

To, Catalyst Trusteeship Limited

Subject: Submission of Un-audited Financial Results for the quarter and half year ended 31st December, 2020 and disclosure as specified in Part B of Schedule III.

Dear Sir / Madam,

Please find enclosed herewith the following documents submitted to BSE Limited and National Stock Exchange of India Ltd. after the conclusion of Board Meeting held on 3rd February, 2021:

- 1. Un-audited Standalone and Consolidated Financial Results for the quarter and half year ended 31st December, 2020
- 2. Re-appointment of Ms. Nisaba Godrej (DIN: 00591503) as Non-Executive Independent Director of the Company for the second term of 5 (five) years, effective from 1st April, 2021 to 31st March, 2026 under Regulation 51(2) read with Part B of Schedule III SEBI (LODR) Regulations, 2015.
- 3. Grant of 240,000 Employee Stock Appreciation Rights to the eligible employees under its VIP Employees Stock Appreciation Rights Plan 2018 under Regulation 51(2) read with Part B of Schedule III SEBI (LODR) Regulations, 2015

Please take the above on your record

Thanking you,

Yours faithfully,

For V.I.P. INDUSTRIES LIMITED

Anand Daga

Company Secretary & Head - Legal



| BSE Limited | National Stock Exchange of India Ltd. |
|-----------------------------|---------------------------------------|
| Phiroze Jeejeebhoy Towers, | Exchange Plaza, 5th Floor, |
| Dalal St, Kala Ghoda, Fort, | Plot No. C/1, G Block, |
| Mumbai – 400001 | Bandra Kurla Complex, |
| | Bandra (East), Mumbai – 400 051. |
| BSE Code No. 507880 | NSE Code – VIPIND |

Dear Sir / Madam,

Subject: <u>Un-Audited Financial Results for the quarter ended 31st December, 2020</u>

In continuation to our letter dated 25th January, 2021, we wish to inform you that the Board of Directors at its meeting held today at 3:30 p.m. and concluded at 05:00 p.m. have approved the Un-audited Financial Results for the quarter ended 31st December, 2020.

Accordingly, in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Un-audited Standalone and Consolidated Financial Results for the quarter ended 31st December, 2020 along with Limited Review Report issued by the Statutory Auditors.

Please take the above on your record and disseminate the same for the information of investors.

Thanking you,

Yours faithfully,

For V.I.P. INDUSTRIES LIMITED

Anand Daga

Company Secretary & Head - Legal

V.I.P. INDUSTRIES LIMITED

Registered Office: 5th Floor, DGP House, 88-C, Old Prabhadevi Road, Mumbai – 400025 WEB: www.vipindustries.co.in TEL: (022) 66539000 FAX: (022) 66539089

CIN - L25200MH1968PLC013914 Email: investor-help@vipbags.com

Statement of unaudited financial results for the quarter and nine months ended December 31,2020

(Rs. In Crores)

