

September 5, 2017

To

Department of Corporate Service
BSE Limited
25th Floor, P.J. Towers
Dalal Street
Mumbai - 400 001.

To

National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
BandraKurla Complex,
Bandra (E), Mumbai - 400 051.

Sub: - Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011.

Dear Sir/Madam,

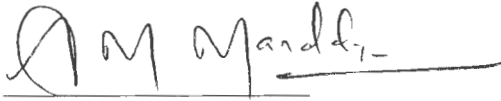
Please find enclosed herewith the disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011 relating to acquisition by way of transmission of 12,62,166 equity shares of ₹ 2/- each, of VIP Clothing Limited (Formerly known as Maxwell Industries Limited), divided equally amongst Mr. Kapil J. Pathare & Mr. Sunil J. Pathare pursuant to partition of Jaykumar Pathare - HUF due to demise of Mr. Jaykumar Pathare through partition deed dated 20th day of June, 2017.

Kindly take the same on your record and acknowledge the same.

Thanking you.

Yours faithfully,

**For and on behalf of
Sunil Pathare and Kapil Pathare**



**Ashish Mandaliya
Authorised Signatory**

Encl: As above.

CC:

VIP Clothing Limited
(Formerly known as Maxwell Industries Limited)
C-6, Road No.22,
MIDC, Andheri (East),
Mumbai - 400 093

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	VIP Clothing Limited (Formerly known as Maxwell Industries Limited) (the "Company")		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr. Kapil J. Pathare Mr. Sunil J. Pathare <u>Persons Acting in Concert (PAC) with the acquirer:</u> 1. Lt. Shri. Jaykumar K. Pathare 2. Shri. J. K. Pathare (HUF) 3. Smt. Lalita J Pathare 4. Smt. Heena S. Pathare 5. Smt. Ashwini K. Pathare		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. BSE Limited 2. National Stock Exchange of India Limited		
5. Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total Diluted share/Voting capital of the TC (**)
<u>Before the acquisition under consideration, holding of :</u>			
a) <u>Shares carrying voting rights</u>			
Acquirer / Parties to the transaction:			
(i) Mr. Kapil J. Pathare	1,41,84,465	21.47	21.47
(ii) Mr. Sunil J. Pathare	1,61,10,925	24.38	24.38
Persons Acting in Concert with the Parties to the Transaction			
1. Lt. Shri. Jaykumar K. Pathare	1,15,500	0.17	0.17
2. Shri. J. K. Pathare (HUF)	12,62,166	1.91	1.91
3. Smt. Heena S. Pathare	6,12,500	0.93	0.93
4. Smt. Ashwini K. Pathare	5,04,375	0.76	0.76
5. Smt. Lalita J Pathare	1,03,07,937	15.60	15.60
Total	4,30,97,868	65.22	65.22
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	N.A.	N.A.	N.A.
c) Voting rights (VR) otherwise than by shares	N.A.	N.A.	N.A.
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)	N.A.	N.A.	N.A.
e) Total (a+b+c+d)	4,30,97,868	65.22	65.22

Details of acquisition/sale transmission			
a) Shares carrying voting rights acquired/sold/transmitted to			
(i) Mr. Kapil J. Pathare	6,31,083	0.95	0.95
(ii) Mr. Sunil J. Pathare	6,31,083	0.96	0.96
[Please refer Note 1]			
b) VRs acquired /sold otherwise than by shares	N.A.	N.A.	N.A.
c) 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/sold	N.A.	N.A.	N.A.
d) Shares encumbered / invoked/released by the acquirer	N.A.	N.A.	N.A.
e) Total (a+b+c+/-d)	12,62,166	1.91	1.91
After the acquisition/sale, transmission holding of:			
a) Shares carrying voting rights			
(i) Mr. Kapil J. Pathare	1,48,15,548	22.42	22.42
(ii) Mr. Sunil J. Pathare	1,67,42,008	25.34	25.34
[Please refer Note 1]			
Persons Acting in Concert with the Parties to the Transaction			
1. Lt. Shri. Jaykumar K. Pathare	1,15,500	0.17	0.17
2. Smt. Heena S. Pathare Smt. Ashwini K. Pathare	6,12,500	0.93	0.93
	5,04,375	0.76	0.76
3. Smt. Lalita J Pathare	1,03,07,937	15.60	15.60
Total	4,30,97,868	65.22	65.22
b) Shares encumbered with the acquirer	N.A.	N.A.	N.A.
c) VRs otherwise than by shares	N.A.	N.A.	N.A.
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	N.A.	N.A.	N.A.
e) Total (a+b+c+d)	4,30,97,868	65.22	65.22
6. Mode of acquisition / sale (e.g. open market / off market / public issue / rights issue / preferential allotment / inter-se transfer etc).	[Please refer Note 1]		

(A)

7.Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	01.09.2017 [Please refer Note 1]
8.Equity share capital / total voting capital of the TC before the said acquisition / sale	6,60,77,215 Equity Share of Rs. 2/- each.
9.Equity share capital / total voting capital of the TC after the said acquisition / sale	6,60,77,215 Equity Share of Rs. 2/- each.
10.Total diluted share/voting capital of the TC after the said Acquisition	6,60,77,215 Equity Share of Rs. 2/- each.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) 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.

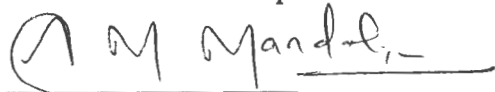
Note: 1

Due to demise of Mr. Jaykumar Pathare, Karta of Jaykumar Pathare - HUF, 12,62,166 equity shares, constituting 1.91% of the total equity share capital of the Company, held by Jaykumar Pathare - HUF have been transmitted to Mr. Kapil J. Pathare and Mr. Sunil J. Pathare equally, as per the deed of partition dated 20th June, 2017. Details of the transmission are as follows:

Sr. No.	Particulars	Pre -transmission holding of Equity shares (in number and %)	No. of Equity Shares Transmitted from Jaykumar Pathare-HUF (in number and %)	Post-transmission holding of Equity Shares (in number and %)
1.	Jaykumar Pathare - HUF	12,62,166 1.91%	(12,62,166) (1.91%)	NIL
2.	Mr. Kapil Pathare	1,41,84,465 21.47%	6,31,083 0.95%	1,48,15,548 22.42%
3.	Mr. Sunil J. Pathare	1,61,10,925 24.38%	6,31,083 0.96%	1,67,42,008 25.34%

Yours faithfully,

For and on behalf of
Sunil Pathare and Kapil Pathare



Ashish Mandaliya
Authorised Signatory

Encl: As above.

CC:

VIP Clothing Limited
(Formerly known as Maxwell Industries Limited)
C-6, Road No.22, MIDC, Andheri (East),
Mumbai - 400 093.