NOTICE

NOTICE is hereby given that the 11th (Eleventh) Annual General Meeting of the Members of Arvind Fashions Limited will be held on Wednesday, August 19, 2026 at 2:30 P.M (IST) through Video Conference ("VC")/Other Audio-Visual Means ("OAVM") ("hereinafter referred to as "electronic mode") to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, and the Reports of the Board of Directors and Auditors thereon.

2. Adoption of Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, and the Reports of the Auditors thereon.

3. To declare a Dividend on fully paid-up Equity Shares of the Company for the Financial Year ended March 31, 2026. The Board of Directors have recommended a Dividend of ₹1.60/- (Indian Rupee One and Sixty Paise) per fully paid-up equity share of ₹4 each.

4. To appoint a director in place of Mr. Kulin Sanjay Lalbhai (DIN: 05206878), who retires by rotation and being eligible, offers himself for reappointment.

5. To appoint a director in place of Mr. Punit Sanjay Lalbhai (DIN: 05125502), who retires by rotation and being eligible, offers himself for reappointment.

6. To re-appoint the Statutory Auditors for a period of 5 years from FY 2026-27 till FY 2030-31 and to authorise the Board of Directors to fix their remuneration.

   To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force) and Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for re-appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, Ahmedabad (Firm Registration No.: 117365W) as the Statutory Auditors of the Company for a second term of 5 (five) consecutive years, to hold office from the conclusion of this 11th Annual General Meeting until the conclusion of the 16th Annual General Meeting of the Company to be held in the year 2031, at such remuneration plus applicable taxes and reimbursement of out of pocket expenses incurred in connection with the audit, as may be mutually agreed between the Board of Directors (including the Audit Committee) and the Statutory Auditors."

   "**RESOLVED FURTHER THAT** the Board of Directors of the Company (including the Audit Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS

7. To approve payment of Commission to the Non-Executive Directors of the Company:

   To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

   "**RESOLVED THAT** in supersession of the Special Resolution No. 6 passed in the Annual General Meeting held on September 12, 2023 and pursuant to the provisions of Sections 197, 198 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V thereto and the Rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment(s), statutory modification(s) or reenactment(s) thereof for the time being in force and based on the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company, consent of members of the Company be and is hereby accorded for the payment of commission to the Non-Executive Directors(s) of the Company who is/are neither in the whole time employment nor a Managing Director(s), in accordance with and up to the limits not exceeding 1% as laid down under the provisions of Section 197 of the Act, for a period of 3 years from April 01, 2026 till March 31, 2029 in such manner and up to such amount within the above limit as the Board and/or Committee of the Board may, from time to time, determine based on objective performance criteria including but not limited to attendance at meetings, committee memberships/ chairmanships and overall strategic contribution to the Company and the said remuneration is additional to the sitting fees and reimbursement of expenses for attending the meetings of the Board of Directors or Committees thereof."

"RESOLVED FURTHER THAT no single Non-Executive Director shall be paid a commission exceeding 50% of the total commission paid to all Non-Executive Directors combined in a Particular Financial Year, unless specific prior approval from Shareholders is obtained."

"RESOLVED FURTHER THAT in the event of the Company having no profits or inadequate profits in any Financial Year, during the above-mentioned period, the consent of the members of the Company be and is hereby accorded for the payment of Remuneration/ Commission to the Director(s) of the Company who is/ are neither in employment nor a Managing Director(s) in accordance with the limits specified in Part II of Section II (A) of Schedule V of the Act as applicable but not exceeding ₹1,25,00,000/- (Rupees One Crore and Twenty Five Lakhs Only) in such manner and up to such amount as the Board and/or Committee of the Board may, from time to time, determine."

"RESOLVED FURTHER THAT, the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of
Arvind Fashions Limited
Lipi Jha
Company Secretary
Date: May 06, 2026
Place: Bangalore

Registered Office:
Main Building,
Arvind Limited Premises,
Naroda Road,
Ahmedabad – 382 345

NOTES

1. Pursuant to the Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024, and latest amended by General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs and all other relevant circulars issued from time to time, General Meeting can be held through video conferencing (VC) or other audio visual means (OAVM) without physical attendance of the Members at the venue of General Meeting. Hence, Members can attend and participate in the ensuing Annual General Meeting (AGM) through VC/OAVM. The deemed venue for AGM shall be the Registered Office of the Company. The detailed procedure for participating in the meeting through VC/OAVM is explained at Note No. 19 below.