| | | Stand | | | dalone | | | Consolidated | | | | | |
|----------|---|--------------|---------------------|--------------|--|--------------|-----------------------|--------------|---------------|---------------------------|--------------|--------------|--------------------|
| Sr No | Particulars | F | or the Quarter ende | d | For the Nine Months Ended For the Year | | For the Quarter ended | | | For the Nine Months Ended | | For the Year | |
| 140 | | December 31, | September 30, | December 31, | December 31, | December 31, | Ended March 31, | December 31, | September 30, | December 31, | December 31, | December 31, | Ended March 31, |
| | | 2020 | 2020 | 2019 | 2020 | 2019 | 2020 | 2020 | 2020 | 2019 | 2020 | 2019 | 2020 |
| | | (unaudited) | (unaudited) | (unaudited) | (unaudited) | (unaudited) | (audited) | (unaudited) | (unaudited) | (unaudited) | (unaudited) | (unaudited) | (audited) |
| 1 | Income | | | | | | | | | | | | |
| | (a) Revenue from operations | 230.05 | 101.65 | 430.35 | 372.03 | 1,406.05 | 1,713.97 | 232.61 | 102.75 | 430.57 | 375.69 | 1,407.02 | 1,718.32 |
| | (b) Other Income | 10.19 | 13.98 | 1.80 | 43.25 | 16.92 | 24.05 | 10.21 | 5.13 | 1.77 | 32,26 | 6.96 | 12.50 |
| | Total Revenue | 240.24 | 115.63 | 432.15 | 415.28 | 1,422.97 | 1,738.02 | 242.82 | 107.88 | 432.34 | 407.95 | 1,413.98 | 1,730.82 |
| 2 | Expenses: | | | | | | | | | | | | |
| | a) Cost of Materials consumed | 27.01 | 12.72 | 54.57 | 43.15 | 161.87 | 219.06 | 40.81 | 17.68 | 90.80 | 62.05 | 254.27 | 357.24 |
| | b) Purchase of Stock-in-trade | 27,15 | 17.22 | 123.88 | 47.92 | 444,47 | 604.88 | 3.64 | 0.78 | 64.05 | 8.13 | 292,21 | 382,01 |
| | c) Changes in Inventories of finished goods, work-in-progress and | | | | | | | | | | | | |
| | stock-in-trade | 99.28 | 37.58 | 47.27 | 153.58 | 127.63 | 75.42 | 98.80 | 44.50 | 46.81 | 159.31 | 127.39 | 66.67 |
| | d) Employee Benefits Expenses | 25.42 | 25.22 | 47.28 | 83.74 | 145.70 | 175.59 | 30.64 | 29.75 | 56.35 | 99.13 | 168.68 | 210.49 |
| | e) Finance Costs | 7.80 | 7.45 | 5.27 | 21.43 | 16.86 | 21.63 | 8.15 | 7.80 | 5.61 | 22.49 | 17.88 | 23.00 |
| | f) Depreciation and Amortisation expense | 15.48 | 15.83 | 20.02 | 51.78 | 57.67 | 78.00 | 18.21 | 18.64 | 22.29 | 59.98 | 63.91 | 86.81 |
| | g) Other expenses | 47.54 | 29.71 | 99.55 | 110.29 | 293.60 | 393.82 | 50.58 | 32,23 | 103.93 | 115.75 | 303.18 | 407.69 |
| | Total Expenses | 249.68 | 145.73 | 397.84 | 511.89 | 1,247.80 | 1,568.40 | 250.83 | 151.38 | 389.84 | 526.84 | 1,227.52 | 1,533.91 |
| 3 | Profit/(Loss) before exceptional items and tax (1-2) | (9.44) | (30.10) | 34.31 | (96.61) | 175.17 | 169.62 | (8.01) | (43.50) | 42.50 | (118.89) | 186.46 | 196.91 |
| 4 | Exceptional Items | - | - | - | - | 48.50 | 48.50 | - | - | - | - | 48.50 | 48.50 |
| 5 | Profit/(Loss) before Tax (3-4) | (9.44) | (30.10) | 34.31 | (96.61) | 126.67 | 121.12 | (8.01) | (43.50) | 42.50 | (118.89) | 137.96 | 148.41 |
| 6 | Tax Expense : | | | | | | | | | | | | |
| | Current Tax | - | - | 9.34 | - | 35.87 | 36.54 | - | - | 9.77 | - | 36.88 | 38.41 |
| | Deferred Tax | (0.59) | (7.81) | (1.58) | (23.80) | (3.49) | (4.15) | (0.84) | (8.11) | (1.48) | (25.01) | (1.13) | (1.73 |
| | Short/(Excess) provision for Tax relating to prior year | (0.17) | - | - | (0.17) | - | - | (0.17) | - | - | (0.17) | - | - |
| 7 | Profit/(Loss) for the period (5-6) | (8.68) | (22.29) | 26.55 | (72.64) | 94.29 | 88.73 | (7.00) | (35.39) | 34.21 | (93.71) | 102,21 | 111.73 |
| 8 | Other Comprehensive Income | | | | | | | | | | | | |
| | A. (i) Items that will not be reclassified to Profit or Loss | 2.18 | 0.90 | (0.69) | 3.87 | (1.85) | (4.54) | 2.33 | 0.70 | (0.69) | 4.34 | (1.85) | (4.97 |
| | (ii) Income tax relating to items that will not be reclassified to Profit or Loss | (0.55) | (0.23) | 0.14 | (0.98) | 0.47 | 1,21 | (0.57) | (0.21) | 0.14 | (0.99) | 0.47 | 1,22 |
| | B. (i) I tems that will be reclassified to Profit or Loss | _ | _ | _ | _ | _ | _ | (0.61) | (1.61) | 0.35 | (1.97) | 1,35 | 5.76 |
| | (ii) Income tax relating to items that | _ | _ | _ | _ | _ | _ | (3.01) | (1.01) | | - (1.57) | | - 3.70 |
| | will be reclassified to Profit or Loss | | | | | | | | | | | | |
| | Total Other Comprehensive Income | 1.63 | 0.67 | (0.55) | 2.89 | (1.38) | (3.33) | 1.15 | (1.12) | (0.20) | 1.38 | (0.03) | 2.01 |
| 9 | Total Comprehensive Income/(Loss) for the period (7+8) | (7.05) | (21.62) | 26.00 | (69.75) | 92.91 | 85.40 | (5.85) | (36.51) | 34.01 | (92.33) | 102,18 | 113.74 |

