



ARVIND LIMITED

(CIN: L17119GJ1931PLC000093)

Regd. Office: Naroda Road, Ahmedabad - 382345.

Phone: 079-68268000, Email: investor@arvind.in, Website: www.arvind.com

Postal Ballot Notice

[Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given, pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read together with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”) as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (“Listing Regulations”) as amended from time to time and General Circular No. 20/2020 dated 5th May, 2020, latest amended by General Circular No. 03/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India and other applicable laws and regulations, as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force), that the resolutions as set out in this notice, is proposed to be transacted by the Members through postal ballot by remote e-Voting only (“remote e-Voting”).

An Explanatory Statement pursuant to Section 102(2) of the Act setting out all material facts relating to the proposed resolutions are annexed hereto for your consideration.

The Board has, pursuant to Rule 22(5) of the Rules, appointed Mr. Hitesh Buch, proprietor of M/s. Hitesh Buch & Associates, Practicing Company Secretaries, (COP No. 8195) as the Scrutinizer for conducting the voting process through Postal Ballot / E-Voting in accordance with the law and in a fair and transparent manner.

Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company has engaged National Securities Depository Limited (“NSDL”) to provide e-voting facility for its Members. The procedure for e-voting is given in Point No. 7 below in the Notes. The E-Voting facility is available at the link www.evoting.nsdl.com from 9:00 A.M. on Thursday, 21st May, 2026 up to 5:00 P.M. on Friday, 19th June, 2026. E-Voting module will be blocked by NSDL at 5:00 P.M. on Friday, 19th June, 2026 and voting shall not be allowed beyond the said date and time.

The Scrutinizer will submit his Report, in writing, to Chairman or in his absence to the Whole-time Director / Company Secretary of the Company, upon completion of scrutiny of E-Voting data provided by NSDL, in a fair and transparent manner. The result on the resolutions proposed to be passed through Postal Ballot / E-Voting shall be announced within 2 working days from the closure of e-voting and shall be communicated to BSE Limited and National Stock Exchange of India Limited (“**Stock Exchanges**”) where the equity shares of the Company are listed. The results of the Postal Ballot / E-Voting will also be displayed on the Company’s website at <https://www.arvind.com/> and on the website of NSDL at www.evoting.nsdl.com. The last date of the E- Voting shall be the date on which the Resolutions shall be deemed to have been passed, if approved by the requisite majority.

Special Business:

ITEM NO. 1:

Appointment of Mr. Nigam Shah (DIN: 10056383) as a Director of the Company.

To consider and if thought fit, to approve the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Qualifications of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, Mr. Nigam Shah (DIN: 10056383) who was appointed as an Additional Director of the Company by the Board of Directors effective from 3rd April, 2026 in terms of the provisions of Section 161 of Companies Act, 2013 and the Articles of Association of the Company and who is eligible for appointment as a Director and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, and that he shall be liable to retire by rotation.

ITEM NO. 2:

Appointment of Mr. Nigam Shah (DIN: 10056383) as a Whole-time Director (designated as an Executive Director) of the Company.

To consider and if thought fit, to approve the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to provisions of Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the “SEBI Listing Regulations”) and any other applicable laws, the provisions of the Articles of Association of the Company and also subject to the approval of the Central Government, if required, pursuant to the recommendation made by the Nomination and Remuneration Committee of the Company (the “Committee”) and approval of the Board of Directors of the Company (the “Board”), the consent of the members of the Company be and is hereby accorded to the appointment of Mr. Nigam Shah (DIN: 10056383) as the Whole-time Director designated as an “Executive Director” of the Company, for a period of 05 (five) years, effective from 3rd April, 2026 up to 2nd April, 2031, and that he be paid remuneration by way of salary, perquisites, allowances and commission as may be approved by the Board of Directors of the Company and the Committee and as set out in the Explanatory Statement annexed hereto.