2. The Notice of the AGM along with the Annual Report for the FY 2025-26 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories, in accordance with the aforesaid MCA Circulars & SEBI Circular. Members may note that the Notice of AGM and Annual Report for the FY 2025-26 will also be available on the Company's website www.arvindfashions.com; websites of the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com respectively.

3. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map are not annexed to the Notice.

4. Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

6. The Members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Members may note that the facility of participation at AGM through VC/OAVM will be made available for 1,000 Members on a first come first serve basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.

7. The relevant details as required under Section 102 of Companies Act, 2013 and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries

of India, of the person seeking appointment/reappointment as Director under Item No. 4, 5, 6 and 7 of the Notice are also annexed to the notice.

8. The Company has fixed Friday, August 07, 2026 as the "Record Date" for determining entitlement of Members to receive dividend for the Financial Year ended on March 31, 2026, if approved at the Annual General Meeting.

9. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Record Date shall be entitled for the dividend which will be paid within thirty days of date of Annual General Meetings, subject to applicable TDS.

   Effective from April 01, 2024, SEBI has mandated that the Shareholders, who hold shares in physical mode and whose folios are not updated with any of the KYC details [viz., (i) PAN (ii) Contact Details (iii) Mobile Number (iv) Bank Account Details and (v) Signature], shall be eligible to get dividend only in electronic mode. Accordingly, payment of dividend subject to approval at the AGM, shall be paid to physical holders only after the above details are updated in their folios. Shareholders are requested to complete their KYC by writing to the Company's RTA, MUFG Intime India Private Limited (Formerly Link Intime India Private Limited).

10. Pursuant to the changes introduced by the Finance Act 2020, w.e.f. April 01, 2020, the Company would be required to deduct tax at source (TDS) at the prescribed rates on the dividend paid to its Shareholders. The TDS rate would vary depending on the residential status of the shareholder and the documents submitted by them and accepted by the Company. Accordingly, the above referred dividend will be paid after deducting the TDS. The Company will be sending out individual communication to the Shareholders who have registered their email IDs with us. For the detailed process, the information is available at Company's website at https://www.arvindfashions.com/shareholders-communication/.

11. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, PAN, mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to the Company's Registrars and Transfer Agents, MUFG Intime India Private Limited in case the shares are held by them in physical form.

12. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA - MUFG Intime India Private Limited, for assistance in this regard.

13. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or MUFG Intime India Private Limited., the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialised form.

14. Nomination facility: As per the provisions of Section 72 of the Companies Act, 2013, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the same in Form ISR-3 or Form SH-14, as the case may be.

    The said forms can be downloaded from the Company's website at https://www.arvindfashions.com/shareholders-communication/ under Shareholders Communication section. Members are requested to submit the said form to their DPs in case the shares are held in electronic form and to the RTA at investor.helpdesk@in.mpms.mufg.com in case the shares are held in physical form, quoting their folio no(s).

15. Members intending to require information about Accounts in the Meeting are requested to inform the Company at least 7 days in advance of the date of the AGM.

16. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to approach the Company or its RTA to claim their dividends, within the stipulated timeline. Unclaimed and unpaid dividends for the FY 2022-23, FY 2023-24 and FY 2024-25 will be transferred to this fund on respective due dates i.e., October 19, 2030, September 26, 2031 and October 01, 2032. Kindly note that once unclaimed and unpaid dividends and shares are transferred to the IEPF, Members will have to approach to IEPF Authority for such dividends and shares.

17. All documents referred to in the accompanying Notice of the AGM and explanatory statement shall be open for inspection without any fee at the registered office of the Company during normal business hours on any working day up to and including the date of the AGM of the Company.

18. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

19. Instructions for voting through electronic means (e-voting):

I. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 and MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has appointed National Securities Depository Limited ("NSDL") as the authorized agency, for facilitating voting through electronic means i.e. remote e-Voting and e-Voting during the AGM.

