



August 05, 2024

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:- Summary of Proceedings of the Extra - Ordinary General Meeting ('EGM') of the Company held on Monday, August 05, 2024.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed summary of the proceedings of the Extra - Ordinary General Meeting (EGM) of the Company held on **Monday, 05th August, 2024 at 04.30 p.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.

Requested you to kindly take the same on record.

Thanking you.

Yours faithfully,
For VIP Clothing Limited

Sunil Pathare
Managing Director
DIN.: 00192182

Encl: A/a

VIP Clothing Ltd.

CIN: L18101MH1991PLC059804

Registered office: C-6, Road No.22, MIDC, Andheri (East), Mumbai -400 093.

Phone: +91 22-2825 7624; Fax: +91 22-2837 1023

Email- id: investor.relations@viporg.com; Website: www.vipclothing.in



Proceedings of the Extra - Ordinary General Meeting ('EGM') of the Company:

The Extra-Ordinary General Meeting (EGM) of VIP Clothing Limited was held on **Monday, August 05, 2024** at **04.30 p.m.** through **Video Conferencing (VC)/ Other Audio Visual Means (OAVM)**, in compliance with the provisions of the Companies Act, 2013 (as amended) and rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and General circulars issued by SEBI from time to time.

The EGM commenced at 04:30 p.m. IST.

Neha Salvi, Executive - Company Secretary welcomed the Members to the meeting and brief them on certain points relating to participation at the Meeting.

Thereafter, Mr. Sunil Pathare, Chairman and Managing Director of the Company chaired the Meeting. He welcomed all the Directors, Auditors and Members of the Company to the EGM. As the requisite quorum was present, the meeting was called to order by the Chairman. He then introduced all the Independent Directors of the Company to shareowners, including respective Chairman of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee etc. who joined the Meeting through VC from various locations including the registered office of the Company. Mr. Rakesh Sanghani from M/s. RS & MP Associates, practicing Company Secretaries as scrutinizer to the EGM was present at the Meeting. The representatives of Statutory Auditors and Secretarial Auditors of the Company were also present during the EGM.

The Chairman informed the Members that the documents which were statutorily required to be kept open were available electronically for inspection by the Members during the EGM.

Total 42 Members attended the EGM as per the records of the attendance.

The host played Video on Board Conclave held in the Year.

Thereafter, Chairman addressed the shareholders as follows:

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Dear Ladies and Gentlemen,

A very warm welcome to each and every one of you on behalf of VIP Clothing LTD. It is a pleasure to greet you all at the Extra Ordinary Annual General Meeting of VIP Clothing Limited.

He thanked each one for sparing your valuable time to join the meeting also for your constant support and faith keeping in VIP Clothing LTD. and the management.

Further, he welcomed Independent Directors of the Company Ms. Meher Castelino, Mr. Kishore Navandar, Mr. Vilas Gupte, Ms. Vandana Bharadwaj on behalf of all the shareowners:

He further, acknowledged sincere gratitude for the services rendered by three retiring Directors, i.e., Mr. Robin Banerjee, Mr. Gopal Sehgal and Mr. Chetan Sheth. All three of them completed their 2nd term as Independent Director and could not be re-appointed as per Companies act 2013 and were associated with the Company till 31st March 24.

Thereafter, he introduced other panelists members in the meeting via video conferencing Mr. Kapil Pathare- Whole Time Director, Mr. Devendra Vyas- Chief Financial Officer and Mr. Rahul Soni, who has joined in the organisation Secretarial Department on date of Extra Ordinary General meeting

Mr. Rajesh Murarka - Partner MSKA & Associates was present as, Statutory Auditor.

Mr. Rakesh Sanghani, Secretarial Auditors was present.

Since meeting held through Video Conferencing the requirement of appointing proxies is not applicable.

He also extended a special welcome to our new shareholders and acknowledged the contributions of those who have been with Company for many years, continued trust and investment.

He then gave brief speech as under;

As we gather here today, we find ourselves in a complex global landscape marked by significant political, financial, and socio-economic challenges. The political climate in India is

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currently charged, with the recent general elections bringing new leadership and policy directions to the forefront. The government is focusing on economic reforms, infrastructure development, and digital transformation to spur growth and attract foreign investments. However, the nation also faces challenges such as unemployment, inflation, and socio-political tensions. Globally, geopolitical tensions, trade disruptions, and evolving regulatory environments add to the uncertainty. Financial markets are experiencing volatility driven by inflationary pressures, fluctuating commodity prices, and shifting monetary policies. Amidst these uncertainties, India continues to demonstrate resilience, with a robust GDP growth trajectory and strong domestic consumption. However, the need for strategic agility and innovation has never been greater as we navigate these turbulent times and strive to capitalize on emerging opportunities.