RESOLVED FURTHER THAT wherein any financial year during the currency of the tenure of office of Mr. Nigam Shah as Whole-time Director, if there is profit then the overall managerial remuneration payable to Mr. Nigam Shah shall be such amount as may be fixed by the Board from time to time on recommendation of the Committee, but shall not exceed 5% (five per cent) of net profits of the Company as laid down in Section 197 read with Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT in the event, if the Company has no profits or its profits are inadequate in any financial year, the Company will pay a minimum remuneration by way of salary, perquisites, benefits and allowances, performance incentive, etc. as per Schedule V to the Companies Act, 2013 and rules made thereunder or any statutory modifications and / or re-enactment thereof as may be decided by the Board from time to time on recommendation of the Committee.

RESOLVED FURTHER THAT the Board and the Committee be and are hereby severally authorized to alter and vary such terms of appointment and remuneration so as to not exceed the limits specified herein or in Section I of Schedule V to the Companies Act, 2013, as may be agreed to by the Board and Mr. Nigam Shah, whichever is lower.

RESOLVED FURTHER THAT the Board and the Committee be and are hereby further severally authorised to execute all such agreements, documents, instruments and writings as deemed necessary and to file requisite forms or applications with statutory / regulatory authorities, and settle all questions, difficulties or doubts that may arise in this regard, as they may in their sole and absolute discretion deem fit and to do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any committee(s) / director(s) / officer(s) of the Company, to give effect to this resolution.”

ITEM NO. 3:

Alteration in Object Clause of the Memorandum of Association of the Company.

To consider and if thought fit, to approve the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and subject to such other approval, consent and permission as may be required and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, consents, permissions and sanctions, the approval of the members of the Company be and is hereby accorded for alteration in the “Object Clause” of Memorandum of Association of the Company as follows:

Insertion of New Sub-clause (2)(V) after existing sub-clause 2(U) under Clause III(2):

(2)(V): “To provide all kinds of services including business transformation services and relating to back office whether in India or abroad, directly or indirectly through any other entity, including Finance & Accounts, Human Resources, Information Technology Services (ITS), Information Technology Enabled Services (ITeS), Digital Transformation Services (DTS), Data Entry, Processing, Mining & Analytics, Business Process Management, Services & Consulting, supply-chain, procurement, strategic sourcing, vendor management, contract management, supply chain planning, logistics coordination, administrative support, logistical and other support services of all kinds on shared basis or otherwise including those relating to accounting, treasury, pay roll processing, billing, invoicing, accounts receivable, accounts payable, statutory and regulatory payments, taxation (including direct and indirect taxes), fund flow management, banking, financial services, foreign exchange, Master Data Management, development and management of digital platforms, applications, communication systems, and integrated technology solutions, Marketing, Human resources management such as employee lifecycle management,

compensation & benefits, learning & development, performance management, and HR operations, any other services by whatever name called including any business process, whether existing today or may become in-vogue in future, which may be a part of any business functioning today or in future and each and every sub process of those processes and computer related services including hardware, software, human-ware, networking, information systems development, information technology infrastructure, travel desk, inbound and outbound logistics, conferences, seminars, meetings and similar events management, facility maintenance, documents, records and information processing and to provide globally managed data networks and related services, including but not limited to business process management and outsourcing services, shared services, process re-engineering, transformation programs cloud services, cybersecurity, enterprise systems, infrastructure management, software development, application management, and related advisory services customer care centers, managed services, customer relationship management, back office processing, data entry, medical transcription, IT services, multimedia services, internet based services, interface services applications including all types of end to end integrated solutions involving information systems, developing, designing, marketing of communication platform(s), with features and functionality including those related to social, commerce, messaging, communication and to engage in all businesses as may be related or ancillary to the aforesaid business areas.”

RESOLVED FURTHER THAT the Company may render the aforesaid services through employees, consultants, contractors, technology platforms, automation tools or any other lawful means, and on a cost-sharing, markup, arm’s-length or such other commercial basis as may be determined by the Board of Directors in compliance with applicable laws.