II. Mr. Hitesh Buch, Practicing Company Secretary (Membership No. FCS 3145, COP 8195) has been appointed as the Scrutiniser to scrutinise the e-Voting during the AGM and remote e-Voting in a fair and transparent manner.

III. The Results of voting will be declared within two working days from the conclusion of the AGM. The declared Results, along with the Scrutiniser's Report will be submitted to the Stock Exchanges where the Company's equity shares are listed (BSE Limited & National Stock Exchange of India Limited) and shall also be displayed on the Company's website www.arvindfashions.com and NSDL's website www.evoting.nsdl.com.

IV. Voting rights of the Members for voting through remote e-Voting and voting during the AGM shall be in proportion to shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Wednesday, August 12, 2026. A person, whose name is recorded in the Register of Members or in the Register of Beneficial owners (as at the end of the business hours) maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote e-Voting and voting during the AGM.

V. The remote e-Voting facility will be available during the following period:

a. Commencement of remote e-Voting 09:00 A.M. (IST) on Sunday, August 16, 2026.

b. End of remote e-Voting: 05:00 P.M. (IST) on Tuesday, August 18, 2026.

c. The remote e-Voting will not be allowed beyond the aforesaid date and time, and the remote e-Voting module shall be disabled by NSDL upon expiry of aforesaid period.

VI. Those Members, who will be present at the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

VII. The Members who have cast their vote by remote e-Voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.

VIII. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holds shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com mentioning their demat account number/folio number, PAN, name and registered address. However, if he/she is already registered with NSDL for remote e-Voting then he/she can use his/her existing User ID and password for casting the vote.

IX. **Process and manner for Remote e-Voting:**

Members are requested to follow the below instructions to cast their vote through e-Voting:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

(A) Login method for e-Voting and joining virtual meetings for Individual Shareholders holding securities in demat mode

In terms of SEBI circular dated December 09, 2020, on e-Voting facility provided by Listed Companies, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual Shareholders holding securities in demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS users can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below f **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi username & password. 2. After successful login, the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the systems of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com. click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forgot User ID and Forgot Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 48867000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

(B) Login Method for e-Voting and joining virtual meeting for Shareholders other than Individual Shareholders holding securities in demat mode and Shareholders holding securities in physical mode.

How to Login to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL services, i.e. IDEAS, you can login at https://eservices.nsdl.com/ with your existing IDEAS login. Once you login to NSDL e-services after using your login credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if the folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

5. Password details for Shareholders other than Individual Shareholders are given below:

   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered with your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

      (ii) If your email ID is not registered, please follow steps mentioned below in process for those Shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on **"Forgot User Details/Password"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company which is "Arvind Fashions Limited" for which you wish to cast your vote during the remote e-Voting period and cast your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Shareholders

1. Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutiniser by e-mail to pcs.buchassociates@gmail.com with a copy marked to evoting@nsdl.com.

   Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on **"Upload Board Resolution/Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details / Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on 022 - 4886 7000 or send a request at evoting@nsdl.com.

Process for those Shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-Voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of Shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor.relations@arvindfashions.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of AADHAR Card) to investor.relations@arvindfashions.

com. If you are an Individual Shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual Shareholders holding securities in demat mode.**

3. Alternatively, Shareholders/Members may send a request to evoting@nsdl.com for procuring user id and password for e-Voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Instructions for Members for e-Voting on the day of the AGM are as under:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
2. Only those Members/Shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting.

In case you have not registered your e-mail address with the Company/Depository, please follow below instructions for registration of e-mail address for obtaining Annual Report and/or login details for e-voting:

Physical Holding	Visit the link: https://web.in.mpms.mufg.com/EmailReg/Email_Register.html and follow the registration process as guided therein. The Members are requested to provide details such as Name, Folio Number, Certificate number, PAN, mobile number and e-mail address.
Demat Holding	Please contact your Depository Participant (DP) and register your e-mail address in your demat account as per the process advised by your DP.

