

ARVIND FASHIONS LIMITED

A MEMBER OF THE LALBHAI GROUP

Corporate Office: Du Parc Trinity, 8th Floor, 17, M.G. Road, Bengaluru – 560 001

Tel: 91 -80-4155 0601

www.arvindfashions.com

September 28, 2022

BSE Limited
Listing Dept. / Dept. of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Security Code : 542484
Security ID : ARVINDFASN

National Stock Exchange of India Ltd.
Listing Dept., Exchange Plaza, 5th Floor
Plot No. C/1, G. Block
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Symbol : ARVINDFASN

Dear Sir / Madam,

Sub: Voting Results of the Annual General Meeting of the Company held on September 26, 2022

This is to inform you that the Annual General Meeting ('AGM') of the Members of Arvind Fashions Limited ("the Company") was held on Monday, September 26, 2022, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). In this regard please find enclosed the following:

1. Voting Results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
2. Consolidated Report of the Scrutinizer dated September 27, 2022 for remote e-voting and e-voting at the AGM pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

Kindly take note of the above.

Thanking you,

Yours faithfully,

For Arvind Fashions Limited

Lipi Jha
Company Secretary

Arvind

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

CIN: L52399GJ2016PLC085595

Date of Annual General Meeting	26-09-2022
Total number of shareholders on record date i.e. 19 th September, 2022	1,65,564
No. of shareholders present in the meeting either in person or through proxy:	-
Promoters and Promoter Group	-
Public	-
No. of Shareholders attended the meeting through Video Conferencing:	71
Promoters and Promoter Group	1
Public	70

Agenda-wise disclosure

Resolution No. 1 - To receive, consider and adopt the audited financial statements [including consolidated financial statements] of the Company for the financial year ended March 31, 2022 and the reports of the Directors and Auditors thereon.									
Resolution required: (Ordinary/ Special)		Ordinary 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	48908734	48904909	99.9922	48904909	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		48904909	99.9922	48904909	0	100.0000	0.0000	0

Public Institutions	E-Voting	24761106	18926333	76.4357	18926333	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		18926333	76.4357	18926333	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	59044984	35467132	60.0680	35453966	13166	99.9629	0.0371	0
	Poll*		107	0.0002	107	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		35467239	60.0682	35454073	13166	99.9629	0.0371	0
Total		132714824	103298481	77.8349	103285315	13166	99.9873	0.0127	0

* e-voting was allowed instead of poll during the Meeting

Resolution No. 2 - To appoint a Director in place of Mr. Kulin Lalbhai (DIN: 05206878), who retires by rotation and being eligible, offers himself for reappointment.									
Resolution required: (Ordinary/ Special)		Ordinary 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	48908734	48904909	99.9922	48904909	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		48904909	99.9922	48904909	0	100.0000	0.0000	0
Public Institutions	E-Voting	24761106	18974853	76.6317	18968501	6352	99.9665	0.0335	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		18974853	76.6317	18968501	6352	99.9665	0.0335	0
Public Non Institutions	E-Voting	59044984	35467062	60.0679	35453552	13510	99.9619	0.0381	0
	Poll*		107	0.0002	107	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		35467169	60.0681	35453659	13510	99.9619	0.0381	0
Total		132714824	103346931	77.8714	103327069	19862	99.9808	0.0192	0

* e-voting was allowed instead of poll during the Meeting

Resolution No. 3 - To appoint a Director in place of Ms. Nithya Easwaran (DIN: 03605392), who retires by rotation and being eligible, offers herself for reappointment.									
Resolution required: (Ordinary/ Special)		Ordinary 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
Promoter and Promoter Group	E-Voting	48908734	48904909	99.9922	48904909	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		48904909	99.9922	48904909	0	100.0000	0.0000	0
Public Institutions	E-Voting	24761106	18974853	76.6317	18974853	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		18974853	76.6317	18974853	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	59044984	35462221	60.0597	35448648	13573	99.9617	0.0383	0
	Poll*		107	0.0002	107	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		35462328	60.0599	35448755	13573	99.9617	0.0383	0
Total		132714824	103342090	77.8678	103328517	13573	99.9869	0.0131	0