The statutory auditor has digitally signed the statement for identification purpose only and this statement should be read in conjuction with review report dated February 03, 2021

| | | | Standalone | | | | | | Consoli | dated | | | |
|----|--|--------------|---------------------|--------------|--------------|--------------|--------------|--------------|---------------------|--------------|----------------|--------------|--------------|
| Sr | Particulars | F | or the Quarter ende | d | For the Nine | Months Ended | For the Year | F | or the Quarter ende | d | For the Nine A | Months Ended | For the Year |
| No | Tai risulai s | | | | | | Ended | | | | | | Ended |
| | | December 31, | September 30, | December 31, | December 31, | December 31, | March 31, | December 31, | September 30, | December 31, | December 31, | December 31, | March 31, |
| | | 2020 | 2020 | 2019 | 2020 | 2019 | 2020 | 2020 | 2020 | 2019 | 2020 | 2019 | 2020 |
| | | (unaudited) | (unaudited) | (unaudited) | (unaudited) | (unaudited) | (audited) | (unaudited) | (unaudited) | (unaudited) | (unaudited) | (unaudited) | (audited) |
| | | | | | | | | | | | | | |
| 10 | Paid-up equity share capital (face value of Rs 2 per share) | 28.26 | 28.26 | 28.26 | 28.26 | 28.26 | 28.26 | 28.26 | 28.26 | 28.26 | 28.26 | 28.26 | 28.26 |
| 11 | Reserves excluding revaluation reserves as at balance sheet date | - | - | - | - | - | 518.76 | - | - | - | - | - | 581.85 |
| 12 | Basic Earnings/(Loss) Per Share (EPS) (Rs) | (0.70) | (1.49) | 1.88 | (5.14) | 6.67 | 6.28 | (0.51) | (2.49) | 2.42 | (6.63) | 7,23 | 7.91 |
| 13 | Diluted Earnings/(Loss) Per Share (EPS) (Rs) | (0.70) | (1.49) | 1.88 | (5.14) | 6.67 | 6.28 | (0.51) | (2.49) | 2.42 | (6.63) | 7.23 | 7.91 |

Notes:

3)

- The results for the Quarter and Nine months ended December 31, 2020 were reviewed and recommended by the Audit Committee and approved by the Board of Directors in it's meeting held on February 03, 2021. The above results for the Quarter ended December 31, 2020 have been reviewed by the Statutory Auditors of the Company in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2) This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 Ind AS, prescribed under section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
 - The Company's business segment consists of a single segment of "Manufacturing and marketing of luggage and bags" as per Indian Accounting Standard (Ind AS-108) Operating segment requirement.
- 4) The consolidated financial results for the Quarter and Nine months ended December 31, 2020, include the results of its subsidiary companies viz; VIP Industries Bangladesh Private Limited, VIP Industries BD Manufacturing Private Limited, VIP Luggage BD Private Limited, VIP Accessories BD Private Limited and Blow Plast Retail Limited.
- The Company's operations and financial results for the period ended December 31, 2020 have been adversely impacted by the outbreak of COVID-19 pandemic, as the travel industry has been amongst the most affected segments in the economy. The company has been closely monitoring the changes in the economic conditions and its possible impact on its business. Though the impact has been severe in the first quarter, the Company has subsequently seen recovery across all markets of operations and has entered the revival phase during the current quarter. The company has resumed operations across all the locations including the manufacturing plants.