RESOLVED FURTHER THAT the Board of Directors of the Company (the “Board” which term shall be deemed to include its committees also) or any officer(s) so authorised by the Board, be and are hereby authorised to do all acts, deeds, matters and things as may, in their absolute discretion, be deemed necessary, expedient, proper or desirable to give effect to the resolution including filings of statutory forms and to settle any matter, question, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies without requiring the Board to secure any further consent or approval of the Members of the Company; and that the Members of the Company are hereby deemed to have given their approval thereto expressly by the authority of this resolution and acts and things done or caused to be done shall be conclusive evidence of the authority of the Company for the same.”

**Registered Office:
Naroda Road
Ahmedabad-382345**

**Date: 15th May, 2026
Place: Ahmedabad**

**By Order of the Board
Sd/-
Pritesh Shah
Company Secretary
FCS 12331**

NOTES:

1. The approval of shareholders of the Company is solicited by passing resolutions through Postal Ballot / E-Voting for businesses as set out in the Notice. This Postal Ballot Notice is being sent to all shareholders, whose names appear in the Register of Members / list of Beneficial Owners as received from the Depositories as on Friday, 15th May, 2026 (“**Cut-off Date**”). Members holding equity shares as on the Cut-off Date can cast their vote using remote e-voting facility only. **A person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only.**
2. Explanatory Statement setting out all material facts as required under Section 102 of the Act in respect of the aforesaid special businesses is appended.
3. Resolutions, if approved, by the shareholders by means of Postal Ballot / E-Voting are deemed to have been passed at a General Meeting of the shareholders and the last date of the E- Voting shall be the date on which the Resolutions shall be deemed to have been passed, if approved by the requisite majority.
4. In terms of the MCA Circulars and the SEBI (LODR) Regulation, the Postal Ballot Notice is sent electronically to all the shareholders who have registered their email ids with the Company or Depository Participant(s) as on the Cut-off Date and is also available on the website of the Company at <https://www.arvind.com/>.
5. The Members whose email ids are not registered with the Company or Depository Participant(s) as on the Cut-off Date are requested to register their e-mail Ids by sending an e-mail citing subject line as “AL-Postal Ballot-Registration of e-mail Ids” to Registrar and Transfer Agent of the Company, i.e., MUFG Intime India Private Limited at ahmedabad@in.mpms.mufg.com or to the Company at investor@arvind.in with name of registered shareholder(s), folio number(s)/DP Id/Client Id and No. of equity shares held from the email address they wish to register to enable them to exercise their vote on special businesses as set out in the Postal Ballot Notice through remote e-voting facility provided by NSDL.
6. A Member cannot exercise his / her / its vote by proxy on Postal Ballot / E-Voting.
7. **Voting through Electronic Means:**

The Company is providing remote e-voting facility to its Members to cast their vote by electronic means through E-Voting Platform of NSDL at the link <https://www.evoting.nsdl.com/>.

The voting period begins from 9:00 A.M. on Thursday, 21st May, 2026 up to 5:00 P.M. on Friday, 19th June, 2026. The e-voting module shall be disabled by NSDL for voting thereafter. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off Date i.e. Friday, 15th May, 2026 may cast their vote electronically.

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

Step 2: Cast your vote electronically on NSDL e-Voting system





A. Details of Step 1 is mentioned below:

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated 9th December, 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.	<ol style="list-style-type: none">Existing IDeAS user 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.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.jspVisit 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 hold 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.Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	<p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;">  App Store  Google Play </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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. Additionally, there is also links provided to access the system 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 and 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.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>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.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned 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 91 22 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 shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in 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 eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in 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 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 in 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 etc.
 - 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 on NSDL e-Voting system.