* e-voting was allowed instead of poll during the Meeting

Resolution No. 4 - To Appoint Ms. Mr. Manoj Nakra (DIN: 08566768) 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
Promoter and Promoter Group	E-Voting	48908734	48904909	99.9922	48904909	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		48904909	99.9922	48904909	0	100.0000	0.0000	0
Public Institutions	E-Voting	24761106	18974853	76.6317	18974853	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		18974853	76.6317	18974853	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	59044984	35467051	60.0678	35453675	13376	99.9623	0.0377	0
	Poll*		107	0.0002	107	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		35467158	60.0680	35453782	13376	99.9623	0.0377	0
Total		132714824	103346920	77.8714	103333544	13376	99.9871	0.0129	0

* e-voting was allowed instead of poll during the Meeting

Resolution No. 5 - To approve to give loans or guarantees or provide security to the Subsidiary and Joint Venture Companies.									
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
Promoter and Promoter Group	E-Voting	48908734	48904909	99.9922	48904909	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		48904909	99.9922	48904909	0	100.0000	0.0000	0
Public Institutions	E-Voting	24761106	18974853	76.6317	17254060	1720793	90.9312	9.0688	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		18974853	76.6317	17254060	1720793	90.9312	9.0688	0
Public Non Institutions	E-Voting	59044984	35467063	60.0679	35446881	20182	99.9431	0.0569	0
	Poll*		107	0.0002	107	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		35467170	60.0681	35446988	20182	99.9431	0.0569	0
Total		132714824	103346932	77.8714	101605957	1740975	98.3154	1.6846	0

* e-voting was allowed instead of poll during the Meeting

Resolution No. 6 - 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 Company/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	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
Promoter and Promoter Group	E-Voting	48908734	48904909	99.9922	48904909	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		48904909	99.9922	48904909	0	100.0000	0.0000	0
Public Institutions	E-Voting	24761106	18974853	76.6317	17301744	1673109	91.1825	8.8175	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		18974853	76.6317	17301744	1673109	91.1825	8.8175	0
Public Non Institutions	E-Voting	59044984	35467053	60.0679	35460110	6943	99.9804	0.0196	0
	Poll*		107	0.0002	107	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		35467160	60.0681	35460217	6943	99.9804	0.0196	0
Total		132714824	103346922	77.8714	101666870	1680052	98.3744	1.6256	0

* e-voting was allowed instead of poll during the Meeting

Note: All the aforesaid resolutions were passed with requisite majority.

Scrutinizer's Report
(Combined Report for remote e-voting and e-voting at the AGM)

To,
The Chairman of the Annual General Meeting of members of Arvind Fashions Limited
("the Company") held on Monday, 26th September, 2022 at 2:00 p.m.

Dear Sir,

**Sub: Combined report on remote e-voting and e-voting conducted at the Annual
General Meeting (AGM) of the Company**

1. Appointment as Scrutinizer:

The undersigned have been appointed as Scrutinizer for the remote e-voting and e-voting at the Annual General Meeting (AGM) of the members of the Company held on Monday, 26th September, 2022 at 2.00 p.m. through Video Conference ("VC") / Other Audio Visual Means ("OAVM"). Our responsibility as Scrutinizer was to ensure that the voting process 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. Convening and holding of AGM:

The AGM was convened through VC/OAVM pursuant to the General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 8th December 2021, 14th December 2021 and 5th May 2022, respectively, ("MCA Circulars") and Securities and Exchange Board of India vide its circular dated 13th May 2022 read with 12th May, 2020 and 15th January 2021 ("SEBI Circular"), permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue.

2.1 The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to convening and holding the meeting and voting at AGM on the resolutions contained in the Notice of the AGM dated 18th August, 2022.

3. Cut-off Date:

The voting rights were reckoned as on Monday, 19th September, 2022 being the cut-off date for the purpose of deciding the entitlements of members to vote through remote e-voting and e-voting at the AGM.

