

General information about company	
Scrip code	507880
NSE Symbol	VIPIND
MSEI Symbol	NOTLISTED
ISIN	INE054A01027
Name of the entity	VIP INDUSTRIES LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Notes on composition of board of directors explanatory																			
Whether the listed entity has a Regular Chairperson					Yes														
Whether Chairperson is related to MD or CEO					No														
					Disqualification of Directors under section 164 of the Companies Act, 2013														
PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)
EAPP7149H	00032012	Non-Executive - Non Independent Director	Chairperson related to Promoter		02-11-1949	No				Active	NA		04-06-1979	25-03-2019			4	2	1
ANPP4319A	02105221	Executive Director	Not Applicable		27-05-1978	No				Active	NA		30-06-2009	07-04-2019			2	1	1
DGPD2617R	08256456	Executive Director	Not Applicable		14-05-1974	No				Active	NA		01-02-2021	01-02-2021			1	0	1
AEPJ8462D	00016871	Non-Executive - Independent Director	Not Applicable		11-02-1967	No				Active	NA		14-05-2015	24-07-2020		94.14	3	1	5

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of Chairperson in Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)
FPG3636B	00591503	Non-Executive - Independent Director	Not Applicable		12-02-1978	No				Active	NA		01-04-2019	01-04-2021		48	5	3	0	0
CPJ5709K	00192621	Non-Executive - Independent Director	Not Applicable		29-04-1953	No				Active	NA		07-05-2019	30-07-2019		46.07	2	2	4	3
BPD1702D	00304347	Non-Executive - Independent Director	Not Applicable		12-05-1957	No				Active	NA		07-05-2019	30-07-2019		46.07	3	3	4	1

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00192621	TUSHAR KUMUDRAI JANI	Non-Executive - Independent Director	Chairperson	10-07-2021		
2	00016871	AMIT BANWARILAL JATIA	Non-Executive - Independent Director	Member	10-07-2019		
3	02105221	RADHIKA DILIP PIRAMAL	Executive Director	Member	27-07-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00192621	TUSHAR KUMUDRAI JANI	Non-Executive - Independent Director	Chairperson	10-07-2021		
2	00032012	DILIP GOPIKISAN PIRAMAL	Non-Executive - Non Independent Director	Member	30-01-2007		
3	00016871	AMIT BANWARILAL JATIA	Non-Executive - Independent Director	Member	20-12-2018		
4	00591503	NISABA ADI GODREJ	Non-Executive - Independent Director	Member	08-04-2020		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00016871	AMIT BANWARILAL JATIA	Non-Executive - Independent Director	Chairperson	10-07-2019		
2	00032012	DILIP GOPIKISAN PIRAMAL	Non-Executive - Non Independent Director	Member	30-07-1986		
3	08256456	ANINDYA SUNDAR DUTTA	Executive Director	Member	03-02-2021		
4	00192621	TUSHAR KUMUDRAI JANI	Non-Executive - Independent Director	Member	03-02-2021		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00032012	DILIP GOPIKISAN PIRAMAL	Non-Executive - Non Independent Director	Chairperson	01-04-2019		
2	08256456	ANINDYA SUNDAR DUTTA	Executive Director	Member	03-02-2021		
3	00192621	TUSHAR KUMUDRAI JANI	Non-Executive - Independent Director	Member	25-05-2021		
4	99999999	NEETU KASHIRAMKA	Chief Financial Officer	Member	26-05-2020		Textual Information(1)

Sr Text Block	
Textual Information(1)	Ms. Neetu Kashiramka is the Chief Financial Officer of the Company. Hence, DIN is not applicable to her.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00032012	DILIP GOPIKISAN PIRAMAL	Non-Executive - Non Independent Director	Chairperson	10-07-2021		
2	02105221	RADHIKA DILIP PIRAMAL	Executive Director	Member	20-05-2014		
3	00304347	RAMESH SHRICHAND DAMANI	Non-Executive - Independent Director	Member	10-07-2021		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00032012	DILIP GOPIKISAN PIRAMAL	ALLOTMENT COMMITTEE	Non-Executive - Non Independent Director	Chairperson	
2	02105221	RADHIKA DILIP PIRAMAL	ALLOTMENT COMMITTEE	Executive Director	Member	
3	08256456	ANINDYA SUNDAR DUTTA	ALLOTMENT COMMITTEE	Executive Director	Member	
4	99999999	NEETU KASHIRAMKA	ALLOTMENT COMMITTEE	Member	Member	Textual Information(1)

Other Committee Text Block	
Textual Information(1)	Ms. Neetu Kashiramka is the Chief Financial Officer of the Company. Hence, DIN is not applicable to her.