How to cast your vote electronically 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 who's voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 resolutions, 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 authorized signatory(ies) who are authorized to vote, to the Scrutinizer 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 toll free no.: 91 22 48867000 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), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to investor@arvind.in.
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), AADHAAR (self-attested scanned copy of Aadhaar Card) to investor@arvind.in. If you are an Individual shareholders 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 for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/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 9th December, 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.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 1 and 2:

The Nomination and Remuneration Committee (the “Committee”) of the Board of Directors (the “Board”) of Arvind Limited (the “Company”), at its meeting held on 3rd April, 2026, recommended the appointment of Mr. Nigam Shah, as an Additional Director and as the Whole-time Director designated as an “Executive Director” of the Company (including his terms and conditions and remuneration), effective from 3rd April, 2026.

Further, the Board, at its meeting on 3rd April, 2026, also considered and approved the Committee’s recommendation of appointment of Mr. Nigam Shah as the Whole-time Director to be designated as an Executive Director for a term of 05 (five) years effective 3rd April, 2026, subject to approval of the members of the Company.

As per Section 161 of the Companies Act, 2013 (the “Act”), an additional director shall hold office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier.

Further, in terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), listed entity shall ensure that approval of members for appointment of a person on the Board or as a manager is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received a notice in writing, from a member, proposing the candidature of Mr. Nigam Shah, for the office of Director as per provisions of section 160 of the Companies Act, 2013. The Company has also received from Mr. Nigam Shah, the consent to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and also not debarred from holding the office of director by virtue of any order by SEBI or any other authority.

The Committee and the Board of Directors of the Company are of the opinion that Mr. Nigam Shah is fit and proper person to hold the said office and has the requisite qualifications skills, experience and expertise in functional areas which are beneficial to the Company.

The material terms of remuneration of Mr. Nigam Shah effective from 3rd April, 2026 up to 2nd April, 2031, as approved by both the Committee and the Board in their respective meetings held on 3rd April, 2026 are as under:

A.	Basic Salary Per month	:	Rs.7,29,161/- (Rupees Seven Lacs Twenty Nine Thousand One Hundred and Sixty One only) per month with such increase as may be decided by Board of Directors (which includes any Committee thereof) from time to time subject to a maximum of Rs.15,00,000/- (Rupees Fifteen Lacs only) per month.
B.	Perquisites and Allowances	:	In addition to salary, the following perquisites / allowances shall be allowed to the Executive Director:

