



VIP CLOTHING LIMITED

(Formerly known as Maxwell Industries Limited)

Registered Office : C-6, Road No.22, MIDC, Andheri (East), Mumbai – 400093

CIN :L18101MH1991PLC059804 Website : www.vipclothing.in Email: investor.relations@viporg.com

Tel : +91 22 28257624/27 Fax:+91 22 28371023/24

POSTAL BALLOT FORM

Sr. No.:

1. Name and Registered Address of the Sole/First named Member / Beneficial Owner as registered with the Company :
2. Name(s) of the joint Member(s), if any, registered with the Company :
3. Registered Folio No./DP ID No. & Client ID No.* (* Applicable to investors holding shares in dematerialized form) :
4. Number of share(s) held :
5. I/We hereby exercise my/our vote in respect of the following RESOLUTION to be passed through postal ballot for the business stated in the Notice dated 24th October, 2017 of the Company, by sending my/our Assent or Dissent to the said Resolutions by placing tick (√) marks at the appropriate boxes below:

Sr. No.	Brief Description	Type of Resolution	No. of shares held by me/us	I/We Assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1	To approve VIP Employee Stock Option Scheme – 2017 (ESOS-2017)	Special			
2	To extend approval of VIP Employee Stock Option Scheme – 2017' ("ESOS-2017") for the employees of Holding / Subsidiary Company (ies).	Special			

Place:

Date :

(Signature of the Member)

EVSN (Electronic Voting Sequence Number)	*Default PAN
171027005	

Note: Please read the instructions given overleaf carefully before exercising your vote.

Facility to exercise vote(s) by means of Postal Ballot, including voting through e-voting will be available during the following period:

Commencement of voting	End of Voting
From 09.00 a.m. (IST) on Wednesday, 08.11.2017	Up to 05.00 p.m. (IST) on Thursday, 07.12.2017

The e-voting module shall be disabling by CDSL for voting after 5.00 p.m. on 7th December, 2017

INSTRUCTIONS

1. A member desiring to exercise vote by Postal Ballot form may complete this Postal Ballot Form and send it to the Scrutinizer, in the enclosed self addressed envelope viz, C/o. VIP Clothing Limited (Formerly known as Maxwell Industries Limited), C-6, Road No.22, MIDC, Andheri (East), Mumbai – 400 093. Envelope containing Postal Ballot Form if deposited in person or sent by any other mode at the expense of the Member will also be accepted.
2. The Company is also offering E-voting Facility as an alternative for all the Members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. The detailed procedure of remote e-voting is enumerated in the Postal Ballot Notice.
3. The Scrutinizer will collect the votes cast through Postal Ballot and votes downloaded from the remote e-voting system to declare the final result for Resolution forming part of the Notice of Postal Ballot.
4. A Member need not cast all the votes in the same way.
5. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 17.00 IST on Thursday, 7th December, 2017. The Scrutinizer's decision on the validity of a Postal Ballot Form will be final.
6. The right of voting by Postal Ballot Form shall not be exercised by a Proxy.
7. Votes should be cast, either FOR or AGAINST by putting the tick (√) mark in the column provided in the Postal Ballot.
8. The voting rights of Shareholders shall be in proportion of the shares held by them in the paid up equity share capital of the Company as on the cut-off date viz, Friday, 27th October, 2017.
9. Member(s) can opt for only one mode of voting i.e. either remote e-voting or voting through Postal Ballot Form. In case a member has cast multiple votes, then voting done by remote e-voting will be treated as a valid. Incomplete, unsigned or incorrectly filled Postal Ballot Form will be rejected.
10. The Form should be signed by the Member as per the specimen signature registered with the Company/Depositories. In case of Joint holding, the Form should be completed and signed by the first named Member and in his/her absence, by the next named joint holder. Kindly fill the form in indelible ink and avoid using erasable writing medium.
11. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send, along with Postal Ballot Form, certified copy of the relevant Board Resolution/Authority letter etc, together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote.
12. The result of the voting on the resolution will be declared at the Registered Office of the Company on or before 11th December, 2017. The result will thereafter be also informed to the Stock Exchanges, hosted on the Companies website www.vipclothing.in.
13. Any query in relation to the resolution proposed to be passed by Postal Ballot may be addressed to Mr. Ashish Mandaliya, Chief Financial Officer and Company Secretary, VIP Clothing Limited (Formerly known as Maxwell Industries Limited), C-6, Road No.22, MIDC, Andheri (East), Mumbai – 400 093, Tel :022-2825 7624 / 27 Fax. No.022-2837 1023 / 24 Email ID: investor.relations@viporg.com.