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)					
1	21-10-2022				Yes	7	6	3
2		25-01-2023	95		Yes	7	7	4
3		17-03-2023	50		Yes	7	6	3

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	21-10-2022				Yes	3	3	2	0
2	Audit Committee	25-01-2023	95			Yes	3	3	2	0
3	Nomination and remuneration committee	21-10-2022				Yes	4	2	2	0
4	Nomination and remuneration committee	25-01-2023	95			Yes	4	4	3	0
5	Risk Management Committee	02-01-2023				Yes	4	2	0	0
6	Risk Management Committee	25-01-2023	22			Yes	4	4	1	0

Annexure 1										
IV. Meeting of Committees										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Stakeholders Relationship Committee	10-10-2022				Yes	4	2	0	0
8	Stakeholders Relationship Committee	20-10-2022	9			Yes	4	4	2	0
9	Stakeholders Relationship Committee	04-11-2022	14			Yes	4	3	1	0
10	Stakeholders Relationship Committee	24-11-2022	19			Yes	4	3	1	0
11	Stakeholders Relationship Committee	07-12-2022	12			Yes	4	2	1	0
12	Stakeholders Relationship Committee	19-12-2022	11			Yes	4	3	2	0

Annexure 1										
IV. Meeting of Committees										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
13	Stakeholders Relationship Committee	06-01-2023	17			Yes	4	2	1	0
14	Stakeholders Relationship Committee	27-01-2023	20			Yes	4	2	1	0
15	Stakeholders Relationship Committee	01-02-2023	4			Yes	4	3	1	0
16	Stakeholders Relationship Committee	22-02-2023	20			Yes	4	2	0	0
17	Stakeholders Relationship Committee	08-03-2023	13			Yes	4	2	0	0
18	Stakeholders Relationship Committee	23-03-2023	14			Yes	4	3	1	0
19	Other Committee	03-10-2022		ALLOTMENT COMMITTEE		Yes	4	3	0	0
20	Other Committee	04-11-2022		ALLOTMENT COMMITTEE		Yes	4	4	0	0
21	Other Committee	02-12-2022		ALLOTMENT COMMITTEE		Yes	4	3	0	0
22	Other Committee	03-01-2023		ALLOTMENT COMMITTEE		Yes	4	3	0	0
23	Other Committee	08-02-2023		ALLOTMENT COMMITTEE		Yes	4	3	0	0
24	Other Committee	09-03-2023		ALLOTMENT COMMITTEE		Yes	4	3	0	0

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Anand Daga
2	Designation	Company Secretary and Compliance Officer

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.vipindustries.co.in/
2	Terms and conditions of appointment of independent directors	Yes		https://www.vipindustries.co.in/investor/disclosure-46-lodr
3	Composition of various committees of board of directors	Yes		https://www.vipindustries.co.in/investor/board-of-directors
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.vipindustries.co.in/investor/disclosure-46-lodr
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.vipindustries.co.in/investor/disclosure-46-lodr#policies
6	Criteria of making payments to non-executive directors	Yes		https://www.vipindustries.co.in/investor/disclosure-46-lodr#policies
7	Policy on dealing with related party transactions	Yes		https://www.vipindustries.co.in/investor/disclosure-46-lodr#policies
8	Policy for determining 'material' subsidiaries	Yes		https://www.vipindustries.co.in/investor/disclosure-46-lodr#policies
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.vipindustries.co.in/investor/disclosure-46-lodr

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.vipindustries.co.in/investor/disclosure-46-lodr#contact-details-of-key-managerial-personnel
11	email address for grievance redressal and other relevant details	Yes		https://www.vipindustries.co.in/investor/disclosure-46-lodr#contact-details-of-key-managerial-personnel
12	Financial results	Yes		https://www.vipindustries.co.in/investor/financial-information-of-vip
13	Shareholding pattern	Yes		https://www.vipindustries.co.in/investor/shareholding_pattern
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.vipindustries.co.in/investor/regulation_30
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.vipindustries.co.in/investor/regulation_30
18	Credit rating or revision in credit rating obtained	Yes		https://www.vipindustries.co.in/investor/regulation_30
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.vipindustries.co.in/investor/financial_information_of_subsidaries
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.vipindustries.co.in/investor/disclosure-46-lodr
21	Materiality Policy as per Regulation 30	Yes		https://www.vipindustries.co.in/investor/disclosure-46-lodr#policies
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.vipindustries.co.in/investor/disclosure-46-lodr#policies
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.vipindustries.co.in/

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	NA	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Anand Daga
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II		
1	Name of signatory	Anand Daga
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block	
Textual Information(1)	<p>During the half year ended March 31, 2023, the Companys Banker has issued/renewed Standby letter of credit on behalf of Companys wholly owned subsidiary(ies). The transaction was entered by the Company on behalf of its wholly owned subsidiary whose accounts are consolidated with the Accounts of the Company.</p> <p>Since the format for reporting of compliance prescribes that the listed entity are exempted for reporting for transactions entered to/for its subsidiary whose accounts are consolidated with the listed entity as per the SEBI circular no. SEBI/HO/CFD/CMD-2/P/CIR/2021/567 May 31, 2021, hence the reporting requirement of the same is not applicable to Company.</p>

Signatory Details	
Name of signatory	Anand Daga
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	20-04-2023