I am honoured to stand before you today as your Chairman to discuss and seek approval on crucial matters that will shape the future of our company. Your presence here is a testament to your unwavering commitment and support, for which we are immensely grateful.

For any company to achieve sustainable growth, it requires the right fuel: a strategic approach to fundraising will take a leap forward. At VIP Clothing Ltd, we recognize that securing adequate financial resources is essential to propel our ambitious future plans. Our fundraising strategy involves a multi-faceted approach, tapping into diverse sources such as equity, debt financing, and strategic partnerships. We are committed to engaged with investors who share our vision and can provide not just capital but also valuable expertise and networks. Additionally, we are exploring innovative financial instruments and leveraging our strong market reputation to attract funding. By maintaining transparency, demonstrating solid financial performance, and presenting a compelling growth narrative, we aim to raise the necessary funds to fuel our expansion initiatives, drive innovation, and enhance shareholder value.

We are happy to share that Company has been able to raise funds through convertible preferential allotment which got completed on 24th July 2024. Thanks for your approval and support in the same.

We also proposed to further raise and make company more stronger with its financial to achieve sustainable growth by injecting more fuel. Company has come with two another instruments, i.e 93,06,000 (Ninety Three Lakh Six Thousand) equity shares to Non Promoters category on preferential basis at the rate of 45/- per share (face value of Rs. 2/- and Rs. 43/- premium) amounting to Rs/- 41,87,70,000 (Rupees Forty One Crores Eighty Seven Lakhs

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Seventy Thousand Only) and another instrument of 1,23,03,000 (One Crore Twenty Three Lakhs Three Thousand) Convertible Equity Warrants to Non promotor Category on preferential basis at the rate of 45 per share (face value of Rs. 2/- and Rs. 43/- premium) amounting to Rs/- 55,36,35,000. (Rupees Fifty Five Crores Thirty Six Lakhs Thirty Five Thousand only) Both Instrument put together will raise total funds of Rs/- 97,24,05,000. (Ninety Seven Crore Twenty Four Lakh Five Thousand). All this was possible because of rigours efforts of team and our shareowners valuable support. I thank each one of you from bottom of my heart.

Thereafter, the Notice convening the EGM was taken as read.

The following special business as set out in the Notice dated July 12, 2024 convening the EGM was transacted:

SPECIAL RESOLUTION :

AGENDA NO.: 1

Issue of 93,06,000 (Ninety Three Lakh Six Thousand) Equity Shares to Person(s) belonging to Non-Promoter Category on Preferential Basis at the rate of Rs 45/- amounting to Rs/- 41,87,70,000. (Rupees Forty One Crores Eighty Seven Lakhs Seventy Thousand Only)

AGENDA NO. : 2

Issue of 1,23,03,000 (One Crore Twenty Three Lakhs Three Thousand) Convertible Equity Warrants on preferential basis to certain identified Non-Promoter persons/entities at the rate of Rs 45/- amounting to Rs/- 55,36,35,000. (Rupees Fifty Five Crores Thirty Six Lakhs Thirty Five Thousand only)

The chairman then stated that members having queries can write to the Company Secretary Department and same would be answered by them.

The Chairman, thereafter, expressed his gratitude towards all the stakeholders of the Company for their valuable contribution, interest and involvement. He then thanked all the Members for their continuous support and participation at the AGM.

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The Chairman informed the Members that voting on the Link Intime India Private Limited platform would continue for another 15 minutes after the conclusion of the proceedings of the AGM to enable the Members to cast their votes.

The Chairman informed that the results of voting shall be declared immediately on receipt of the report of the Scrutinizer. The combined results of the votes cast by the Members through remote e-voting before the AGM and the e-voting during the meeting, on all resolutions, based on the report of the Scrutinizer, once finalized, will be informed to BSE Ltd. and National Stock Exchange of India Ltd. and will also be uploaded on the websites of the Company (www.vipclothing.in)

The meeting concluded at 04:48 p.m. IST and after that e-voting was active for further 15 minutes till 05.05 p.m. IST.

NOTE: THESE ARE NOT THE MINUTES OF THE PROCEEDINGS OF THE EGM HELD ON AUGUST 05, 2025.

Requested you to kindly take the same on record.

Thanking you.

Yours faithfully,
For VIP Clothing Limited

Sunil Pathare
Managing Director
DIN.: 00192182

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