Dated 22nd October 2016

SHARE SALE AND PURCHASE AGREEMENT

BETWEEN

ARVIND BRANDS AND RETAIL LIMITED

AND

ARVIND FASHIONS LIMITED



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SHARE SALE AND PURCHASE AGREEMENT

2 2 OCT 2016

This Share Sale and Purchase Agreement (the "Agreement") executed on this 22nd day of October, 2016 ("Execution Date"):

BETWEEN

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1. ARVIND BRANDS AND RETAIL LIMITED, a company incorporated under the Companies Act, 2013, with company identification number U52609GJ2007PLC051974 and having its registered office at Arvind Mills premises, Railwaypura Post, Naroda Road, Ahmedabad 380 025 (hereinafter referred to as the "Vendor", which expression shall include its successors and permitted assigns);

2. ARVIND FASHIONS LIMITED, a company incorporated under the Companies Act, 2013, with company identification number U52399GJ2016PLC085595 and

For,
Arvind Brands and Retail Limited

For, Arvind Fashions Limited

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having its registered office at Arvind Mills premises, Railwaypura Post, Naroda Road, Ahmedabad 380 025 (hereinafter referred to as the "Purchaser", which expression shall include its successors and permitted assigns);

The Vendor and the Purchaser are referred to individually as a "Party" and collectively as

WHEREAS:

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GUJARA REGD. NO 3000

The Vendor is holding 4,10,63,670 (Four Crore Ten Lakhs Sixty Three Thousand (A) Six Hundred and Seventy) number of Equity shares (hereinafter referred to as the said Equity shares") in Arvind Lifestyle Brands Limited having company identification number U64201GJ1995PLC024598 (hereinafter referred to as the "Company") and is desirous to sell the same to the Purchaser;

The Parties are desirous of entering into this Agreement in order to define their mutual rights and obligations and set out terms and conditions governing the sale and purchase of the said Equity shares certain other matters as set forth in this Agreement.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other goods and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereto agree as follows:

1. TERMS AND CONDITIONS

- The said Equity shares are sold today at a price of Rs. 115/- (Rupees One hundred 1.1 and Fifteen Only) per Equity Share in total amounting to Rs.4,72,23,22,050/-(Rupees Four Hundred Seventy Two Crores Twenty Three Lakhs Twenty Two Thousand Fifty Only) (hereinafter referred to as "Consideration") and the said Equity share shall be transferred immediately (on the same day) from the Vendor to the Purchaser.
- Consideration of Rs.4,72,23,22,050/- (Rupees Four Hundred Seventy Two 1.2 Crores Twenty Three Lakhs Twenty Two Thousand Fifty Only) shall be payable as under;

Arvind Fashions Limited

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For, Arvind Brands and Retail

- A. 5% being Rs.23,61,16,103- (Rupees Twenty Three Crores Sixty One Lakhs Sixteen Thousand One Hundred and Three Only) of the above to be paid at the time of execution of this agreement;
- B. Balance remaining 95% being Rs.4,48,62,05,947/- (Rupees Four Hundred Forty Eight Crores Sixty Two Lakhs Five Thousand Nine Hundred and Forty Seven Only) of the Consideration to be paid within 30 days from the date of this agreement. If the vendor fails to pay within the stipulated time, the same shall be payable with 12% Simple Interest calculated per annum from the 31st day on the amount remaining unpaid till the actual payment is made.

2. DISPUTE RESOLUTION

2.1 Amicable Resolution

In the case of any dispute or claim arising out of or in connection with or relating to this Agreement ("Dispute"), or a breach (where such breach has not been cured by the Party in breach within 30 (thirty) Business Days of a written notice thereof) or invalidity hereof, the Parties shall attempt to first resolve such dispute or claim through discussions amongst each other.

2.2 Arbitration

- (i) If the dispute is not resolved through such discussions within 30 (thirty) Business Days, then such dispute shall be referred, at the request in writing of any Party to the dispute to and finally resolved by arbitration.
- (ii) The arbitration panel shall consist of one arbitrator, to be jointly appointed by the Parties.
- (iii) The parties shall share the cost equally for arbitration, the language of arbitration shall be English. Place for arbitration shall be Ahmedabad, India.

