

## PUBLIC ANNOUNCEMENT

(This is a public announcement for information purposes only and not for publication or distribution outside India and is not an Offer Document)

# ARVIND FASHIONS ARVIND FASHIONS LIMITED

Our Company was incorporated as 'Arvind J & M Limited' on January 5, 2016, as a public limited company under the Companies Act, 2013, pursuant to a certificate of incorporation issued by the Registrar of Companies, at Ahmedabad, Gujarat (the "RoC"). Pursuant to a resolution of our Shareholders dated September 26, 2016, the name of our Company was changed to 'Arvind Fashions Limited' and a fresh certificate of incorporation was issued by the RoC on October 14, 2016. For details, including reasons for changes in the name and registered office of our Company, see "History and Certain Corporate Matters" on page 133 of the Letter of Offer.

**Registered Office:** Main Building, Arvind Limited Premises, Naroda Road, Ahmedabad – 380 025, Gujarat, India; **Telephone:** +91-79-30138000;

**Corporate Office:** 8th Floor, Du Parc Trinity, 17, M G Road, Bengaluru – 560 001, Karnataka, India; **Telephone:** +91-80-41550650

**Contact Person:** B S Vijay Kumar, Company Secretary and Compliance Officer; **Email:** investor.relations@arvindbrands.co.in; **Website:** www.arvindfashions.com

**Corporate Identity Number:** L52399GJ2016PLC085595

### PROMOTERS OF OUR COMPANY

**AURA SECURITIES PRIVATE LIMITED, AURA BUSINESS VENTURES LLP, SANJAYBHAI SHRENIKHBHAI LALBHAI, JAYSHREEBEN SANJAYBHAI LALBHAI, PUNIT SANJAY LALBHAI, KULIN SANJAY LALBHAI, POORVA PUNIT LALBHAI, JAINA KULIN LALBHAI, ISHAAN PUNIT LALBHAI, ANANYA A KULIN LALBHAI AND RUHANI PUNIT LALBHAI**

**ISSUE OF UP TO 1,99,75,953 EQUITY SHARES WITH A FACE VALUE OF ₹4 EACH ("RIGHTS EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF ₹150 EACH INCLUDING A SHARE PREMIUM OF ₹146 PER RIGHTS EQUITY SHARE ("ISSUE PRICE") FOR AN AGGREGATE AMOUNT UP TO ₹299.64 CRORES ON A RIGHTS BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 16 RIGHTS EQUITY SHARES FOR EVERY 47 FULLY PAID-UP EQUITY SHARES HELD BY THE EXISTING EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON MARCH 18, 2020 (THE "ISSUE"). THE ISSUE PRICE FOR THE RIGHTS EQUITY SHARES IS 37.5 TIMES THE FACE VALUE OF THE EQUITY SHARES. FOR FURTHER DETAILS, SEE "TERMS OF THE ISSUE" ON PAGE 306 OF THE LETTER OF OFFER.**

### NOTICE TO THE ELIGIBLE EQUITY SHAREHOLDERS OF ARVIND FASHIONS LIMITED (THE "COMPANY")

#### ISSUE OPENING DATE IS DEFERRED

This is to inform to the Eligible Equity Shareholders of the Company that due to the current countrywide lockdown imposed by the Government of India to combat the spreading of novel coronavirus ("COVID-19") and overall market conditions, the Committee of Directors of Company has, at its meeting held on March 26, 2020, decided to defer the Rights Issue till such time as may be decided by the Board of Directors / Committee of Directors of the Company in the interest of shareholders of the Company. Consequently, the Eligible Equity Shareholders of the Company should note that - i) the Issue will not open for subscription on Monday, March 30, 2020 and ii) the Rights Entitlements credited in the demat accounts of the Eligible Equity Shareholders of the Company with the ISIN - INE955V20013 will continue to remain suspended for transfer till the date of opening of the Issue as may be decided and intimated by the Company.

The dispatch of the Abridged Letter of Offer ("ALOF") along with the CAF for the Issue has been completed on March 21, 2020 by Registrar to the Issue, i.e., Link Intime India Private Limited to the Eligible Equity Shareholders of the Company, whose names appeared in the Register of Members/Beneficial Owners of the Company, on the Record date, i.e., March 18, 2020 through a) Speed Post - to the shareholders who have not registered their email ids and b) Email intimation - to the shareholders who have registered their email ids. The Eligible Equity Shareholders should note that on account of the deferment of the Issue, the ALOF and CAF stands modified and should be read in conjunction with this Notice.

Further, pursuant to the provisions of the SEBI ICDR Regulations and the SEBI – Rights Issue Circular, the Rights Entitlements has been credited in dematerialized form in respective demat accounts of the Eligible Equity Shareholders on March 23, 2020 with the ISIN - INE955V20013. However, on account of the deferment of the Issue, the same shall remain suspended for transfer till the date of opening of the Issue as may be decided and intimated by the Company.

