September 29, 2026

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"

Dear Sir/Madam,

Sub: - Submission of Consolidated Scrutinizer Report for the 36th Annual General Meeting

Pursuant to the requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are enclosing herewith the Consolidated Scrutinizer Report for the 36th Annual General Meeting ("AGM") of VIP Clothing Limited held on Monday, September 28, 2026 at 12:00 Noon (IST).

Requested you to kindly take the same on your record.

Thanking you.

For VIP Clothing Limited

Rahul Dwaraka Soni

Digitally signed by Rahul Dwaraka Soni
Date: 2026.09.29 13:01:06 +05'30'

Mr. Rahul Soni
Company Secretary and Compliance Officer
Membership No.: A-61305

Encl: A/a.

VIP Clothing Limited
CIN: L18101MH1991PLC059804
Registered office: C-6, Road No.22, MIDC, Andheri (East), Mumbai -400 093.
Phone: 022 – 40209000/1/2/3/4/5
Email- id: investor.relations@vip.in; **Website:** www.vipclothing.in

KRS AND CO.
Practicing Company Secretaries
Add: C-1804, Dosti Varuna,
Dosti Vihar, Vartak Nagar,
Thane (W), Thane - 400 606.
Unique Code : S2017MH469000

CS Ketan Ravindra Shirwadkar
B.com | C.S.
Contact No. 9833556916
E-mail : pcskrshirwadkar@gmail.com

SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014)

To
The Chairman
VIP Clothing Limited
C-6 Road No 22, MIDC Marol, Andheri East,
Mumbai, Maharashtra, India, 400093.

Dear Sir,

Sub:- Consolidated Scrutinizer's Report on voting through remote E-voting and E-voting during the course of 36th Annual General Meeting held on Monday, 28th September, 2026 at 12.00 Noon through Video Conferencing ("VC") / Other Audio Visual Means ("OVAM") in terms of the provisions of Companies Act, 2013 read with the Rules and Circulars issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued thereunder.

A. I, Mr. Ketan Ravindra Shirwadkar, Company Secretary (Mem No. FCS 13938 and COP No. 15386) and Proprietor of KRS AND CO, Practicing Company Secretaries, appointed as a scrutinizer vide Board Resolution dated **August 13, 2026**, to conduct the following: -

   To Scrutinize the Remote E-voting process and the E-voting facility offered to the shareholders of the Company during the course of **36th Annual General Meeting of the Company** (hereinafter referred as AGM) held on **Monday 28th September, 2026** at **12.00 Noon** through **Video Conferencing ("VC") / Other Audio Visual Means ("OVAM")**, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the resolutions mentioned in the notice of **36th Annual General Meeting of the Company.**

   The voting rights were reckoned as on **Monday 21st September 2026,** being the Cut-off date for the purpose of deciding the entitlements of members eligible for voting on the Resolutions.

B. The AGM was held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) pursuant to provisions of the Companies Act, 2013 & Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with MCA Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 5th May, 2020, Circular No. 02/2021 dated 13th January, 2021,

KRS AND CO. CP: 15386 THANE
KRS

Circular No. 19/2021 dated 8th December, 2021, Circular No. 21/2021 dated 14th December, 2021, Circular No. 02/2022 dated 5th May, 2022, Circular No. 10/2022 dated 28th December, 2022, Circular No. 09/2023 dated 25th September, 2023, Circular No. 09/2024 dated 19th September, 2024 and Circular No. 03/2025 dated 22nd September, 2025 issued by Ministry of Corporate Affairs ("MCA") and Circular dated 12th May, 2020, 15th January, 2021, 13th May, 2022, 5th January, 2023, 7th October, 2023 and 3th October, 2024 (collectively referred to as "SEBI Circulars"), issued by Securities and Exchange Board of India, where in physical attendance of Members was not required and facility to appoint proxy to attend and cast vote for Members was not available at the AGM.

C. I have also attended the AGM through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") as per the specific Login ID for Scrutinizer provided by Company.

D. The Company had availed remote E-voting facility offered by **MUFG Intime India Private Limited (formerly Link Intime India Private Limited) (hereinafter referred to as the "Service Provider" or "MUFG Intime")** for the purpose of E-voting by the members of the Company from **Friday, 25th September 2026 (from 10.00 a.m. IST) and ended on Sunday, 27th September 2026 (till 5.00 p.m. IST)**. The E-voting facility was also offered during the course of the AGM for the members of the Company who had not voted on the resolutions through remote E-voting facility. The MUFG Intime platform was blocked thereafter.

E. After the closure of E-voting at the AGM, the votes cast under the remote E-voting prior to the AGM and E-voting during AGM were thereafter unblocked and downloaded from the e-voting website of MUFG Intime in the presence of two witnesses (Names and signature given below) who are not in employment of the Company.

F. The e-voting data / results downloaded from the E-voting website of MUFG Intime were scrutinized and reviewed, the votes were counted and the results were prepared.

G. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to AGM by Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") and the E-voting on the resolutions contained in the notice of the AGM. My responsibility as a scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the total votes cast, votes in favour and against including invalid votes (if any) on resolutions contained in the said notice, based on the e-voting data / results generated from the e-voting website of MUFG Intime.