3. GOVERNING LAW AND JURISDICTION OF COURT

This Agreement shall be governed by and construed and enforced in accordance with the laws of India, the Parties agree to submit to the exclusive jurisdiction of the courts in Ahmedabad, India.

4. ASSIGNMENT

Except to the extent provided in this Agreement, no Party will assign any of its right or obligation under the Agreement without the prior written consent of the other Party.

For, Arvind Brands and Retail Limited For, **Lace** Arvind Fashions Limited





5. MISCELLANEOUS

5.1 Waiver

No waiver of any breach of any provision of this Agreement shall sometimes waiver of any prior, concurrent or subsequent breach of the same or any other provisions hereof, and no waiver shall be effective unless made in writing and signed by an authorised representative of the waiving Party.

5.2 Severability

Each and every obligation under this Agreement shall be treated as a separate obligation and shall be severally enforceable as such in the event of any obligation or obligations being or becoming unenforceable in whole or in part. To the extent that any provision or provisions of this Agreement are unenforceable they shall be deemed to be deleted from this Agreement and any such deletion shall not affect the enforceability of the remainder of this Agreement not so deleted provided the fundamental terms of this Agreement are not altered.

5.3 Amendment/Variation

No amendment or variation of this Agreement shall be binding on any Party unless such variation is in writing and duly signed by all the Parties.

5.4 Entire Agreement

This Agreement constitutes the whole agreement between the Parties relating to the subject matter hereof and supersedes any prior arrangements whether oral or written, relating to such subject matter. No Party has relied upon any representation or warranty in entering this Agreement other than those expressly contained herein.

5.5 Counterparts

This Agreement may be executed in any number of originals or counterparts, each in the like form and all of which when taken together shall constitute one and the same document, and any Party may execute this Agreement by signing any one or more of such originals or counterparts. If the Parties are not located at one place on the date of the signing of this Agreement, the signature page of the counterpart signed by a Party may be transmitted to the other Party by fax or by e-mail or by courier and the same shall be deemed to be the signature to this Agreement of the said Party.

5.6 Costs

Each Party agrees that it shall bear by itself all costs and expenses incurred by it in connection with any discussions, negotiations and investigations undertaken in connection with the transaction contemplated by this Agreement, including without limitation costs and expenses associated with retention of financial, legal, tax and other professional advisers. All stamp duty costs relating to the execution of this Agreement shall be borne equally by the Purchaser.

For, Arvind Brands and Retail Limited

For, Saleo Arvind Fashions Limited

Arvind Brands an

The Copies of the following are hereby annexed to this Agreement for the sake of clarity;

- a. Spot Letter.
- b. Delivery Slip for the said Equity shares.
- c. Cheque of Rs.23,61,16,103/- for 5% of the Consideration.
- d. Resolutions of both the Parties for Purchase and Sale of the said Equity shares.

IN WITNESS WHEREOF, the Parties have entered into this Agreement the day and year first above written.

ARVIND BRANDS AND RETAIL LIMITED

Authorised Signatory Name: Jayesh K. Shah Designation: Director

In presence of Name: Vinit Shah V

Designation: Manager



ARVIND FASHION LIMITED

Authorised Signatory Name: Jagdish Dalal

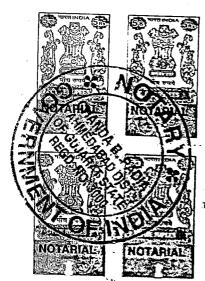
Designation: Director



In presence of Name: Jayesh Thakkar

Designation: Manager





SIGNED BEFORE ME

CHANDA B. PADIA GOVT. OF INDIA

2.2 OCT 2016

nited

For, Arvind Fashions Limited IDENTIFIED BY ME

ARVIND BRANDS & RETAIL LIMITED



Arvind Mills Premises, Naroda Road, Ahmedabad - 380 025, India. Phone: (079) 30138000 Fax: (079) 30138668

CIN - U52609GJ2007PLC051974

Date: 22.10.2016

Arvind Fashions Limited Arvind Mills Premises Naroda Road Ahmedabad – 380 025

Sub.: Sale of 4,10,63,670 Nos. Equity Shares of Arvind Lifestyle Brands Limited On Spot delivery contract basis.