As per our current assessment no significant impact on the financial position of the Company is expected. The actual impact may differ from that estimated as at the date of approval of these financial results. The Company will continue to monitor any changes in the future economic conditions.

6) As part of its strategy to counter the impact of Covid 19 pandemic, the Company has continued to take various measures including changes in Lease payments in the form of Lease concessions and Lease terminations.

The Company continues to apply the practical expedient as per paragraph 46A of the Indian Accounting standard on Leases 'Ind AS 116', for accounting changes in leases, in the form of Lease concessions that meet the conditions prescribed in paragraph 46B of Ind AS 116. The Company has consequently recognised an income of Rs. 2.88 Crores and Rs. 11.40 Crores for the quarter and nine months ended December 31, 2020 respectively, under the head 'Other Income'. For changes in leases in the form of terminations, the Company continues to account for such terminations in accordance with Ind AS 116 and has consequently recognised a net gain of Rs 1.43 Crores and Rs. 5.63 Crores for the quarter and nine months ended December 31, 2020, under the head 'Other Income'.

The Company has decided to consolidate its India manufacturing operations by transferring the capacities at its plant at Hardwar to its plants at Nasik with a view to optimise costs and enhance control while maintaining its capacities. This is part of the several measures taken by the Company to optimise operations in the current covid environment.

Consequently, the Board of Directors have passed a resolution dated August 24, 2020 according their approval for the disposal of the immovable property at its plant at Hardwar (Land and Building). The Company has disposed off part of the said immovable property during the current quarter ended December 31, 2020 and accordingly recognised a gain of Rs 4.49 Crores and the same has been disclosed under 'Other Income'.

The Company is in an advanced stage of obtaining regulatory approvals for the residual part of the said property as 'Held for Sale'.

Details of Assets held for sale (For Residual Part) :

| Asset Class | Sum of Gross | Accumulated | WDV |
|---------------------|--------------|------------------|------|
| ASSET CIUSS | Block (A) | Depreciation (B) | (C) |
| Land Leasehold | 3.55 | 0.50 | 3.05 |
| Building | 7.00 | 1.44 | 5.56 |
| Plant and Machinery | 0.05 | 0.03 | 0.02 |
| Other Assets | 1.02 | 0.32 | 0.70 |
| Total | 11.62 | 2.29 | 9.33 |

The statutory auditor has digitally signed the statement for identification purpose only and this statement should be read in conjuction with review report dated February 03, 2021

