



27th May, 2020

BSE Limited Phiroze Jeejeebhoy Towers, Dalal St, Kala Ghoda, Fort, Mumbai - 400001 BSE Code No. 507880	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051. NSE Code – VIPIND
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Subject: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

We would like to inform that the Board of Directors at its meeting held on 26th May, 2020, inter-alia accorded their approval for:

- a) Alteration in the Object(s) Clause and Liability Clause of the Memorandum of Association of the Company
- b) Alteration in the Articles of Association of the Company

The above alteration(s) are subject to approval of members of the Company at ensuing Annual General Meeting scheduled on 5th August, 2020 and subject to necessary registration with and/or approval if any from the competent Authority(ies), a brief detail of which has been enclosed herewith as Annexure-I.

Kindly take the same on record.

Thanking you,

Yours Faithfully,

For V.I.P. Industries Limited

Anand Daga
Company Secretary & Head – Legal

Encl.: As above.

VIP INDUSTRIES LIMITED

Registered Office: DGP House, 5th Floor, 88C, Old Prabhadevi Road, Mumbai 400 025. INDIA.
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CIN - L25200MH1968PLC013914



Annexure- I

Brief details in the alteration in the Memorandum of Association (MoA) and Articles of Association (AoA) of the Company are as follows:

1. In order to make object clause compliant with the provisions of the Companies Act, 2013 and relevant applicable Rules made there under, the headings of Clause III(A) and Clause III(B) of Memorandum of Association (MoA) of the Company are recommended for changes and Clause III(C) 'OTHER OBJECTS NOT INCLUDED IN (A) AND (B) ABOVE' of the MoA for deletion.

The new Headings/Title will be:

“Clause III (a) THE OBJECTS TO BE PERSUED BY THE COMPANY ON ITS INCORPORATION

Clause III (b) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (a)”

2. The alteration of the main objects clause of the Memorandum of Association is to facilitate enlarging the Company’s scope of operations in addition to its existing luggage business. The proposed amendment shall enable the Company to carry on its business efficiently and under the existing circumstances conveniently and advantageously combined with the present activities of the Company. The proposed amendment(s) to the Memorandum of Association are in line with the Company’s competencies and business.

To enable the Company to commence the aforesaid business apart from carrying on its existing business operations, it is recommended to substitute the existing Clause 1 & 2 of Clause III (A) of MOA UNDER THE NEW TITLE - THE OBJECTS TO BE PERSUED BY THE COMPANY ON ITS INCORPORATION and accordingly amend the part A of the object Clause (Clause III).

3. It is also recommended to substitute the existing Sub Clauses 1 to 17 of Clause 3(B)(i) and 1 to 25 of Clause 3 (B)(ii) with the new title 'MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (a) for the sake of convenience.
4. In order to comply with the provisions of Section(s) 4(l)(d)(i), 13 and other applicable provisions, if any, of the Companies Act, 2013, it is recommended to alter the liability Clause of MoA i.e. Clause IV by substituting the existing Clause IV with the following new Clause IV:

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Clause IV. The liability of member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

5. Adoption of new set of Articles of Association (AOA) of the Company as per Companies Act, 2013 in place of existing Articles of Association of the Company, to be consistent with the Companies Act, 2013 including Rules made thereunder.

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