As per the discussions and subsequent agreement the undersigned had with you, we are agreeable to sell to you today the following security on spot delivery contract basis (Within the meaning of section 2 (I) of The Securities Contract Regulation Act. 1956.)

Name of the Company

: Arvind Lifestyle Brands Limited.

Nature of Securities

: Equity

No. of Equity Shares

4,10,63,670

Selling Rate

Rs.115/- per equity share

Total Consideration

Rs. 472,23,22,050/-

The list of script delivered together with the relevant transfer deeds is enclosed herewith. You are requested to acknowledge the receipt thereof on the duplicate of this letter. Please also handover the Cheque/Demand Draft to sale consideration to the bearer of this letter.

Thanking You,

Yours faithfully,
For Arvind Brands and Retail Limited

Authorised Signatory

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instruction No. S NSDI Inter Depository Instructions (Receiver Defails) TOST BOLD SOS TO FORT SON ķ Remarks (For High value transactions/Dormant H. O. COPY Consideration (in Rs. σ K This DIS is issued by Edelweiss Broking Ltd. IF found please return to Edelweiss Broking Ltd. at-Regd. Office : Unit No. 801-804, 8th Floor, Abhishree Avenue, Nehru Nagar, Ambawadi, Ahmedabad - 380 015..• CIN No.: U65100GJ2008PLC077482 For Inter Depository Instructions Pay-in (Market) instruction received after 4 p.m. on the previous day of the settlement date Three come things in Lake the the three four only five three one four only five three one four only fine three four only five three fou O φ Director / Authouses an information of a Client's risk without any liability / daim in following cases:

a) Non-pay in (Off-market) related instruction received on the day of execution. Instructions; (1) Submit two copies of DIS - Participant's copy (to be retained by Participant) and Client's copy (for acknowledgment), (2) in case of joint holdings, all joint holders must sign. (3) Pleases strike off unused rows. (4) For Off market trades and inter depository instructions, please mention reason code from the list given at reverse side of cover page. (5) Pleases write correct ISIN and Quantity (both in figures and words). 457 32752492 O FORM 36 - COMBINED DELIVERY INSTRUCTIONS BY CLIENT OF Markey Sale Execution Date 3.3 I C Date V For Off Market Trades (Receiver Detalls) De Name : Pravin Ratial Additional Checker (if applicable) Senative | 464 0 Z Preosease Amount (Reference 10.4 Checker Settlement details 2 Authorised Signatory (les) For, Arrint Brands & Refail [DP.ID SO OF FRANKEY Client ID Brands 44. Maker 8 A STATE OF THE STA AND THEFT Client ID IMe hereby request you to debit my I our account as per following details: For Warket Trades (Receiver Detalls) (Fill up the relevant box. Strike off whichever is not applicable) Date and Time of Receipt DP Stamp with Signature - Animal Brands & Retail Ltd Director/Authorised Signatory dappa (Formerly Known As EFAL)
Edbiwelss House, Off. C.S.T. Road, Kalina,
Mumbal - 400 098. • Tel. : 022 - 4009 4400 8101014223n EDELWEISS BROKING LIMITED Z IN302201 委 Edelweiss Perferent No. Merted Type C28 Name C#-EP-FD Z Z Z OI da



