

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, Fax : 91-80-4155 0651

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

CERTIFIED COPY OF THE RESOLUTION PASSED BY THE COMMITTEE OF DIRECTORS OF ARVIND FASHIONS LIMITED AT ITS MEETING HELD ON THURSDAY, MARCH 12, 2020 AT ARVIND LIMITED PREMISES, NARODA ROAD, AHMEDABAD-380025

“RESOLVED THAT pursuant to the provisions of Section 23(1)(c), Section 62(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under (including any amendments thereto or re-enactment thereof), provisions of Regulation 73 and other applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”) and any other law for the time being in force and subject to terms of the issue contained in the Board Resolution dated October 23, 2019, the Letter of Offer to be filed with the SEBI and Stock Exchanges and the Abridged Letter of Offer, Common Application Form and the Entitlement Letter to be dispatched to Eligible Equity Shareholders, the Company do offer, issue and allot up to 1,99,75,953 Equity Shares of Rs.4/- each (“Rights Equity Shares”) at a price of Rs. 150/- per Equity Share (including premium of Rs. 146/- per Equity Share) (“Issue Price”) aggregating to Rs. 299.64 Crore to the eligible equity shareholders under the proposed Rights Issue of the Company in the proportion of 16 (Sixteen) Rights Equity Shares of Rs. 4/- each for every existing 47 (Forty Seven) Equity Shares of Rs. 4/- each held by the eligible shareholders on the Record Date.”

CERTIFIED TRUE COPY
For Arvind Fashions Limited


Vijay Kumar B S
Company Secretary

Arvind

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

CIN: L52399GJ2016PLC085595

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, Fax : 91-80-4155 0651

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

CERTIFIED COPY OF THE RESOLUTION PASSED BY THE COMMITTEE OF DIRECTORS OF ARVIND FASHIONS LIMITED AT ITS MEETING HELD ON THURSDAY, MARCH 12, 2020 AT ARVIND LIMITED PREMISES, NARODA ROAD, AHMEDABAD-380025

“RESOLVED THAT pursuant to the provisions of the Companies Act, 2013, Regulation 68 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”) and Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, **Wednesday, March 18, 2020** be and is hereby fixed as the Record Date to ascertain the right entitlements of existing shareholders of the Company for proposed Rights Issue of up to 1,99,75,953 Equity Shares of Rs. 4/- each at an Issue Price of Rs. 150/- per Equity Share.”

“RESOLVED FURTHER THAT copy of this resolution certified by any one of the directors or KMPs of the Company be furnished to stock exchange, depositories and such authorities as may be required.”

CERTIFIED TRUE COPY
For Arvind Fashions Limited


Vijay Kumar B S *
Company Secretary

ARVIND

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

CIN: L52399GJ2016PLC085595

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, Fax : 91-80-4155 0651

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

CERTIFIED COPY OF THE RESOLUTION PASSED BY THE COMMITTEE OF DIRECTORS OF ARVIND FASHIONS LIMITED AT ITS MEETING HELD ON THURSDAY, MARCH 12, 2020 AT ARVIND LIMITED PREMISES, NARODA ROAD, AHMEDABAD-380025

“RESOLVED THAT pursuant to the provisions of Regulation 77A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”) read with the SEBI circular bearing reference SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020 (“SEBI - Rights Issue Circular”), the Right Entitlements of the Eligible Equity Shareholders of the Company be credited in dematerialized form in their respective demat accounts with the ISIN - INE955V20013 as per their shareholding on the Record Date and in this regard, necessary application be made to National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”), as applicable, to initiate the credit based upon such validation checks, if any, as may the Registrar to the Issue being Link Intime India Private Limited consider necessary.”

“RESOLVED FURTHER THAT in terms of the SEBI - Rights Issue Circular, the Rights Entitlements of those Eligible Equity Shareholders where the beneficiary details of such shareholders do not match with the beneficiary details available with the Depositories or where the Eligible Equity Shareholders are holding Equity Shares in physical form or where the ownership is currently under dispute, including any court proceedings and/ or currently under transmission or are held in a demat suspense account pursuant to the Regulation 39 of the SEBI Listing Regulations or are held in the account of IEPF authority, be credited to an escrow account titled “*LIPL Arvind Fashions Limited Rights 2020 Escrow Demat Account*” to be operated by the Registrar to the Rights Issue. Provided further that, subject to provisions of the SEBI - Rights Issue Circular and the Letter of Offer, on receipt of the correct beneficiary details from such Eligible Equity Shareholders, the Registrar to the Rights Issue be and is hereby authorized to credit the Rights Entitlements to the beneficiary demat account(s) after due validation and verification.”

