

# ARVIND FASHIONS LIMITED

A MEMBER OF THE LALBHAI GROUP

Corporate Office: Du Parc Trinity, 8<sup>th</sup> Floor, 17, M.G Road, Bangalore – 560 001

Tel: +91-80-4155 0601, Fax: 91-80-4155 0651

Website: <http://www.arvindfashions.com>

May 5, 2023

Listing Dept. / Dept. of Corporate Services  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400001

Listing Dept., Exchange Plaza, 5th Floor  
Plot No. C/1, G. Block  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai - 400051

Dear Sir/Madam,

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With reference to the captioned subject and in continuation of the letter dated 04.05.2023 of members of the Company by way of a Special Resolution on the following items of special business:

1	Appointment of Ms. Ananya Tripathi (DIN: 08102039) as an Independent Director of the Company.
2	To consider such number of stock options exercisable into not more than 8,00,000 (Eight Lakhs only) equity shares of the Company of face value of Rs. 4 each, under one or more Employee Stock Option Schemes for the benefit of such person(s) who are in permanent employment of the Holding Company/Subsidiary Companies.

We hereby inform you that Mr. Hitesh Buch, Practising Company Secretary, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process has submitted his Report on May 4, 2023.

In accordance with the said Report, the members of the Company have approved the Special Resolutions as embodied in the Postal Ballot Notice dated March 14, 2023 with requisite majority.

We are enclosing herewith Results of Postal Ballot in the prescribed format along with the report of Scrutinizer dated May 4, 2023. The same is also being uploaded on company's website at <https://www.arvindfashions.com/>

You are requested to kindly take note of the above in your records.

Thanking you,

Yours faithfully,

Company Secretary

**ARVIND** FASHIONS

Regd Office: Main Building, Arvind Limited Premises, Naroda Road, Ahmedabad – 380 025.

CIN: L52399GJ2016PLC085595

**Arvind Fashions Limited**  
**Voting Results**  
[As per Regulation 44(3) or SEBI LOOR Regulations, 2015]

Date of Postal Ballot	March 14, 2023
Total number of shareholders as on record date. Cut-off date for ascertaining voting rights of Members 31 <sup>st</sup> March 2023	163930
No. of Members present In the meeting either In person or through proxy	Not Applicable
Promoters & Promoter Group	-
Public	-
No. of Members attended the meeting through Video Conferencing	Not Applicable
Promoters & Promoter Group	-
Public	-



Agenda-wise disclosure (to be disclosed separately for each agenda Item)									
Resolution No. 1: Appointment of Ms. Ananya Tripathi (DIN: 08102039) as an Independent Director of the Company									
Resolution required: (Ordinary/ Special)							Special Resolution		
Whether promoter/ promoter group are interested in the agenda/resolution?							No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]
Promoter and Promoter Group	E-Voting	48908638	48903981	99.9905	48903981	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		48903981	99.9905	48903981	0	100.0000	0.0000	0
Public Institutions	E-Voting	35655067	28024443	78.5988	28024443	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28024443	78.5988	28024443	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	48261955	5240852	10.8592	5239079	1773	99.9662	0.0338	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5240852	10.8592	5239079	1773	99.9662	0.0338	0
Total		132825660	82169276	61.8625	82167503	1773	99.9978	0.0022	0

Note: The aforesaid resolution was passed with requisite majority.



Resolution No. 2: To consider such number of stock options exercisable into not more than 8,00,000 (Eight Lakhs only) equity shares of the Company of face value of Rs. 4 each, under one or more Employee Stock Option Schemes for the benefit of such person(s) who are in permanent employment of the Holding Company/Subsidiary Companies.

Resolution required: (Ordinary/ Special)	Special Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	% of Votes								
		No. of shares held [1]	No. of votes polled [2]	Polled on outstanding shares [3] $\frac{[2]}{[1]} * 100$	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6] $\frac{[4]}{[2]} * 100$	% of Votes against on votes polled [7] $\frac{[5]}{[2]} * 100$	No. of votes Invalid [8]	
Promoter and Promoter Group	E-Voting		48903981	99.9905	48903981	0	100.0000	0.00 0	0	
	Poll		0	0.0000	0	0	0.0000	0.00 0	0	
	Postal Ballot	48908638	0	0.0000	0	0	0.00 0	0.00 0	0	
	Total		48903981	99.9905	48903981	0	100.0000	0.0000	0	
Public Institutions	E-Voting		28024443	78.5988	24602390	3422053	87.7890	12.2110	0	
	Poll		0	0.0000	0	0	0.0000	0.00 0	0	
	Postal Ballot	35655067	0	0.0000	0	0	0.0000	0.0000	0	
	Total		28024443	78.5988	24602390	3422053	87.7890	12.2110	0	
Public Non Institutions	E-Voting		5240060	10.8575	5234003	6057	99.8844	0.1156	0	
	Poll		0	0.0000	0	0	0.00 0	0.0000	0	
	Postal Ballot	48261955	0	0.0000	0	0	0.0000	0.00 0	0	
	Total		5240060	10.8575	5234003	6057	99.8844	0.1156	0	
Total		132825660	82168484	61.8619	78740374	3428110	95.8280	4.1720	0	

Note: The aforesaid resolution was passed with requisite majority.