		<table border="1"> <tr> <td data-bbox="578 216 846 499">CATEGORY – A</td> <td data-bbox="846 216 1343 499"> <p>(i) HRA, medical & Other Allowances etc. as per the company policy</p> <p>(ii) Personal Accident Insurance as per the company policy</p> <p>Not exceeding 170% of basic salary.</p> </td> </tr> <tr> <td data-bbox="578 499 846 1234">CATEGORY – B</td> <td data-bbox="846 499 1343 1234"> <p>(i) The Company shall contribute towards Provident Fund / Annuity Fund/ National Pension Fund as per the rules of the Company.</p> <p>(ii) The Company shall pay Gratuity as per rules of the Company.</p> <p>(iii) Leave on full pay and allowances, as per rules of the Company, but not more than one month's leave for every eleven months of service. However, the leave accumulated but not availed of will be allowed to be en-cashed as per rules of the Company.</p> <p>The above shall not be included in the computation of ceiling on remuneration or perquisites aforesaid.</p> </td> </tr> <tr> <td data-bbox="578 1234 846 1896">CATEGORY – C</td> <td data-bbox="846 1234 1343 1896"> <p>The Executive Director shall be entitled to Performance Linked Variable Pay / Special Allowance / Role Award / Bonus / Retention Allowance etc. or in any other form as the Committee and the Board may determine from time to time, based on the performance and profitability of the Company, not exceeding Rs.2,00,00,000/- (Rupees Two Crores only) per annum.</p> <p>Variable Remuneration (excluding Retention allowance of Rs.50 lacs p.a. for 04 years) shall be based on the performance of the Company and certain performance criteria and such other parameters as may be mutually agreed with the Board / Committee thereof.</p> </td> </tr> </table>	CATEGORY – A	<p>(i) HRA, medical & Other Allowances etc. as per the company policy</p> <p>(ii) Personal Accident Insurance as per the company policy</p> <p>Not exceeding 170% of basic salary.</p>	CATEGORY – B	<p>(i) The Company shall contribute towards Provident Fund / Annuity Fund/ National Pension Fund as per the rules of the Company.</p> <p>(ii) The Company shall pay Gratuity as per rules of the Company.</p> <p>(iii) Leave on full pay and allowances, as per rules of the Company, but not more than one month's leave for every eleven months of service. However, the leave accumulated but not availed of will be allowed to be en-cashed as per rules of the Company.</p> <p>The above shall not be included in the computation of ceiling on remuneration or perquisites aforesaid.</p>	CATEGORY – C	<p>The Executive Director shall be entitled to Performance Linked Variable Pay / Special Allowance / Role Award / Bonus / Retention Allowance etc. or in any other form as the Committee and the Board may determine from time to time, based on the performance and profitability of the Company, not exceeding Rs.2,00,00,000/- (Rupees Two Crores only) per annum.</p> <p>Variable Remuneration (excluding Retention allowance of Rs.50 lacs p.a. for 04 years) shall be based on the performance of the Company and certain performance criteria and such other parameters as may be mutually agreed with the Board / Committee thereof.</p>
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			<p>An indicative list of factors along with their weightage that may be considered for determination of remuneration by way of Variable Remuneration by the Board/Committee are:</p> <ol style="list-style-type: none"> 1. Quantitative Parameters – This will include the financial parameters like Revenue growth of the Company, its Profitability, Return on Capital Employed (ROCE), Profit after Tax (PAT) etc. (Weightage – 60%) 2. Qualitative Parameters – This will include succession planning, quality and safety, Company’s progress towards achieving its Sustainability goals (Weightage - 20%) 3. Individual performance with weightage of 20% 4. Industry Benchmark of remuneration
C	Entitlement to Shares	:	Mr. Shah has been granted options under various Employees Stock Option Plans of the Company. Out of these, 1,42,500 stock options are pending to be exercised by him and may lead to salary in form of perquisite on exercise. Further options may also be granted by the Committee, if he is found eligible under active Employees Stock Option Plan of the Company at a price not less than Market Price on the date of grant not exceeding 2,00,000 during his tenure.

Mr. Shah does not receive any remuneration or sitting fees from any subsidiary company of the Company except that a sitting fee of Rs.25,000/- per meeting is paid to the Director for attending the Board meeting of Arya Omnitalk Wireless Solutions Private Limited (a subsidiary company).

OVERALL AND MINIMUM REMUNERATION LIMIT

The overall limit of remuneration payable to Directors including Managing Directors, Whole time Directors and Managers in a financial year is 11% of the net profit of the company computed in accordance with Section 198 of the Companies Act, 2013. The aforesaid remuneration is subject to the limit of 5% of the annual net profit of the Company and subject further to the overall limit of 10% of the annual net profit of the Company computed in accordance with Section 198 of the Companies Act, 2013, excluding the value of perquisites, if any, for entitlement of shares as per Point C mentioned in above table.

Notwithstanding anything to the contrary herein contained, in the event, if the Company has no profits or its profits are inadequate in any financial year, the Company will pay a minimum remuneration by way of salary, perquisites, benefits and allowances, performance incentive, etc. for a period not exceeding 3 (Three) years as per Part II of Section II (A) of Schedule V to the Companies Act, 2013 and rules made thereunder or any statutory modifications and / or re-enactment thereof as may be decided by the Board from time to time on recommendation of the Committee.