ARVIND LIFESTYLE BRNADS LIMITED

Registered Office: Arvind Mills Premises, Naroda Road, Ahmedabad - 380025

LETTER OF ALLOTMENT

15th October 2016

Arvind Brands and Retail Limited Arvind Premises, Naroda road Ahmedabad -380 025

CHAMBAR OF INDIA

Sub: Allotment of Shares

Dear Sir,

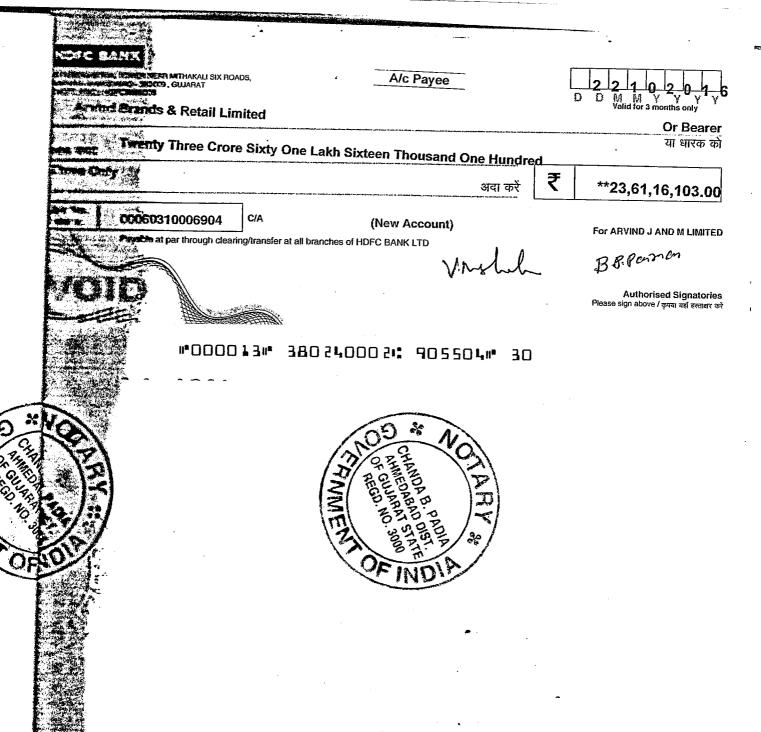
We are pleased to allot you the number of shares given hereunder, upon the terms of issue as stipulated in the Preferential Issue of Equity Shares and subject to the Memorandum and Articles of Association of the Company.

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Type of Share Allotted	Number of Shares	Issue Price per share (Rs.)	Total in (Rs.)
Equity Shares	74,28,570	Rs 105/ •	77,99,99,850/
144			

We wish to inform you that the Company will deliver the Share Certificate within 15 days from the date of allotment in exchange of this letter of Allotment. The Company shall intimate the date on which the Share Certificate in exchange of the letter of allotment will be ready for delivery. This letter of Allotment should not be returned to the Company till such intimation is received.

Yours truly For Arvind Lifestyle Brands Limited

Director / Authorised Signatory



ARVIND BRANDS & RETAIL LIMITED



Arvind Mills Premises, Naroda Road, Ahmedabad - 380 025, India. Phone: (079) 30138000 Fax: (079) 30138668 CIN - U52609GJ2007PLC051974

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY AT THEIR MEETING HELD ON 20th OCTOBER, 2016

RESOLVED THAT the consent of the board of directors be and is hereby **excerded** to dispose of 4,10,63,670 equity shares of Rs.10/- each of Arvind **Liestyle** Brands Limited (ALBL) to Arvind Fashion Limited at a price of **Rs.115/- per** share and unanimous approval of the Board be and is hereby **excerded** to the same.

Mr. Jaydish Dalal and Mr. R. V. Bhimani, Authorised Officers of the Company be and are hereby severally authorised on behalf of the Company to receive action for the aforesaid sale and to sign the application forms, transfer such other forms and documents as may be required in relation to the aforesaid disposal and furnish receipts and to do everything necessary incidental thereto.

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CERTIFIED BY

Jayesh K. Shah Director

DIN: 00008349

Arvind Fashions Limited

LALBHAI GROUP

Main Building, Arvind Limited Premises, Naroda Road, Ahmedabad, Gujarat, India, 380025 T+917930138000 Wwww.arvind.com

CIN-U52399GJ2016PLC085595



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF ARVIND FASHIONS LIMITED (FORMERLY KNOWN AS ARVIND J&M LIMITED) AT THEIR MEETING HELD ON 20TH OCTOBER, 2016 AT THE REGISTERED OFFICE OF THE COMPANY.

PESOLVED THAT pursuant to the provisions of Section 179(3)(e), 186 and other applicable provisions, if any, of the Companies Act, 2013, the Company do purchase 4,10,63,670 equity shares of Rs.10/- each of Arvind Lifestyle Brands Limited (ALBL) from Arvind Brands & Retail Limited (ABRL) at a price of Rs.115/- per share and unanimous approval of the Board be and is hereby accorded to the same.

