not applicable to the Company for the financial year under review**

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not applicable to the Company for the financial year under review**

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - **Not applicable to the Company for the financial year under review**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters as specified under point (c);
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.

The Company had received letter dated: March 17, 2020 from The National Stock Exchange of India Limited ('NSE') in regards on the non-disclosure of information in the Annual Report for FY 2018-19 relating to (i). Certificate from Practicing Company Secretary that none of the Directors on the Board of Company have been debarred or

disqualified from being Directors of the Company; and (ii) Detail of Fees paid to the Statutory Auditors and all entities in the network firm/network entity of which the Statutory Auditor is part. The Company had vide its letter dated: March 20, 2020 furnished details/documents on disclosure had complied with to the NSE on the non-compliance of non-disclosure of information(s) as stated above.

- (d) There were no items for which the listed entity was ought to have taken any actions to comply with the observations made in our previous year's Secretarial Compliance Report dated: May 18, 2019.

Rakesh
Dhirajlal
Sanghani

Digitally signed by
Rakesh Dhirajlal
Sanghani
Date: 2020.07.06
12:07:07 +05'30'

Rakesh Sanghani
Practising Company Secretary
FCS: 7647 CP No.: 6302

UDIN: F007647B000417243

Date: 06/07/2020
Place: Mumbai