



June 11, 2026

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 1/FY 2026-27 Extra Ordinary General Meeting ('EGM') of the Company held on Thursday, June 11, 2026.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed summary of the proceedings of the **1/FY 2026-27 Extra Ordinary General Meeting ('EGM') of the Company held on Thursday, June 11, 2026** at 12:00 Noon 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

Rahul Soni

Company Secretary & 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



PROCEEDINGS OF THE 1/FY 2026-27 EXTRA ORDINARY GENERAL MEETING ('EGM') OF THE COMPANY:

Date time and venue of the Meeting.

The 1/FY 2026-27 Extra Ordinary General Meeting ("EGM") of VIP Clothing Limited was held on **Thursday, June 11, 2026 at 12:00 Noon (IST)** 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 12:00 Noon (IST).

Brief details of the items deliberated at the Meeting.

Mr. Rahul Soni, Company Secretary and Compliance Officer welcomed the Members to the meeting and brief them on certain points relating to participation at the Meeting.

The requisite quorum being present as per Section 103 of the Companies Act, 2013.

Thereafter, Company Secretary commenced the proceedings of the meeting. He welcomed all the Directors, Auditors, Other Panelist and Members of the Company to the EGM. He then introduced Directors including respective Chairpersons 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.

He then informed CS Ketan Ravindra Shirwadkar (Membership No. F13938 and COP No. 15386) proprietor of **M/s. KRS AND CO.**, Practicing Company Secretaries was present as Scrutinizer for conducting remote e-Voting and e-Voting at the meeting.

Mr. Manish Kankani, partner of DMKH & Co., Statutory Auditors was present.

He further added since there is no physical attendance of members, the requirement of appointing proxies is not applicable.

Thereafter, he informed that members that the documents which were statutorily required to be kept open were available electronically for inspection by the Members during the EGM.

Total 77 Members were present in person and/or through representatives of the Bodies Corporate.

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Six Directors were present at the meeting including four Independent Directors.

Thereafter, Company Secretary request to Chairman to address the shareholders present to the EGM.

The Chairman addressed the shareholders as follows:

Dear Shareholders,

Good Afternoon.

On behalf of the Board of Directors, I extend a warm welcome to all of you to this Extraordinary General Meeting of VIP Clothing Limited.

I thank you for taking the time to join us today and for your continued trust, confidence, and support towards the Company.

Before I address the agenda before the shareholders, I would like to briefly reflect on the global economic environment, the opportunities before us, and the direction in which VIP Clothing Limited is moving.

The world today is passing through a period of heightened uncertainty. Over the last few months, geopolitical tensions have intensified across several regions, particularly in the Middle East. The recent developments around the Strait of Hormuz, one of the world's most important oil and trade routes, have once again highlighted the interconnected nature of the global economy.

Any disruption or uncertainty in this region has a direct impact on crude oil prices, freight rates, shipping costs, supply chains, and inflation across the world. We have already witnessed an upward movement in energy costs and logistics expenses, which affects industries globally, including textiles and apparel.

For businesses such as ours, higher fuel prices influence transportation costs, distribution expenses, raw material movement, and overall operating economics. At the same time, inflationary pressures impact consumer spending and business sentiment.

However, despite these global headwinds, India continues to remain one of the brightest economic stories in the world.

India's economy continues to demonstrate remarkable resilience. Strong domestic consumption, infrastructure investments, increasing formalisation of business, a growing middle class, and rising

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aspirations of consumers continue to drive economic growth. The long-term fundamentals of India remain robust, and we believe the next decade will create unprecedented opportunities for branded consumer businesses.

The innerwear and apparel industry continues to benefit from increasing brand consciousness, higher disposable incomes, premiumisation trends, and the shift from unorganised to organised players.

VIP Clothing Limited is well positioned to participate in this growth story.

For more than three decades, we have built trusted brands that resonate with consumers across India. Brands such as VIP, Frenchie, Feelings, Rivolta and our emerging premium offerings have created strong consumer loyalty and recognition.

Over the past few years, your Company has focused on strengthening its foundation. We have improved operational efficiencies, enhanced product offerings, expanded our distribution reach, strengthened relationships with retailers and distributors, and continued to invest in building our brands.

While market conditions remain competitive, our management team remains focused on profitable growth, market expansion, innovation, and creating long-term shareholder value.

Every successful company reaches a point where it must prepare not only for today's requirements but also for tomorrow's opportunities.