H. I am herewith enclosing my report containing inter alia, list of equity shareholders who have cast their vote through remote e-voting and e-voting at the AGM as under:

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CONSOLIDATED RESULTS – VIP CLOTHING LIMITED

Item No. 1: ORDINARY RESOLUTION To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and the Auditors thereon.

VOTING METHOD	TOTAL NUMBER OF SHARES	TOTAL VALID VOTES	VOTES IN THE FAVOUR OF THE RESOLUTION			VOTES AGAINST THE RESOLUTION			INVALID VOTES	ABSTAINED VOTES
			NO. OF MEMBERS VOTED	NO. OF SHARES	% OF TOTAL VALID VOTES CAST	NO. OF MEMBERS VOTED	NO. OF SHARES	% OF TOTAL VALID VOTES CAST		
REMOTE E-VOTING	44609158	44609158	103	44605235	99.9911	4	3923	0.0088	0.00	0.00
E-VOTING AT THE AGM	62	62	1	62	0.0001	0	0	0	0.00	0.00
TOTAL	**44609220**	**44609220**	**104**	**44605297**	**99.9912**	**4**	**3923**	**0.0088**	**0.00**	**0.00**

Item No. 2: ORDINARY RESOLUTION - To appoint director in place of Mr. Kapil J. Pathare (DIN: 01089517), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.

VOTING METHOD	TOTAL NUMBER OF SHARES	TOTAL VALID VOTES	VOTES IN THE FAVOUR OF THE RESOLUTION			VOTES AGAINST THE RESOLUTION			INVALID VOTES	ABSTAINED VOTES
			NO. OF MEMBERS VOTED	NO. OF SHARES	% OF TOTAL VALID VOTES CAST	NO. OF MEMBERS VOTED	NO. OF SHARES	% OF TOTAL VALID VOTES CAST		
REMOTE E-VOTING	44609158	44609158	100	44603135	99.9864	7	6023	0.0135	0.00	0.00
E-VOTING AT THE AGM	62	62	1	62	0.0001	0	0	0	0.00	0.00
TOTAL	**44609220**	**44609220**	**101**	**44603197**	**99.9865**	**7**	**6023**	**0.0135**	**0.00**	**0.00**

I. From the above report, I state that all the resolutions stand passed under the E-voting process for the AGM with requisite / special majority.

J. The electronic data and all other relevant records relating to E-voting are under my safe custody and will be handed over to the **Mr. Rahul Soni, Company Secretary & Compliance Officer** for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

K. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited (ii) placing on website of the

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Company and (iii) website of MUFG Intime. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or in to whose hands it may come without my prior consent in writing.

FOR KRS AND CO.
Practicing Company Secretaries

KRS AND CO.
CP: 15386
THANE

Mr. Ketan Ravindra Shirwadkar
Proprietor
Mem No. F13938
COP No. 15386

Date: 29th September 2026
Place: Thane
Peer Review No. 3967/2023
ICSI UDIN: F013938H001646085

Signature: ____________
Witness 1
Name: Achyut Dubey

Signature ____________
Witness 2
Name: Sagar Joguguddi

Counter signed by

Sunil Jaykumar Pathare
Digitally signed by Sunil Jaykumar Pathare
Date: 2026.09.29 13:02:07 +05'30'

Mr. Sunil Pathare
Chairman

General information about company	
Scrip code	532613
NSE Symbol	VIPCLOTHNG
MSEI Symbol	NOTLISTED
ISIN	INE450G01024
Name of the company	VIP CLOTHING LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-09-2026
Start time of the meeting	12:00 PM
End time of the meeting	1:55 PM

Sunil Jaykumar Pathare

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Date: 2026.09.29 13:02:25 +05'30'

Scrutinizer Details	
Name of the Scrutinizer	Ketan Ravindra Shirwadkar
Firms Name	KRS AND CO
Qualification	CS
Membership Number	F13938
Date of Board Meeting in which appointed	13-08-2026
Date of Issuance of Report to the company	29-09-2026

Voting results	
Record date	21-09-2026
Total number of shareholders on record date	31739
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	88
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and the Auditors thereon.					
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	41955538	41955538	100	41955538	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	41955538	41955538	100	41955538	0	100	0
Public-Institutions	E-Voting	1876	1	0.0533	1	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1876	1	0.0533	1	0	100	0
Public- Non Institutions	E-Voting	48172105	2653619	5.5086	2649696	3923	99.8522	0.1478
	Poll		62	0.0001	62	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	48172105	2653681	5.5088	2649758	3923	99.8522	0.1478
	Total	90129519	44609220	49.4946	44605297	3923	99.9912	0.0088
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To appoint a Director in place of Mr. Kapil J. Pathare (DIN: 01089517), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.

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	41955538	41955538	100	41955538	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	41955538	41955538	100	41955538	0	100	0
Public- Institutions	E-Voting	1876	1	0.0533	1	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1876	1	0.0533	1	0	100	0
Public- Non Institutions	E-Voting	48172105	2653619	5.5086	2647596	6023	99.773	0.227
	Poll		62	0.0001	62	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	48172105	2653681	5.5088	2647658	6023	99.773	0.227
Total		90129519	44609220	49.4946	44603197	6023	99.9865	0.0135
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Sunil Jaykumar Pathare

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	