RESOLVED FURTHER THAT any one Directors of the Company and Mr. Jagdish Dalal and Mr. R. V. Bhimani, Authorised Officers of the Company be and are hereby severally authorised on behalf of the Company to make arrangement for payment of consideration for the aforesaid investment and to sign the application forms, transfer forms and such other forms and documents as may be required in relation to the aforesaid investment and to do everything necessary therefor and incidental thereto.

CERTIFIED TRUE COPY
FOR ARVIND FASHIONS LIMITED

JEGULE JAGDISH DALAL DIRECTOR

DIN: 00009785



Form No. SH-1

SHARE CERTIFICATE

[Pursuant to sub-section (3) of Section 46 of the Companies Act, 2013 and rule 5(2) of the Companies (Share Capital and Debentures) Rules 2014]

Arvind Lifestyle Brands Limited CIN: U64201GJ1995PLC024598 (Incorporated under the Companies Act, 1956)

Registered Office: Arvind Mills Premises, Naroda Road, Ahmedabad -380025, Gujarat.

SPLIT SHARE CERTIFICATE ISSUED IN LIEU OF ORIGINAL SHARE CERTIFICATE NO. 1 FOR 10 EQUITY SHARES.

DUPLICATE SHARE CERTIFICATE ISSUED IN LIEU OF SHARE CERTIFICATE NO. 21

This is to Certify that the person(s) named in this certificate is/are the Registered Holder(s) of the within mentioned share(s) bearing the distinctive number(s) herein specified in the above named Company subject to the Memorandum and Articles of Association of the Company and the amount endorsed herein has been paid up on each such share.

EQUITY SHARES EACH OF RUPEES 10/- (TEN ONLY)

AMOUNT PAID-UP PER SHARE RUPEES 10/- (TEN ONLY)

Register Folio No.: 44

Certificate No.: 42

Name(s) of the Holder(s): RAMNIK V. BHIMANI

(Nominee of Arvind Brands & Retail Limited)

No. of shares held: 1 (One Only)

Distinctive No.(s): 6 to 6

Given under the common seal of the Company on 15th day of October, 2016

DIRECTOR

DIRECTOR

SECRETARY/ANY OTHER AUTHORIZED PERSON

Note: No transfer of the Share(s) comprised in the Certificate can be registered unless accompanied by this Certificate.

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Form No. SH-4
SECURITIES TRANSFER FORM
[Pursuant to section 56 of the Companies Act, 2013 and sub-rule
(1) of rule 11 of the Companies (Share Capital and Debentures) Rules 2014]

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Form No. SH-1

SHARE CERTIFICATE

[Pursuant to sub-section (3) of Section 46 of the Companies Act, 2013 and rule 5(2) of the Companies (Share Capital and Debentures) Rules 2014]

Arvind Lifestyle Brands Limited CIN: U64201GJ1995PLC024598 (Incorporated under the Companies Act, 1956)

Registered Office: Arvind Mills Premises, Naroda Road, Ahmedabad -380025, Gujarat.

SPLIT SHARE CERTIFICATE ISSUED IN LIEU OF ORIGINAL SHARE CERTIFICATE NO. 1 FOR 10 EQUITY SHARES.

DUPLICATE SHARE CERTIFICATE ISSUED IN LIEU OF SHARE CERTIFICATE NO. 20

This is to Certify that the person(s) named in this certificate is/are the Registered Holder(s) of the within mentioned share(s) bearing the distinctive number(s) herein specified in the above named Company subject to the Memorandum and Articles of Association of the Company and the amount endorsed herein has been paid up on each such share.

EQUITY SHARES EACH OF RUPEES 10/- (TEN ONLY)

AMOUNT PAID-UP PER SHARE RUPEES 10/- (TEN ONLY)

Register Folio No.: 43

Certificate No.: 41

Name(s) of the Holder(s): DEVANSHU S. DESAI

(Nominee of Arvind Brands & Retail Limited)

No. of shares held: 1 (One Only)

Distinctive No.(s): 5 to 5

Given under the common seal of the Company on 15th day of October, 2016

DIRECTOR

DIRECTOR

SECRETARY/ANY OTHER AUTHORIZED PERSON

Note: No transfer of the Share(s) comprised in the Certificate can be registered unless accompanied by this Certificate.