1. **Instructions for Members for attending the AGM through VC/OAVM:**
   1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
   2. Members are encouraged to join the Meeting through Laptops for better experience.
   3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
   4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
   5. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/Folio Number, PAN and mobile number at investor.relations@arvindfashions.com on or before August 12, 2026.
   6. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

Registered Office:
Main Building
Arvind Mills Premises,
Naroda Road,
Ahmedabad – 382345

Date: May 06, 2026

By order of the Board
For Arvind Fashions Limited
Lipi Jha
Company Secretary

Details of Directors seeking Reappointment at the Eleventh Annual General Meeting [Pursuant to Regulations 26 and 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015] and SS -2 – Secretarial Standards on General Meetings Item No. 4 & 5

Name of the Director	Mr. Kulin Lalbhai	Mr. Punit Lalbhai
DIN	05206878	05125502
Date of Birth	August 13, 1985	March 12, 1982
Age	40 yrs	44 yrs
Qualifications	MBA from the Harvard Business School and B.Sc. in Electrical Engineering from the Stanford University	MBA from INSEAD and a Masters of Environmental Science from Yale University
Expertise in specific functional areas	Industrialist, Apparel & Textile Industry domain, Entrepreneur, Technology Expert.	Financial Services, Asset Management, Capital Markets, Wealth Management, Private Equity.
Brief Profile	Kulin Lalbhai leads the group's consumer-facing and digital businesses, including branded apparel, retail, real estate, and emerging technology ventures. He has been a key architect of the group's transformation into a modern, omnichannel consumer organisation, strengthening brand relevance, customer engagement, and digital capability across platforms. His leadership has helped to position Arvind Fashions as one of India's leading brand houses with a strong portfolio of global and homegrown labels. He has played a pivotal role in expanding the Group's retail footprint, building scale across physical stores, shop-in-shops, and ecommerce channels. His efforts have also driven Arvind's entry into new consumer categories, including footwear, while deepening digital integration across merchandising, supply chains, and customer experience. He has incubated and scaled digital ventures within the Group, including Omuni, which later merged with Shiprocket, reflecting a pragmatic approach to innovation and partnerships. In real estate, he has guided the growth of Arvind SmartSpaces into a fast-growing residential developer with a multi-city presence. The business has built a strong execution track record and a growing project pipeline, aligned with disciplined capital deployment and design-led development. He leads the corporate affairs function at Arvind and holds prominent leadership roles in industry bodies, contributing to policy dialogue and sectoral development. His involvement includes chairing national committees and representing industry interests in international trade discussions. In addition to Group responsibilities, he serves on the boards of various companies and as an independent director of Zydus Wellness. He holds an MBA from the Harvard Business School and a B.Sc in Electrical Engineering from Stanford University and previously worked as a management consultant at McKinsey & Co.	Punit Lalbhai oversees the Textile, Engineering, Technical Textile, and Environmental businesses, playing a central role in shaping the Group's industrial and sustainability agenda. He has been instrumental in building Arvind Advanced Materials, now among the fastest-growing segments within the group. This business serves global markets across human protection, industrial applications, and composite materials, reinforcing Arvind's reputation for innovation and reliability. He has also contributed to the growth of Anup Engineering and Arvind Envisol, strengthening the Group's presence in capital goods manufacturing and wastewater treatment solutions. His leadership combines deep technical understanding with a long-term view on industrial relevance, competitiveness, and environmental responsibility. Sustainability has been a defining focus of his work. Under his guidance, Arvind has achieved water circularity and neutrality in its textile operations and increased renewable energy usage. The Group has also pioneered sustainable cotton initiatives, partnering with more than 100,000 farmers to improve agricultural practices, traceability, and livelihoods. His global engagement includes serving on international boards shaping industry standards and collaboration. Beyond business, he supports education and social development initiatives. He is involved with the Ahmedabad Education Society and serves on the boards of Ahmedabad University and CEPT University. He also plays a key role in Arvind's Gyanada programme, partnering with municipal schools to improve access to quality education in Ahmedabad. He holds academic qualifications in conservation biology, environmental science from Yale University and management from INSEAD. A long-standing practitioner and trainer of Heartfulness Meditation, he brings a reflective, values-driven perspective to leadership.
Date of first appointment	February 07, 2017	April 02, 2019

