

# VIP Clothing Limited



Registered Office : C-6, Road No.22, M.I.D.C., Andheri (East), Mumbai – 400 093

Website : [www.vipclothing.in](http://www.vipclothing.in) Email ID : investor.relations@viporg.com

Tel : 91-2825 7624, 2825 7627 Fax : 91-22-2837 1023

CIN : L18101MH1991PLC059804

## Addendum to Corporate Governance Report Dated May 20, 2019 to Annual Report, for the Financial Year 2018-19, to disclose further information pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### • PCS Certificate on Directors' eligibility to hold office

The Certificate from M/s. Rakesh Sanghani, Practising Company Secretary, stating that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies, by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other statutory authority, forms Part of Annual Report as per **Annexure -F**.

### Annexure -F

#### **CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS** (Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
VIP Clothing Limited  
C-6, Road No.22, MIDC  
Andheri (East)  
Mumbai – 400 093

I, Rakesh Sanghani, Practising Company Secretary (FCS : 7647 and COP : 6302) have examined the relevant registers, records, forms, returns and disclosures received from the Directors of VIP Clothing Limited, having CIN-L18101MH1991PLC059804 and having registered office at C-6, Road No.22, MIDC, Andheri (East), Mumbai – 400 093 (hereinafter referred to as the 'Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verification (including Directors identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

Sr. No.	Name & Address	Designation	DIN
1.	Mr. Sunil Jaykumar Pathare	Chairman & Managing Director	00192182
2.	Mr. Kapil Jaykumar Pathare	Whole time Director	01089517
3.	Mr. Gopal Sehjpal	Independent Director	00175975
4.	Mr. Chetan Sheth	Independent Director	00202723
5.	Mr. Robin Banerjee	Independent Director	00008893
6.	Mrs. Meher Castelino	Independent Director	07121874

Please note that ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Rakesh Sanghani**  
(Practising Company Secretaries)  
Proprietor  
FCS No. 7647  
C.P.No. 6302

Date: May 20, 2019  
Place: Mumbai

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- Detail of total fees paid to Statutory Auditor**

The details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditors and all entities in the network firm/ network entity of which the Statutory Auditors is a part, are as follows:

(Rs. in lakhs)

Particulars	For the Period ended March 31, 2019	For the Period ended March 31, 2018
Payment to the auditors comprises (net of service tax/GST Input credit, where applicable)		
For Statutory audit	16.50	14.13
For taxation matters	3.00	3.00
For Company law matters	-	0.50
For rights issue expenses	-	10.00
For other services	-	0.10
For Reimbursement of expenses	1.25	1.83
<b>Total</b>	<b>20.75</b>	<b>29.56</b>