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Form No. SH-4 SECURITIES TRANSFER FORM

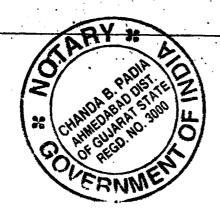
[Pursuant to section 56 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Share Capital and Debentures) Rules 2014]

Date of execution... FOR THE CONSIDERATION stated below the "Transferor(s)" named do hereby transfer to the "Transferee(s)" named the securities specified below subject to the conditions on which the said securities are now held by the Transferor(s) and the Transferee(s) do hereby agree to accept and hold the said securities subject to the conditions aforesaid. CIN: U642016J1995PLC024598 Name of the company (in full): Arvind Lifestyle Brands Limited Name of the Stock Exchange where the company is listed, if any: **DESCRIPTION OF SECURITIES** Kind/Class of Nominal Value of each unit of Amount called Securities Amount Paid up per unit of up perunit of security . security (1) security (2)(3)(4) No. of securities Consideration received (Rs.) being transferred In figures in words in words la figures one Hundred One 115 fifteen Only From Distinctive number Ťo Corresponding Certificate Nos. Transferor's Particulars Registered Folio Number: 43 Name(s) in full Signature(s) Devanshu S. Desai C. Nominee & Retruit limited I; hereby confirm that the Transferor has signed before me. Signature of Witness Name & Address P.T.O.

CHANDA B. PADIA
CHANDA B. PADIA
CHANDA B. PADIA
AHMEDABAD DIST.
AHMEDABAD DIST.
OF GUJARAT STATE
OF REGD. NO. 3000

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Name in full Fether's individual Schedulars Address & E-mail id Occupation Existing folio No., if any. Signature Chandista of Existing folio No., if any. Signature Chandista of Experience Name (2) Anvinct Chandista of Experience Name (2) Anvinct Chandista of Experience Name (2) Anvinct Chandista of Experience Name (2) Road About Chandista of Transferee Specimen Signature of Transferee Specimen Signature of Transferee Value of stamp affixed: (Rs.) Enclosures: (1) Certificate of shares or debentures or other securities (2) If no certificate is issued, letter of allotment. (3) Others, specify. Stamps For office use only Checked by. Signature tallied by. Entered in the Register of Transfer on Vide Transfer No. Approval Date. Power of attorney / Probate / Death Certificate / Letter of Administration Registered on. at No. On the reverse page of the certificate Name of the Transferee No. of shares Date of Transfer Name of the Transfer Rame of the		F						
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Form No. SH-1

SHARE CERTIFICATE

[Pursuant to sub-section (3) of Section 46 of the Companies Act, 2013 and rule 5(2) of the Companies (Share Capital and Debentures) Rules 2014]

Arvind Lifestyle Brands Limited CIN: U64201GJ1995PLC024598 (Incorporated under the Companies Act, 1956)

Registered Office: Arvind Mills Premises, Naroda Road, Ahmedabad -380025, Gujarat.

SPLIT SHARE CERTIFICATE ISSUED IN LIEU OF ORIGINAL SHARE CERTIFICATE NO. 1 FOR 10 EQUITY SHARES.

DUPLICATE SHARE CERTIFICATE ISSUED IN LIEU OF SHARE CERTIFICATE NO. 23

This is to Certify that the person(s) named in this certificate is/are the Registered Holder(s) of the within mentioned share(s) bearing the distinctive number(s) herein specified in the above named Company subject to the Memorandum and Articles of Association of the Company and the amount endorsed herein has been paid up on each such share.

EQUITY SHARES EACH OF RUPEES 10/- (TEN ONLY)

AMOUNT PAID-UP PER SHARE RUPEES 10/- (TEN ONLY)

Register Folio No.: 46

Certificate No.: 44

Name(s) of the Holder(s): HEMEN H. JOSHI

(Nominee of Arvind Brands & Retail Limited)

No. of shares held: 1 (One Only)

Distinctive No.(s): 8 to 8

Given under the common seal of the Company on 15th day of October, 2016

DIRECTOR

DIRECTOR

SECRETARY/ANY OTHER AUTHORIZED PERSON

Note: No transfer of the Share(s) comprised in the Certificate can be registered unless accompanied by this Certificate.