Name of the Director	Mr. Kulin Lalbhai	Mr. Punit Lalbhai
Directorships held in other public companies (excluding, private, foreign and Section 8 companies)	**Unlisted Companies:** • Retailers Association of India • Arvind Youth Brands Private Limited • PVH Arvind Fashion Private Limited **Listed Companies:** • Zydus Wellness Limited • Arvind SmartSpaces Limited • Arvind Fashions Limited • The Anup Engineering Limited	**1. Unlisted Companies:** • Arvind PD Composites Private Limited • Arvind OG Nonwovens Private Limited • Confederation Of Indian Textile Industry • Arvind Envisol Limited • AIC-LMCP Foundation • Arvind Advanced Materials Limited • Purfi Arvind Manufacturing India Private Limited • Arvind Indigo Foundation • Arvind Foundation **Listed Companies:** • The Anup Engineering Limited • Arvind Fashions Limited • Arvind SmartSpaces Limited • Deepak Nitrite Limited
Memberships/ Chairmanships of committees of other companies (includes only Audit Committee and Stakeholder Relationship Committee)	**Arvind Limited:-** • Management Committee (Member) **Zydus Wellness Limited:-** • Audit Committee (Member) • Nomination and Remuneration Committee (Chairman) • Risk Management Committee (Member) • Corporate Social Responsibility Committee (Member) **Arvind SmartSpaces Limited:-** • Nomination and Remuneration Committee (Member) • Stakeholders Relationship Committee (Chairman) • Management Committee (Chairman)	**Arvind Limited:-** • Risk Management Committee (Member) • Corporate Social Responsibility Committee (Chairman) • Environment, Social and Governance Committee (Chairman) • Management Committee (Member) **Deepak Nitrite Limited:-** • Nomination and Remuneration Committee (Member) • Stakeholders Relationship Committee (Member) • Corporate Social Responsibility Committee (Member) • Sustainability Committee (Chairman) **The Anup Engineering Limited:-** • Nomination and Remuneration Committee (Member) • Stakeholders Relationship Committee (Chairman) • Risk Management Committee (Chairman) • Corporate Social Responsibility Committee (Chairman) **Arvind SmartSpaces Limited:-** • Corporate Social Responsibility Committee (Chairman) • Management Committee (Member)
Inter-se relationship with other Directors and Key Managerial Personnel	Son of Mr. Sanjay Lalbhai, Chairman and Non-Executive Director and sibling of Mr. Punit Sanjay Lalbhai, Non-Executive Director of the Company.	Son of Mr. Sanjay Lalbhai, Chairman and Non-Executive Director and sibling of Mr. Kulin Sanjay Lalbhai, Non-Executive Director of the Company
Number of shares held in the Company	-	1544
The number of Meetings of the Board attended during the year	7	7
Details of remuneration sought to be paid	Refer report on Corporate Governance	Refer report on Corporate Governance
Remuneration last drawn	Refer report on Corporate Governance	Refer report on Corporate Governance
Listed entities from which the person has resigned in the past three years	Nil	Nil

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (Act'), given hereunder, sets out all material facts relating to the special business mentioned at Item Nos. 7 of the accompanying Notice dated May 06, 2026.

As additional information, the Explanatory Statement also contains material facts pertaining to ordinary business mentioned at Item No. 6 of the said Notice.

Item No. 6.

This Explanatory Statement is in terms of Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), though statutorily not required in terms of Section 102 of the Act.

The Members at the sixth(6th) Annual General Meeting ('AGM') of the Company held on August 23, 2021, had approved appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, Ahmedabad (Firm Registration No.: 117365W), as the Statutory Auditors of the Company to hold office from the conclusion of the sixth AGM till the conclusion of the eleventh AGM of the Company to be held in the year 2026. After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company ('Board') has, based on the recommendation of the Audit Committee, proposed the reappointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, Ahmedabad (Firm Registration No.: 117365W, as the Statutory Auditors of the Company, for the second consecutive term of five years from the conclusion of 11th (Eleventh) AGM till the conclusion of 16th (Sixteenth) AGM of the Company to be held in the year 2031, at a remuneration as may be mutually agreed between the Board and the Statutory Auditors. M/s. Deloitte Haskins & Sells have consented to their appointment as the Statutory Auditors and have confirmed that the appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and that they are not disqualified to be appointed as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Act and the Rules framed thereunder.