The Board believes that VIP Clothing Limited is at such a stage today.

The opportunities before us are significant. We see potential for expansion across product categories, deeper market penetration, strengthening of our distribution network, enhancement of working capital capabilities, and acceleration of growth initiatives.

To achieve these objectives, the Company requires additional financial strength and flexibility.

Accordingly, the Board of Directors has at their Board meeting held on 18th May, 2026 approved, subject to shareholders' approval, the issuance of up to 2,12,00,000 warrants convertible into equity shares at an issue price of ₹22.50 per warrant, aggregating up to ₹47.70 crore. The proceeds are proposed to be utilised primarily towards working capital requirements, strengthening the balance sheet, supporting growth initiatives, and meeting general corporate purposes of the Company.

What is particularly important is that this proposal reflects the confidence of the promoters as well as respected investors in the future prospects of VIP Clothing Limited.

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The promoter family itself is participating substantially in this issue. This is not merely a capital raising exercise; it is a reaffirmation of our commitment to the future growth of the Company and our confidence in the opportunities that lie ahead.

In an environment where uncertainty exists globally, strong companies strengthen themselves for the future. The proposed fund infusion will improve our financial flexibility, enhance our ability to respond to market opportunities, support business expansion, and create a stronger platform for sustainable growth.

Your Board has carefully evaluated this proposal and unanimously believes that it is in the best interests of the Company and all its stakeholders.

As custodians of your Company, we remain committed to transparency, responsible governance, disciplined capital allocation, and long-term value creation.

I would also like to take this opportunity to express my sincere gratitude to our employees, distributors, retailers, suppliers, customers, bankers, business partners, and all stakeholders who continue to support our journey.

Most importantly, I thank our shareholders for their unwavering trust and belief in VIP Clothing Limited.

The resolution before you today is an important step in strengthening the Company's future growth trajectory. It provides us with the resources required to pursue opportunities, navigate uncertainties, and create sustainable value for all stakeholders.

I therefore request all our esteemed shareholders to extend their support and vote in favour of the Special Resolution being placed before this Extraordinary General Meeting.

Together, we will continue building a stronger, more resilient, and more valuable VIP Clothing Limited.

Thank you for your continued trust and support.

Stay safe, stay confident, and let us move forward together towards a brighter future.

Jai Hind.

Thereafter, with permission of shareholders the Notice of EGM was taken as read.

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Thereafter, the Chairman took up the Agenda Item

Sr. No	Agenda Item No. 1	Type of Resolution
1.	Issue of Warrants (convertible into equity shares of the Company) on preferential basis to Promoter and Non- Promoters Category.	Special Resolution

Since there was only one Agenda Item, the Chairman invited the speaker shareholders to ask questions, offer their views / comments.

The views and remarks were acknowledged and questions raised by shareholders of the Company, were satisfactorily replied by Mr. Sunil Pathare, Chairman and Managing Director of the Company.

Thereafter, the Company Secretary informed the members that, in terms of the provisions contained in Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 & Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company had provided the facility of remote e-voting on the resolutions proposed in the Extra Ordinary General Meeting.

He further informed that, the shareholders who have not cast their votes through remote e-voting, can avail the facility to cast their votes electronically during the EGM.

Thereafter, the Company Secretary informed that the results of voting shall be declared immediately on receipt of the report of the Scrutinizer (not exceeding a period of two working days from the date of conclusion of EGM). The combined results of the votes cast by the Members through remote e-voting before the EGM and the e-voting during the meeting, on resolution, based on the report of the Scrutinizer, once finalized, will be informed to BSE Limited. and National Stock Exchange of India Limited and will also be uploaded on the websites of the Company www.vipclothing.in and MUFG Intime India Private Limited (agency for providing remote e-voting facility)

The Company Secretary conveyed the vote of thanks on behalf of the Company and Management to all the shareholders, Board of Directors and other invitees for their participation at the EGM remotely valuable contribution, interest and involvement, continuous support and declared the Meeting as concluded.

The EGM was concluded at 1:00 p.m.

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NOTE: THESE ARE NOT THE MINUTES OF THE PROCEEDINGS OF THE 1/FY 2026-27 EGM HELD ON JUNE 11, 2026.

Requested you to kindly take the same on record.

Thanking you.

Yours faithfully,

For VIP Clothing Limited

Mr. Sunil Pathare

Chairman and Managing Director

DIN: 00192182

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