The above mentioned remuneration may be altered, amended, varied, enhanced or modified from time to time by the Board on recommendation of the Committee as it may, in its discretion, deem fit, within the minimum and maximum amount as mentioned above as Managerial Remuneration in accordance with the provisions of the Companies Act, 2013 including those of Schedule V or any amendments thereto made hereafter in this regard.

As required under Schedule V to the Companies Act, 2013, the relevant details to be sent along with the notice are as under:

I General Information:											
1	Nature of Industry	–	Textile Industry								
2	Date or expected date of commencement of commercial production	–	The Company was incorporated on 1 st June, 1931 and commenced commercial production thereafter.								
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	–	Financial performance of the Company as per standalone audited financial statements for the year ended 31 st March, 2026 are as under: <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th>Particulars</th> <th>Rs. In Crore</th> </tr> </thead> <tbody> <tr> <td>Total income</td> <td>7,210.77</td> </tr> <tr> <td>EBIDTA</td> <td>732.22</td> </tr> <tr> <td>Net Profit</td> <td>297.57</td> </tr> </tbody> </table>	Particulars	Rs. In Crore	Total income	7,210.77	EBIDTA	732.22	Net Profit	297.57
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Net Profit	297.57										
5	Foreign investments or collaborations, if any	–	Not Applicable								
II Information about the appointee:											
1	Background details:	–	Mr. Nigam Shah joined Arvind Limited in September 2023 and thereafter appointed as a Chief Financial Officer in February 2024 and is responsible for driving the Company's financial strategy, capital allocation, and long-term value								

			<p>creation agenda. He oversees Finance and Accounts, FP&A, Corporate Finance, Investor Relations, M&A, Legal, and other key commercial, governance, and control functions, with a strong focus on building a future-ready, system-driven, and agile organization.</p> <p>He plays a pivotal leadership role across all major businesses of Arvind Limited, including Textiles, Advanced Materials, Telecom, Envisol, and emerging segments. He also leads the Group's Business-to-Government (B2G) initiative, expanding the Company's participation in government-led opportunities and strengthening its institutional positioning.</p> <p>Mr. Shah brings over two decades of diverse experience across infrastructure, manufacturing, and financial services, with a proven track record in scaling businesses, executing complex transactions, and strengthening governance frameworks. Prior to joining Arvind Limited, he served as Group CFO at Montecarlo Limited for nearly 15 years, where he led financial strategy, capital markets, project financing, treasury, and compliance, supporting large-scale, multi-sector infrastructure projects including Transport, Water, Mining and Energy Segments. Earlier in his career, he has worked with Meghmani Organics Limited and ICICI Bank Limited, building strong expertise in corporate finance, banking, taxation and international finance.</p> <p>Mr. Nigam Shah is a qualified Chartered Accountant and holds a Bachelor's degree in Commerce from Gujarat University and a Post Graduate degree in Finance from Nirma Institute of Management.</p>
	2	Past Remuneration	– Mr. Nigam Shah was not drawing any remuneration as managerial personnel under the Companies Act, 2013.
	3	Recognition or awards	– ----
	4	Job profile and his suitability	– Mr. Nigam Shah is presently the Chief Financial Officer of the Company. Mr. Shah brings over two decades of diverse experience across infrastructure, manufacturing, and financial

				<p>services, with a proven track record in scaling businesses, executing complex transactions, and strengthening governance frameworks.</p> <p>In view of his qualifications and above expertise, he is well suited to discharge the responsibilities entrusted to him by the Board.</p>
	5	Remuneration proposed	–	The details of the proposed remuneration have already been explained hereinabove.
	6	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)	–	Considering the size of the Company, the profile of Mr. Nigam Shah, the ongoing responsibilities being shouldered by him and the industry benchmarks, the remuneration proposed to be paid to them is commensurate with the remuneration packages paid to similar appointees in other companies.
	7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any:	–	Besides the remuneration proposed and to the extent of ESOPs granted to him, Mr. Nigam Shah, does not have any pecuniary relationship with the Company and its managerial personnel or other directors.
III Other Information:				
	1	Reason of loss or inadequate profit:	–	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

Details of Mr. Nigam Shah pursuant to the provisions of (i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015; and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India are provided in the “Annexure” to this Postal Ballot Notice.