CHANDA B. PADIA
CHANDA B. PADI

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Form No. SH-4

SECURITIES TRANSFER FORM

[Pursuant to section 56 of the Companies Act, 2013 and sub-rule

(1) of rule 11 of the Companies (Share Capital and Debanture)

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Form No. SH-1

SHARE CERTIFICATE

[Pursuant to sub-section (3) of Section 46 of the Companies Act, 2013 and rule 5(2) of the Companies (Share Capital and Debentures) Rules 2014]

> Arvind Lifestyle Brands Limited CIN: U64201GJ1995PLC024598

(Incorporated under the Companies Act, 1956)

Registered Office: Arvind Mills Premises, Naroda Road, Ahmedabad -380025, Gujarat.

SPLIT SHARE CERTIFICATE ISSUED IN LIEU OF ORIGINAL SHARE CERTIFICATE NO. 1 FOR 10 EQUITY SHARES. DUPLICATE SHARE CERTIFICATE ISSUED IN LIEU OF SHARE CERTIFICATE NO. 24

This is to Certify that the person(s) named in this certificate is/are the Registered Holder(s) pf the within mentioned share(s) bearing the distinctive number(s) herein specified in the above named Company subject to the Memorandum and Articles of Association of the company and the amount endorsed herein has been paid up on each such share.

EQUITY SHARES EACH OF RUPEES 10/- (TEN ONLY)

AMOUNT PAID-UP PER SHARE RUPEES 10/- (TEN ONLY)

Register Folio No.:

Certificate No.: 45

Name(s) of the Holder(s): ROHIT S. JANI

(Nominee of Arvind Brands & Retail Limited)

No. of shares held: 1 (One Only)

Distinctive No.(s): 9 to 9

Given under the common seal of the Company on 15th day of October, 2016

DIRECTOR

DIRECTOR

SECRETARY/ANY OTHER AUTHORIZED PERSON

Note: No transfer of the Share(s) comprised in the Certificate can be registered unless accompanied by this Certificate.

> AMMEDABAD DIST. of Gujarat State **REGD. NO. 3000**

MEMORANDUM OF TRANSFERS OF SHARE (S) MENTIONED OVERLEAF

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Form No. SH-4

SECURITIES TRANSFER FORM

Pursuant to section 56 of the Companies Act, 2013 and sub-rule
(1) of rule 11 of the Companies (Share Capital and Debentures) Rules 2014]

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Transfer	•

Signature of the authorized signatory	



Form No. SH-1

SHARE CERTIFICATE

Companies (Share Capital and Debentures) Rules 2013 and rule 5(2) of the

Arvind Lifestyle Brands Limited CIN: U64201GJ1995PLC024598

(Incorporated under the Companies Act, 1956)

Registered Office: Arvind Mills Premises, Naroda Road, Ahmedabad -380025, Gujarat.

SPLIT SHARE CERTIFICATE ISSUED IN LIEU OF ORIGINAL SHARE CERTIFICATE NO. 1 FOR 10 EQUITY SHARES.

DUPLICATE SHARE CERTIFICATE ISSUED IN LIEU OF SHARE CERTIFICATE NO. 25

This is to Certify that the person(s) named in this certificate is/are the Registered Holder(s) of the within mentioned share(s) bearing the distinctive number(s) herein specified in the above named Company subject to the Memorandum and Articles of Association of the Company and the amount endorsed herein has been paid up on each such share.

QUITY SHARES EACH OF RUPEES 10/- (TEN ONLY)

AMOUNT PAID-UP PER SHARE RUPEES 10/- (TEN ONLY)

Register Folio No.: 48

Certificate No.: 46

Name(s) of the Holder(s): BHARAT P. PATEL

(Nominee of Arvind Brands & Retail Limited)

No. of shares held: 1 (One Only)

Distinctive No.(s): 10 to 10

Given under the common seal of the Company on 15th day of October, 2016

DIRECTOR

DIRECTOR

SECRETARY/ANY OTHER AUTHORIZED PERSON

Note: No transfer of the Share(s) comprised in the Certificate can be registered unless accompanied by this Certificate.

