



September 10, 2025

BSE Limited Phiroze Jeejeebhoy Towers, Dalal St, Kala Ghoda, Fort, Mumbai – 400 001. 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
---	--

Dear Sir/Madam,

Subject: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
– Adoption of new set of the Articles of Association

Pursuant to Regulation 30 read with Paragraph A of Part A of **Schedule III** of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘SEBI Listing Regulations’**), we hereby inform you that, shareholders of the Company at their 58th Annual General Meeting held earlier today i.e. Wednesday, September 10, 2025, commenced at 03:00 P.M (IST) through Video Conferencing, has, *inter-alia*, approved adoption of new set of the articles of association (**“Restated AOA”**) of the Company incorporating *inter alia* the relevant provisions of Shareholders’ Agreement dated 13th July 2025 entered between Mr. Dilip Piramal, **“the Sellers”** namely Kemp and Company Limited, DGP Securities Limited, Kiddy Plast Limited, Piramal Vibhuti Investments Limited, Alcon Finance & Investment Limited, DGP Enterprises Private Limited, and certain Purchasers namely Multiples Private Equity Fund IV and Multiples Gift Fund IV (collectively, **“Multiples Group”**). The Restated AOA shall be effective from Effective date which, as defined in the Restated AOA, is earlier of (A) the date on which Tranche 1 Completion occurs within the meaning of that expression in the Purchaser SPA, or (B) the date on which the Purchasers serve a Control Notice.

The brief details of the amendment to the articles of association of the Company as required under Regulation 30 read with Paragraph A Part A of **Schedule III** of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are given at **Annexure A**.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For **V.I.P. INDUSTRIES LIMITED**

Ashitosh Sheth

Company Secretary & Head – Legal

ACS No. 25997

Encl: As above

VIP INDUSTRIES LIMITED

Registered Office: DGP House, 5th Floor, 88C, Old Prabhadevi Road, Mumbai 400 025. INDIA.
TEL: +91 (22) 6653 9000 FAX: +91 (22) 6653 9089 EMAIL: corpcomm@vipbags.com WEB: www.vipbags.com
CIN - L25200MH1968PLC013914



Annexure A

Adoption of new set of the Articles of Association of the Company incorporating the relevant provisions of Shareholders Agreement dated 13th July 2025

Serial	Mutation/ Changes
Part B	<p>The Restated AOA (<i>as defined above</i>) has been adopted to incorporate the relevant provisions of Shareholders' Agreement dated 13th July 2025, brief details of which are set out below:</p> <ul style="list-style-type: none">i. On and from the effective date of the SHA: (a) Multiples Group shall be entitled to nominate the majority of directors to the Board of the Company; and (b) Mr. Dilip Piramal shall have the right to recommend to the Nomination and Remuneration Committee of the Company, eligible candidates for appointment of 1 Independent Director or nominate his wife or 1 of his lineal descendants for appointment as 1 Non-Independent Non-Executive Director;ii. Each member of the Promoter Group Entities and Mr. Dilip G. Piramal have a vote along obligation with the Multiples Group in respect of all matters brought before the shareholders of the Company, except a few matters in relation to which Promoter Group Entities and Mr. Dilip Piramal will be entitled to vote at their discretion;iii. Promoter Group Entities and Mr. Dilip Piramal shall have a tag along right in the event the Multiples Group propose to sell any securities held by them to a third party through a negotiated trade pursuant to which the third party would be obliged to make a mandatory open offer;iv. Multiples Group shall have a right of first offer followed by a right of first refusal in the event the Promoter Entities and Mr. Dilip Piramal intend to sell their securities to any third party.

VIP INDUSTRIES LIMITED