### MATERIAL DEVELOPMENTS

This Notice is with reference to the letter of offer dated March 18, 2020 ("Letter of Offer") filed with the Stock Exchanges, namely, BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") and together with BSE, "Stock Exchanges") and the Securities and Exchange Board of India ("SEBI") in relation to the Rights Issue of Equity Shares of Arvind Fashions Limited ("Company"). The Eligible Equity Shareholders of our Company should note the following developments taken place in connection with the Rights Issue post filing of the Letter of Offer:

- Our Company has, for meeting its immediate obligation towards, and to fund the Objects of the Issue disclosed in the Letter of Offer, availed an unsecured loan of ₹50.00 Crores from Aura Securities Private Limited ("ASPL"), one of our Corporate Promoters, vide agreement dated March 24, 2020 entered between ASPL and our Company ("Loan Agreement"). The terms of the Loan Agreement, *inter alia*, provide for adjustment of said unsecured loan against Application Money payable by ASPL for the issue and allotment of Rights Equity Shares by our Company to ASPL towards its subscription (in part or full, as the case may be) in the Rights Issue. Accordingly, in terms of the Loan Agreement, ASPL has, vide its letter dated March 24, 2020, given its consent for adjustment of its aforementioned unsecured loan towards its subscription (in part or full, as the case may be) in the Rights Issue. Consequently no fresh Issue proceeds will be received by our Company to such an extent;
- On March 24, 2020, our Company has invested the said sum of ₹50.00 Crores in ALBL by way of subscription to 50,00,000 equity shares of ₹10 each at a price of ₹100 per equity share (including a share premium of ₹90 per equity share) under the rights issue of equity shares of ALBL out of the proposed equity investment of ₹200.00 Crores for repayment/pre-payment, in full or in part, of certain borrowings availed by ALBL (including interest) as disclosed under the chapter titled "Objects of the Issue" in the Letter of Offer and consequently, the issued, subscribed and paid up share capital of ALBL increased to ₹96,27,87,230 divided in 9,62,78,723 equity shares of ₹10 each;
- The funds received under the rights issue by ALBL have been deployed by it for the repayment of loan of ₹50.00 Crores availed from the State Bank of India. As per the certificate issued by M/s. Sorab S. Engineer & Co, Chartered Accountants, dated March 24, 2020, the said loans have been utilised by ALBL for the purpose(s) for which they were availed and the funds deployed by our Company in ALBL have been deployed by it towards, or in part satisfaction of, the Objects of the Issue disclosed in the Letter of Offer.

The Letter of Offer, Abridged Letter of Offer and all other Issue related materials shall be read in conjunction with this Notice.

Unless otherwise specified, all capitalised terms used herein shall have the same meaning ascribed to such terms in the Letter of Offer.

| LEAD MANAGER   | REGISTRAR TO THE ISSUE   | COMPANY SECRETARY AND COMPLIANCE OFFICER  |
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| <p style="font-size: 24pt; font-weight: bold; margin: 0;">VIVRO</p> <p><b>Vivro Financial Services Private Limited</b><br/>Vivro House, 11 Shashi Colony, Opp Suvidha Shopping Center, Paldi, Ahmedabad – 380 007, Gujarat, India<br/><b>Telephone:</b> +91-79-4040 4242<br/><b>E-mail:</b> afl@vivro.net<br/><b>Investor grievance E-mail:</b> investors@vivro.net<br/><b>Website:</b> www.vivro.net<br/><b>Contact Person:</b> Milil Khamar / Vatsal Shah<br/><b>SEBI Registration No.:</b> INM000010122</p> | <p style="font-size: 24pt; font-weight: bold; margin: 0;">LINKIntime</p> <p><b>Link Intime India Private Limited</b><br/>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai – 400 083, Maharashtra, India.<br/><b>Telephone:</b> +91-22-49186200<br/><b>E-mail:</b> afl.rights@linkintime.co.in<br/><b>Investor grievance E-mail:</b> afl.rights@linkintime.co.in<br/><b>Website:</b> www.linkintime.co.in<br/><b>Contact Person:</b> Sumeet Deshpande<br/><b>SEBI Registration No.:</b> INR000004058</p> | <p><b>Arvind Fashions Limited</b><br/>B S Vijay Kumar, 8th Floor, Du Parc Trinity, 17, M G Road, Bengaluru – 560 001, Karnataka, India<br/><b>Telephone:</b> +91-80-4048 8821<br/><b>E-mail:</b> vijaykumar.bs@arvindbrands.com<br/><b>Website:</b> www.arvindfashions.com</p> <p>Investors may contact the Registrar to Issue / Compliance Officer in case of any Pre Issue/ Post Issue related problems such as non-receipt of Allotment advice/demat credit etc.</p> |

For Arvind Fashions Limited

Sd/-

Vijay Kumar B S

Company Secretary & Compliance Officer

**Date:** March 26, 2020

**Place:** Bengaluru

**Disclaimer:** Our Company is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to issue Equity Shares on a rights basis and has filed a Letter of Offer with the Securities and Exchange Board of India and Stock Exchanges. The Letter of Offer is available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), website of Stock Exchanges where the Equity Shares are listed i.e. BSE at [www.bseindia.com](http://www.bseindia.com) and NSE at [www.nseindia.com](http://www.nseindia.com) and the website of the Lead Manager at [www.vivro.net](http://www.vivro.net). Investors should note that investment in equity shares involves a high degree of risk and are requested to refer to the Letter of Offer including the section "Risk Factors" beginning on page 22 of the Letter of Offer. This announcement has been prepared for publication in India and may not be released in the United States. This announcement does not constitute an offer of Equity Shares for sale in any jurisdiction, including the United States, and any Equity Shares described in this announcement may not be offered or sold in the United States absent registration under the US Securities Act of 1933, as amended, or an exemption from registration. There will be no public offering of Equity Shares in the United States.