“RESOLVED FURTHER THAT Mr. Suresh Jayaraman, Managing Director & CEO, Mr. Jayesh Shah, Director, Mr. Pramod Kumar Gupta, Chief Financial Officer and Mr. Vijay Kumar B S, Company Secretary of the Company be and are hereby severally authorised and directed to do all such acts, deeds and things as are or may be warranted under the circumstances to ensure that the above Rights Entitlements are credited in the respective demat accounts of the Eligible Equity Shareholders including making applications to the Depositories for corporate actions and executing agreements, deeds, documents, undertakings and writings, as may be required in this regard.”

**CERTIFIED TRUE COPY
For Arvind Fashions Limited**

Vijay Kumar B S
Company Secretary



Arvind

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

CIN: L52399GJ2016PLC085595

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, Fax : 91-80-4155 0651

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

CERTIFIED COPY OF THE RESOLUTION PASSED BY THE COMMITTEE OF DIRECTORS OF ARVIND FASHIONS LIMITED AT ITS MEETING HELD ON THURSDAY, MARCH 12, 2020 AT ARVIND LIMITED PREMISES, NARODA ROAD, AHMEDABAD-380025

“RESOLVED THAT pursuant to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”) read with the SEBI circular bearing reference SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020 (“SEBI - Rights Issue Circular”), the Right Entitlements of the Eligible Equity Shareholders of the Company be listed and made available for trading on the platform of BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”) (together, “Stock Exchanges”) and in this regard, necessary application be made to Stock Exchanges, for admission of Rights Entitlements for trading on their secondary market platform.”

“RESOLVED FURTHER THAT Mr. Suresh Jayaraman, Managing Director & CEO, Mr. Jayesh Shah, Director, Mr. Pramod Kumar Gupta, Chief Financial Officer and Mr. Vijay Kumar B S, Company Secretary of the Company be and are hereby severally authorised and directed to do all such acts, deeds and things as are or may be warranted under the circumstances to ensure that the above Rights Entitlements are listed with the Stock Exchanges including making applications to the Stock Exchanges for listing and trading approvals and executing agreements, deeds, documents, undertakings and writings, as may be required in this regard.”

**CERTIFIED TRUE COPY
For Arvind Fashions Limited**

Vijay Kumar B S
Company Secretary



ARVIND

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

CIN: L52399GJ2016PLC085595

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, Fax : 91-80-4155 0651

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

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF ARVIND FASHIONS LIMITED HELD ON JUNE 21, 2020 THROUGH VIDEO CONFERENCE.

“RESOLVED THAT pursuant to the relaxation granted by the Securities and Exchange Board of India (“SEBI”) vide its letter (SEBI/HO/CFD/DILII/ADM/RP/OW/2020/10767) dated June 05, 2020 and in supersession of the resolution relating to determination of the Rights Issue Price and the Rights Entitlement Ratio passed by the Committee of Directors of the Company at its meeting held on March 12, 2020 and in accordance with the provisions of Section 23(1)(c), Section 62(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under (including any amendments thereto or re-enactment thereof), provisions of Regulation 73 and other applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”) and any other law for the time being in force and subject to terms of the issue contained in the board resolutions dated October 23, 2019 and June 21, 2020, the Company do offer, issue and allot up to 3,99,79,347 Equity Shares of Rs.4/- each (“Rights Equity Shares”) at a price of Rs. 100/- per Equity Share (including premium of Rs. 96/- per Equity Share) (“Issue Price”) aggregating up to Rs. 399.79 Crore to the eligible equity shareholders under the proposed Rights Issue of the Company in the proportion of 62 (sixty two) Rights Equity Shares of Rs. 4/- each for every existing 91 (ninety one) Equity Shares of Rs. 4/- each held by the eligible shareholders on the Record Date, i.e., March 18, 2020.”

CERTIFIED TRUE COPY
For Arvind Fashions Limited


Vijay Kumar B S
Company Secretary
(Membership No. F10458)

Arvind

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

CIN: L52399GJ2016PLC085595