- 8) Deferred Tax Assets has been recognised on losses for the quarter and nine months ended December 31, 2020, based on estimates and reasonable certainty of future projections. The Company shall continue to monitor the operations closely and shall reassess the estimates.
- 9) The Exceptional Item disclosed above of Rs 48.50 Crores relates to loss of property, plant and equipment and inventories that were destroyed due to a fire at the Company's regional warehouse at Ghaziabad on April 03, 2019. The Company has initiated its insurance claim process and considering the Company's insurance policy, it expects the loss to be adequately covered.
- The Indian Parliament has approved the code on Social security, 2020 ('the code') which, inter alia, deals with employee benefits during employment and post- employment, and the same has received Presidential assent in September 2020. The Code has been published in the Gazette of India. The effective date of the Code is yet to be notified and the rules for auantifying the financial impact are also yet to be issued. In view of this, the impact of the change, if any, will be assessed and recognised post notification of the relevant provisions.
- 11) The Company has issued Listed Redeemable 7.45% Non- Convertible Debentures (NCDs) aggregating to Rs 50 Crores on September 07, 2020
- The Nomination and Remuneration Committee of the Board of Directors of the Company at its meeting held on Aug 07, 2020 approved to grant new stock appreciation rights to eligible employees of the Company, in accordance with the terms and conditions of the VIP Employees Stock
 Appreciation Rights plan 2018 named 'ESARP 2018' as approved by the shareholders of the Company on July 17, 2018. Accordingly, during quarter ended September 30, 2020, the Company has granted 10,95,000 stock appreciation rights, to eligible employees. Correspondingly, the eligible employees of the Company surrendered the stock appreciation rights issued to them earlier. The Nomination and Remuneration Committee of the Board of Directors of the Company at its meeting held on July 09, 2020 approved the surrender of the said rights. Consequently, the Company has recognised a reversal of Rs. 2.84 Crores under 'Employees Benefit expenses' during the quarter ended September 30, 2020. Thereafter, the Nomination and Remuneration Committee of the Board of Directors of the Company at its meeting held on Nov 09, 2020 approved to grant new stock appreciation rights to eligible employees of the Company. Accordingly, during the quarter ended December 31, 2020, the Company has granted 45,000 stock appreciation rights to eligible employees. Consequently, a net expense of Rs. 2.27 Crores and Rs 1.33 Crores has been recognised under 'Employee Benefit expenses', for the auarter and nine months ended December 31, 2020 respectively.
- 13) Figures of corresponding previous year/period(s) have been regrouped /reclassified wherever necessary.

ALPA KEDIA Digitally signed by ALPA KEDIA Date: 2021.02.03 16:20:13 +05'30'

The statutory auditor has digitally signed the statement for identification purpose only and this statement should be read in conjuction with review report dated February 03, 2021

Place: Mumbai Date: February 3, 2021 On behalf of the Board of Directors

DILIP GOPIKISAN PIRAMAL Digitally signed by DILIP GOPIKISAN PIRAMAL Date: 2021.02.03 15:52:42 +05'30'

Dilip G. Piramal
Chairman
DIN No: 00032012

Review Report

The Board of Directors V.I.P. Industries Limited DGP House, 5th Floor, 88C Old Prabhadevi Road, Mumbai 400025

- 1. We have reviewed the unaudited standalone financial results of V.I.P. Industries Limited (the "Company") for the quarter ended December 31, 2020 which are included in the accompanying 'Statement of Unaudited Financial Results for the Quarter and nine months ended December 31, 2020' (the "Statement"). The Statement has been submitted by the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations, 2015"), which has been digitally signed by us for identification purposes.
- 2. This statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. We draw your attention to Note 5 to the accompanying statement, which describes the management's assessment of the impact of the outbreak of Coronavirus (COVID-19) on the business operations of the Company and the adjustments made to these financial results. In view of the uncertain economic environment, a definitive assessment of the impact on the subsequent periods is highly dependent upon circumstances as they evolve. Our opinion is not modified in respect of this matter.

For Price Waterhouse Chartered Accountants LLP Firm Registration Number: FRN 012754N/N500016

ALPA KEDIA Digitally signed by ALPA KEDIA Date: 2021.02.03 16:18:48 +05'30'

Alpa Kedia Partner Membership Number 100681 UDIN: 21100681AAAAAK5905

Place: Mumbai

Date: February 03, 2021

Review Report

The Board of Directors V.I.P. Industries Limited DGP House, 5th Floor, 88C, Old Prabhadevi Road, Mumbai 400025

- 1. We have reviewed the unaudited consolidated financial results of V.I.P. Industries Limited (the "Company" or the "Parent") and its subsidiaries (the parent and its subsidiaries hereinafter referred to as the "Group"), (refer Note 4 on the Statement) for the quarter ended December 31, 2020 which are included in the accompanying 'Statement of Unaudited Financial Results for the Quarter and nine months ended December 31, 2020' (the "Statement"). The Statement has been submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"), which has been digitally signed by us for identification purposes.
- 2. This Statement, which is the responsibility of the Parent's Management and has been approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