CHANDA B. PADIA AHMEDABAD DIST. OF GUJARAT STATE REGD. NO. 3000

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Form No. SH-4 SECURITIES TRANSFER FORM

Pursuant to section 56 of the Companies Act, 2013 and sub-rule
(1) of rule 11 of the Companies (Share Capital and Debentures) Rules 2014]

Date of execution.....

FOR THE CONSIDERATION stated below the "Transferor(s)" named do hereby transfer to the "Transferee(s)" named the securities specified below subject to the conditions on which the said securities are now held by the Transferor(s) and the Transferee(s) do hereby agree to accept and told the said securities subject to the conditions aforesaid.

CIN: U 6420165 11995 PLC 024598

Name of the company (in full): Arvind Lifostyle Broads Umited
Name of the Stock Exchange where the company is listed, if any:

DESCRIPTION OF SECURITIES

	Kind/Class of Securities (1)	Nominal Value of each unit of security (2)	Amount called up per unit of security (3)	Amount Paid up per unit of security (4)	
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12 Brands &	Retail Umited)	
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I; hereby confirm that the Transferor has signed before me.

Signature of Witness

Name & Address

O.T.S.

CHANDA B. PADIA

CHANDA B. PADIA

AHMEDABAD DIST.

OF GUJARAT STATE

REGD. NO. 3000

30

ME

	Name in full	Father's/ mother's/ Spouse Name	Address & E-mail id	Occupation	Existing folio No., if any.	Signature
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Signature of the authorized signatory



SHARE CERTIFICATE

Pursuant to sub-section (3) of Section 46 of the Companies Act, 2013 and rule 5(2) of the Companies (Share Capital and Debentures) Rules 2014]

Arvind Lifestyle Brands Limited CIN: U64201GJ1995PLC024598

(Incorporated under the Companies Act, 1956)

Registered Office: Arvind Mills Premises, Naroda Road, Ahmedabad -380025, Gujarat.

SPLIT SHARE CERTIFICATE ISSUED IN LIEU OF ORIGINAL SHARE CERTIFICATE NO. 1 FOR 10 EQUITY SHARES.

DUPLICATE SHARE CERTIFICATE ISSUED IN LIEU OF SHARE CERTIFICATE NO. 22

This is to Certify that the person(s) named in this certificate is/are the Registered Holder(s) of the within mentioned share(s) bearing the distinctive number(s) herein specified in the above named Company subject to the Memorandum and Articles of Association of the Company and the amount endorsed herein has been paid up on each such share.

EQUITY SHARES EACH OF RUPEES 10/- (TEN ONLY)

AMOUNT PAID-UP PER SHARE RUPEES 10/- (TEN ONLY)

Register Folio No.:

45

Certificate No.: 43

ame(s) of the Holder(s): JAYESH N. THAKKAR

(Nominee of Arvind Brands & Retail Limited)

No. of shares held: 1 (One Only)

Distinctive No.(s): 7 to 7

Given under the common seal of the Company on 15th day of October, 2016

DIRECTOR

DIRECTOR

SECRETARY/ANY OTHER AUTHORIZED PERSON

Note: No transfer of the Share(s) comprised in the Certificate can be registered unless accompanied by this Certificate.

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Form No. SH-4 SECURITIES TRANSFER FORM

[Pursuant to section 56 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Share Capital and Debentures) Rules 2014]

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Certificate Nos.	43		
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· .		CHANDA B. CHANDA B. AHMEDABA AHMEDABA OF GUJARA OF GEGD. N	PADIA D DIST. T STATE O. 3000

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W.COWY.	Name in full Father's/ Monther's/ Spouse Name	Address & E-mail id	Occupation	Existing folio No., if any.	Signature
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	Registered ona	i No			

	On the reverse page of t	he certificate	
	Name of the Transferor	Name of the Transferee	No. of shares Date of Transfer
•			Signature of the authorized signatory