**Scrutinizer's Report**  
(Postal Ballot conducted through e-voting)

To,  
The Chairman  
Board of Directors  
Arvind Fashions Limited  
Main Building, Arvind Mills Premises  
Naroda Road  
Ahmedabad -380025

**Sub: E-voting through Postal Ballot**

Dear Sir,

1. Appointment as Scrutinizer:

The undersigned has been appointed as Scrutinizer for the e-voting through postal ballot under the provisions of Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended, read with MCA Circulars and Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 in respect of the resolution contained in the Postal Ballot Notice dated 14<sup>th</sup> March 2023. ("Notice" for short). Our responsibility as Scrutinizer was to ensure that the postal ballot process (through electronic voting) was conducted in a fair and transparent manner and to submit our report on the basis of the electronic data generated from the e-voting system.

2. Voting through Postal Ballot:

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder, the circulars issued by the MCA from time to time and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting through postal ballot on the resolution contained in the Notice.

3. Cut-off Date:

The voting rights were reckoned as on Friday, 31<sup>st</sup> March 2023 being the cut-off date for the purpose of deciding the entitlements of members to vote through the postal ballot.

4. E-Voting Process:

4.1 The Company appointed National Securities Depository Limited for providing e-voting facility through Postal Ballot.

4.2 The e-voting period commenced at 9:00 a.m. (IST) on Tuesday, 4<sup>th</sup> April 2023 and ended at 5:00 p.m. (IST) on Wednesday, 3<sup>rd</sup> May 2023. The e-voting was conducted separately for fully-paid and partly paid shares under two separate EVEN.

5. Counting of Votes:

5.1 After the end of e-voting cycle, the votes cast through postal ballot were unblocked by the undersigned.

5.2 Voting rights on partly paid-up equity shares are in proportion to the amount paid-up on the face value of the shares i.e. @ 50% of the face value of the equity shares. The



value of votes cast by shareholders holding partly-paid shares is therefore adjusted accordingly and rounded off.

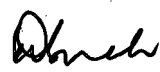
5.3 The votes abstained are not considered in the voting result furnished hereinafter.

6. Voting Result on postal ballot:

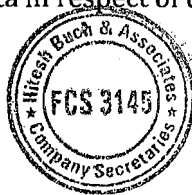
We are submitting our consolidated report on the voting by shareholders through postal ballot on the special resolutions in respect of fully paid and partly paid shares hereunder:

Item No. of the Notice, type of Resolution and subject matter	Mode of Voting	In favour of the resolution		Against the resolution	
		Value of Votes	% of votes	Value of Votes	% of votes
<b>Item No.1:</b> <b>Special Resolution:</b> Appointment of Ms. Ananya Tripathi (DIN: 08102039) as an Independent Director of the Company	Postal Ballot (Remote e-voting)	82167503	99.9978	1773	0.0022
<b>Total</b>		<b>82167503</b>	<b>99.9978</b>	<b>1773</b>	<b>0.0022</b>
<b>Item No.2:</b> <b>Special Resolution:</b> To consider such number of stock options exercisable into not more than 8,00,000 (Eight Lakhs only) equity shares of the Company of face value of Rs. 4 each, under one or more Employee Stock Option Schemes for the benefit of such person(s) who are in permanent employment of the Holding Company/Subsidiary Companies	Postal Ballot (Remote e-voting)	78740374	95.8279	3428110	4.1721
<b>Total</b>		<b>78740374</b>	<b>95.8279</b>	<b>3428110</b>	<b>4.1721</b>

The electronic data in respect of the postal ballot is sent to the company.

  
CS Hitesh Buch  
Proprietor

For Hitesh Buch & Associates  
Company Secretaries  
CP No. 8195; FCS 3145  
PR Certi No. 1265/2021  
UDIN: F003145E000254088



Date: 4<sup>th</sup> May 2023  
Place: Ahmedabad

Submitted to the Chairman of the Company  
through Lipi Jha, Company Secretary