Statutory Auditors were paid a fee of ₹1.22 crore for the audit of Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 plus applicable taxes.

Item no. 7:

To approve payment of Commission to the Non-Executive Directors of the Company:

Currently, the Non-Executive Directors (other than the Managing Director, Whole time Directors) are paid commission not exceeding 1% of the net profits of the Company per annum, computed in accordance with Section 198 of the Companies Act, 2013 and in the event, if the Company has no profits or its profits are inadequate in any Financial Year, not exceeding ₹1, 25,00,000/- (Rupees One Core Twenty Five Lacs only), in terms of the special resolution passed by the members at 8th Annual General Meeting held on September 12, 2023. In view of the efforts, expertise and the responsibility shouldered by the Non-Executive Directors including the contributions being made by them, the Board recognises the need to suitably remunerate them, irrespective of the profits of the Company. Accordingly, it is proposed to continue and pay commission to the Non-Executive Directors (other than Managing Directors, Whole time Directors), not exceeding 1% of the net profits of the Company as laid down under the provisions of Section 197 and Section 198 of the Act and in the event of the Company having no profits or inadequate profits in any Financial Year, in accordance with the limits specified in Part II of Section II (A) of Schedule V of the Act as applicable to the Company but not exceeding ₹1,25,00,000 (Rupees One Crore and Twenty Five lakhs Only) for a period of 3 (Three) years effective from April 01, 2026 till March 31, 2029 and the same be apportioned amongst them in such manner and up to such amount as the Board and/or the Committee of the Board may, from time to time, determine. The Payment of remuneration by way of commission to Non-Executive Directors (other than Managing Director, Whole Time Director) will be in addition to the sitting fees payable to them for attending each meeting of the Board/Committee.

Statement of Information for the members pursuant to Section II of Part II of Schedule V to the Companies Act:

I. GENERAL INFORMATION:

S. No.	Information	Description		
1.	Nature of industry	Apparel Industry		
2.	Date or expected date of commencement of commercial production	Business commenced in 2016, since the Company is into Apparel Industry, hence there is no date of commercial production		
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable		
4.	Financial performance based on given indicators (As per audited financial statements for the year ended 31.03.2026)	Particulars	In Crores	
			Standalone	Consolidated
		Sales & Other Income	776.44	5306.98
		EBIDTA	100.92	745.36
		Net Profit	1.35	183.66
5.	Foreign investments or collaborations, if any	The Company has not made any foreign investments and neither entered into foreign collaborations.		

II. INFORMATION ABOUT THE APPOINTEE:

1. Past remuneration:

The remuneration paid to Non-Executive Directors of the Company for the last three (3) Financial Years during the currency of the resolution approved by the members of the Company at its 8th Annual General Meeting held on September 12, 2023 are:

(In Rs.)

Period	Commission	Sitting Fees	Total
FY 2023-24	67,00,354	27,90,000	94,90,354
FY 2024-25	70,70,719	23,00,000	93,70,719
FY 2025-26	75,00,000	37,10,000	1,12,10,000

2. **Recognition or awards:** Not Applicable

3. **Job profile and his suitability:** Not Applicable

4. **Remuneration proposed:** The details of the proposed remuneration have already been explained herein above.

5. **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):** Not Applicable

6. **Pecuniary relationship directly or indirectly with the Company, or relationship with the Managerial Personnel, if any:** The Non-Executive Directors do not have any pecuniary relationship with the Company except the remuneration and the sitting fees being paid to them. They do not have any pecuniary relationship with Managerial Personnel of the Company.

III. OTHER INFORMATION:

S. No.	Information	Description
1.	Reasons of loss or inadequate profits	Not applicable
2.	Steps taken or proposed to be taken for improvement	Not applicable
3.	Expected increase in productivity and profits in measurable terms	Not applicable

Non-Executive Directors and their relatives may be deemed to be concerned or interested in this resolution to the extent of the remuneration/commission that may be received by them. Save and except the above, none of the other Directors, Key Managerial Personnel or their respective relatives, are in any way, concerned or interested (financially or otherwise), in the resolution set out at item No. 7 of the Notice.

The Board recommends the Resolution set out at Item No. 7 of the accompanying Notice as Special Resolution for the approval of the Members.