Since the resolutions relate to appointment and remuneration of Mr. Nigam Shah, he is deemed to be concerned or interested in the said resolutions.

None of the other directors and key managerial personnel of the Company and their relatives are concerned or interested, financial or otherwise, in these resolutions set out in the notice.

The Board recommends the resolutions set out at Item No. 1 & 2 of this Postal Ballot Notice as Ordinary and Special respectively for approval by the members of the Company.

Item No. 3

In order to align the Objects of the Company with its evolving business requirements and future growth strategy, it is proposed to expand the Company's operational capabilities by undertaking activities relating to the establishment and operation of a Global Capacitive Center (GCC) across the Company.

Thus, the GCC shall operate as a strategic enterprise platform to:

- Improve operational efficiency and standardization
- Drive process harmonization across business units
- Build scalable in-house capabilities
- Enable digital transformation and automation initiatives
- Enhance governance, controls, and service delivery quality
- Support long-term cost optimization and organizational effectiveness

The Board of Directors at their meeting held on 15th May, 2026 approved to alter the above - mentioned Object Clause of the MOA, subject to the approval of Members of the Company.

In terms of the provisions of Section 13 of the Companies Act, 2013 and Rules made thereunder, approval of the Members of the Company is sought by way of Special Resolution for alteration of Object Clauses of MOA of the Company as mentioned above.

Draft copy of the revised MOA of the Company (with proposed changes) is available on website of the Company for inspection by the Members upto the last date of remote e-voting.

None of the other directors and key managerial personnel of the Company and their relatives are concerned or interested, financial or otherwise, in this resolution set out in the notice.

The Board recommends the Special Resolution set out at Item No. 3 of this Postal Ballot Notice for approval by the members of the Company.

Registered Office:
Naroda Road
Ahmedabad-382345

Date: 15th May, 2026
Place: Ahmedabad

By Order of the Board
Sd/-
Pritesh Shah
Company Secretary
FCS 12331

Annexure:

Details of Mr. Nigam Shah, Director seeking appointment

(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India)

Name of the Director	–	Mr. Nigam Shah
Director Identification Number	–	10056383
Date of Birth and Age	–	29 th May, 1980 (45 Years)
Date of first appointment on the Board	–	3 rd April, 2026 (as a Director)
Qualifications	–	Chartered Accountant, Bachelor’s degree in Commerce and Post Graduate degree in Finance
Expertise in specific functional area	–	As per explanatory statement set out in item No. 1 of the postal ballot notice
Brief Profile & Experience	–	As per explanatory statement set out in item No. 1 of the postal ballot notice
Number of Shares held in the Company as beneficial owner (as on date of the postal ballot notice)	–	47,500
Details of remuneration sought to be paid		As per explanatory statement set out in item No. 1 of the postal ballot notice
Remuneration last drawn		Not Applicable being the first appointment
Number of Board Meetings attended as a Director (FY2025-26)		Not Applicable
Directorships in other Companies as on date of postal ballot notice		Unlisted Companies: 1. Arvind New Technologies Private Limited 2. Arya Omnitalk Wireless Solutions Private Limited 3. Arya Omnitalk Radio Trunking Services Private Limited 4. Arvind Envisol Limited 5. Arvind OG Nonwovens Private Limited 6. Arvind Advanced Materials Limited
Membership / Chairmanship of Committees of other Boards		Nil
Listed Entities from which Director has resigned as Director in past three years		Nil
Inter-se relationship with other Directors and Key Managerial Personnel of the Company		None