- 4. The Statement includes the results of the following entities:
 - a) V.I.P. Industries Limited
 - b) VIP Industries Bangladesh Private Limited
 - c) VIP Industries BD Manufacturing Private Limited
 - d) VIP Luggage BD Private Limited
 - e) VIP Accessories BD Private Limited
 - f) Blow Plast Retail Limited

Price Waterhouse Chartered Accountants LLP, 252, Veer Savarkar Marg, Shivaji Park, Dadar (West) Mumbai - 400 028

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- 5. Based on our review conducted and procedures performed as stated in paragraph 3 above nothing has come to our attention that causes us to believe that the accompanying Statement has not been prepared in all material respects in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 6. We draw your attention to Note 5 to the accompanying statement, which describes the management's assessment of the impact of the outbreak of Coronavirus (COVID-19) on the business operations of the group and the adjustments made to these financial results. In view of the uncertain economic environment, a definitive assessment of the impact on the subsequent periods is highly dependent upon circumstances as they evolve. Our opinion is not modified in respect of this matter.

For Price Waterhouse Chartered Accountants LLP Firm Registration Number: FRN 012754N/500016

ALPA KEDIA Digitally signed by ALPA KEDIA Date: 2021.02.03 16:19:11 +05'30'

Alpa Kedia Partner Membership Number 100681 UDIN: 21100681AAAAAL9624

Place: Mumbai

Date: February 03, 2021



BSE Limited

Phiroze Jeejeebhoy Towers, Dalal St, Kala Ghoda, Fort, Mumbai – 400001

BSE Code No. 507880, 959848 and 959982

National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051.

NSE Code – VIPIND

Subject: <u>Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</u>

Dear Sir / Madam,

This is to inform you that the Board of Directors of the Company at its meeting held today i.e. 3rd February, 2021 has approved the re-appointment of Ms. Nisaba Godrej (DIN: 00591503) as Non-Executive Independent Director of the Company for the second term of 5 (five) years, effective from 1st April, 2021 to 31st March, 2026.

The details as required under the Listing Regulations, read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015, including the brief profile of Ms. Nisaba Godrej is given in Annexure A to this letter.

Please take the above on your record and disseminate the same for the information of investors. Thanking you,

Yours faithfully,

For V.I.P. INDUSTRIES LIMITED

Anand Daga

Company Secretary & Head - Legal



Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015.

| Sr. | Particulars | Details |
|-----|--|--|
| | Particulars | Details |
| No. | | |
| 1. | Reason for change viz. | Approved appointment of Ms. Nisaba Godrej (DIN: |
| | appointment, resignation, | 00591503), as Non-Executive Independent Director for |
| | removal, death or otherwise; | the second term of 5 (five) years commencing from 1st |
| | | April, 2021 to 31st March, 2026 (both days inclusive), |
| | | subject to the approval of the Members at the |
| 2. | Date of | ensuing General Meeting of the Company |
| 2. | | Date of Appointment: 1st April, 2021 |
| | appointment/ cessation (as | T (A : 1 11 A : 1 2021 1 21 1 1 A 1 |
| | applicable) & term of | Term of Appointment: 1st April, 2021 to 31st March, |
| | appointment | 2026 (both days inclusive) |
| 3. | Brief profile (in case of | Ms. Nisaba Godrej has completed B.Sc. from The |
| | appointment) | Wharton School, University of Pennsylvania and |
| | | MBA from Harvard Business School. Ms. Nisaba is |
| | | Executive Chairperson of Godrej Consumer |
| | | Products and Director of Godrej Agrovet, Teach For |
| | | India and Mahindra & Mahindra Ltd. She is |
| | | involved in the corporate strategy, human capital |
| | | functions including successful turnaround of Godrej Agrovet. She is passionate about girls' education, the |
| | | human mind, design, trekking and equestrian |
| | | sports. |
| 4. | Disclosure of relationships | Ms. Nisaba Godrej is not related inter-se to any other |
| 1. | between directors (in case of | Director of the Company as on the date of her |
| | , | appointment. |
| _ | appointment of a Director) | 11 |
| 5. | Information as required | Ms. Nisaba Godrej is not debarred from holding the |
| | pursuant to BSE Circular with | office of director on account of any order of SEBI or |
| | ref. no. LIST/ COMP/ 14/ 2018- 19 and the | any other such authority. |
| | National Stock Exchange of | |
| | India Ltd with ref. no. NSE/ | |
| | CML/ 2018/24, dated 20th | |
| | June, 2018. | |
| | Jane, 2010. | |