4. Voting Process:

4.1 The Company appointed National Securities Depository Limited for providing remote e-voting and e-voting facility at the AGM.

4.2 The remote e-voting period commenced at 9:00 a.m. (09:00 hours) on Friday, 23rd September, 2022 and ended at 5:00 p.m. (17:00 hours) on Sunday, 25th September, 2022. The e-voting at the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM was kept open for 30 (Thirty) minutes after the conclusion of the AGM.

5. Counting of Votes:

5.1 After the conclusion of the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked by the undersigned at 3.10 p.m. on 26th September, 2022.

5.2 The votes abstained are not considered in the voting result furnished herein below.

6. Voting Result:

We are submitting combined/consolidated report on the voting by shareholders through remote e-voting and e-voting at the AGM in respect of each resolution hereunder:

Item No. of the Notice, type of Resolution and subject matter	Mode of Voting	Votes in favour of the resolution		Votes against the resolution	
		Number	%	Number	%
<u>Item No. 1</u> <u>Ordinary Resolution:</u> To receive, consider and adopt the Audited financial statements [including consolidated financial statements] of the Company for the financial year ended March 31, 2022 and the reports of the Directors and Auditors thereon	Remote e-voting	103285208	99.9872	13166	0.0127
	e-voting at the AGM	107	0.0001	0	0
Total		103285315	99.9873	13166	0.0127
<u>Item No. 2</u> <u>Ordinary Resolution:</u> To appoint a Director in place of Mr. Kulin Lalbhai (DIN:05206878), who retires by rotation and being eligible, offers himself for reappointment	Remote e-voting	103326962	99.9807	19862	0.0192
	e-voting at the AGM	107	0.0001	0	0
Total		103327069	99.9808	19862	0.0192

Item No. 3 <u>Ordinary Resolution:</u> To appoint a Director in place of Ms. Nithya Eswaran (DIN:03605392), who retires by rotation and being eligible, offers herself for reappointment	Remote e-voting	103328410	99.9868	13573	0.0131
	e-voting at the AGM	107	0.0001	0	0
Total		103328517	99.9869	13573	0.0131
Item No. 4 <u>Special Resolution:</u> To Appoint Mr. Manoj Nakra (DIN: 08566768) as an Independent Director of the Company	Remote e-voting	103333437	99.9870	13376	0.0129
	e-voting at the AGM	107	0.0001	0	0
Total		103333544	99.9871	13376	0.0129
Item No. 5 <u>Special Resolution:</u> To approve to give loans or guarantees or provide security to the Subsidiary and Joint Venture Companies.	Remote e-voting	101605850	98.3153	1740975	1.6846
	e-voting at the AGM	107	0.0001	0	0
Total		101605957	98.3154	1740975	1.6846
Item No. 6 <u>Special Resolution:</u> 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 Company / Holding Company / Subsidiary Companies	Remote e-voting	101666763	98.3743	1680052	1.6256
	e-voting at the AGM	107	0.0001	0	0
Total		101666870	98.3744	1680052	1.6256

The electronic record/ data has been sent to the Company Secretary of the Company for his record.

Regards,

Hitesh
Diwakerbhai
Buch

Digitally signed by Hitesh Diwakerbhai Buch
DN: c=IN, o=Personal,
2.5.4.20=3d289970208efa7612368d02778581f1b
75d077466185666ab98b66a834b46cb,
postalCode=380015, st=Gujarat,
serialNumber=3026c115afed595c5da825ac30f2
80f81ef29dc8acbd0605deba212ab0ae4380,
cn=Hitesh Diwakerbhai Buch
Date: 2022.09.27 15:30:11 +05'30'

CS Hitesh Buch
CP No. 8195; FCS 3145
Proprietor
For Hitesh Buch & Associates
Company Secretaries
UDIN: F003145D001055724

Ahmedabad, 27th September 2022

Submitted through
Ms. Lipi Jha, Company Secretary