3rd February, 2021

| BSE Limited | National Stock Exchange of India Ltd. |
|--|---------------------------------------|
| Phiroze Jeejeebhoy Towers, | Exchange Plaza, 5th Floor, |
| Dalal St, Kala Ghoda, Fort, | Plot No. C/1, G Block, |
| Mumbai – 400001 | Bandra Kurla Complex, |
| | Bandra (East), Mumbai - 400 051. |
| BSE Code No. 507880, 959848 and 959982 | NSE Code - VIPIND |

Subject: Disclosure of events or information under Reg. 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

The Nomination and Remuneration Committee ("Committee") of the Board of Directors of the Company has approved the grant of 2,40,000 Employee Stock Appreciation Rights ("ESARs") to the eligible employees under its VIP Employees Stock Appreciation Rights Plan 2018. The details of same are given herein below:

| a) | Brief details of ESARs granted | 240,000 ESARs to the eligible employee(s) of the Company or its subsidiary(ies) as determined by the Committee, which upon vesting shall convert into not more than 240,000 (Two Lakh Forty Thousand) equity shares. |
|-----|--|--|
| b) | Whether the scheme is in terms of SEBI (Share Based Employee | Yes |
| | Benefits) Regulations, 2014 (if applicable); | |
| -2) | Total number of shares serround by | |
| c) | Total number of shares covered by these ESARs; | Not more than then the number of ESARs granted |
| | | |
| | these ESARs; | granted The base price per ESAR is Rs. 211/- |



| | === |
|--|--|
| g) ESARs exercised; | Nil |
| h) Money realized by exercise of ESARs; | Nil |
| i) The total number of shares arising as a result of exercise of ESAR; | Nil |
| j) ESARs lapsed; | Nil |
| k) Variation of terms of ESARs; | NA |
| l) Brief details of significant terms; | The aforesaid ESARs will vest over a period of 3 (Three) years from the date of grant. |
| m) Subsequent changes or cancellation or exercise of such ESARs; | Out of the 12,30,000 ESARs granted to the eligible employee(s) of the Company or its subsidiary(ies) on 7th August, 2020, 240,000 ESARs are lapsed and are added back to the Pool Account. |
| n) Diluted earnings per share pursuant to issue of equity shares on exercise of ESARs. | |

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For V.I.P. INDUSTRIES LIMITED

Anand Daga

Company Secretary & Head - Legal

To, Catalyst Trusteeship Limited

Subject: Submission of Un-audited Financial Results for the quarter and half year ended 31st December, 2020 and disclosure as specified in Part B of Schedule III.

Dear Sir / Madam,

Please find enclosed herewith the following documents submitted to BSE Limited and National Stock Exchange of India Ltd. after the conclusion of Board Meeting held on 3rd February, 2021:

- 1. Un-audited Standalone and Consolidated Financial Results for the quarter and half year ended 31st December, 2020
- 2. Re-appointment of Ms. Nisaba Godrej (DIN: 00591503) as Non-Executive Independent Director of the Company for the second term of 5 (five) years, effective from 1st April, 2021 to 31st March, 2026 under Regulation 51(2) read with Part B of Schedule III SEBI (LODR) Regulations, 2015.
- 3. Grant of 240,000 Employee Stock Appreciation Rights to the eligible employees under its VIP Employees Stock Appreciation Rights Plan 2018 under Regulation 51(2) read with Part B of Schedule III SEBI (LODR) Regulations, 2015

Please take the above on your record

Thanking you,

Yours faithfully,

For V.I.P. INDUSTRIES LIMITED

Anand Daga

Company Secretary & Head - Legal