



August 19, 2013

National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza, 5th Floor
Plot No. C/1, G. Block
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

Dear Sirs,

Sub : Minutes of Annual General Meeting held on 29th July, 2013

In compliance with the provisions of Clause 31 of the Listing Agreement, we send herewith the certified copy of the Minutes of Annual General Meeting held on 29th July, 2013.

Thanking you,

Yours faithfully,

A handwritten signature in black ink, appearing to read "R. V. Bhimani".

R. V. Bhimani
Company Secretary

Encl : As above.

ARVIND LIMITED**NARODA ROAD, AHMEDABAD - 380 025**

Annual General Meeting of the members of Arvind Limited was held on Monday, the 29th July, 2013 at 9.30 a. m. at Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad - 380 006 whereat 95 members were present in person and 202 members were present by proxy.

- Present:

1. Mr. Sanjay S. Lalbhai- Chairman and Managing Director
2. Mr. Punit S. Lalbhai - Executive Director
3. Mr. Kulin S. Lalbhai - Executive Director
4. Mr. Jayesh K. Shah - Director & Chief Financial Officer
5. Mr. Munesh Khanna-Independent Director and Chairman of Audit Committee
6. Dr. Bakul Dholakia - Independent Director
7. Mr. Sudhir Mehta - Independent Director
8. Mr. Prabhakar Dalal - Nominee Director of EXIM Bank of India.

- In accordance with Article 88 of the Articles of Association, Mr. Sanjay S. Lalbhai, Chairman of the Board of Directors took the Chair.

- The following documents and Registers were placed on table:

1. Directors' Report for the financial year ended 31st March, 2013.
2. The Audited Accounts and Auditors' Report thereon for the financial year ended 31st March, 2013.
3. The Proxy Register with 202 valid proxies lodged with the Company in connection with this Annual General Meeting which remained open for inspection during the meeting.
4. The Register of Directors' shareholdings which remained open for inspection during the meeting.
5. Auditors' Certificate in respect of Employees' Stock Option Scheme of the Company which remained open for inspection during the meeting.

- At 9:30 a.m., the Chairman welcomed the Members to the Annual General Meeting of the Company held at Thakorebhai Desai Hall, Near Law Garden,

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Company Secretary
ARVIND LIMITED


Chairman's Initial

Ellisbridge, Ahmedabad - 380 006. The Chairman announced that the requisite quorum being present, the meeting was called to order.

- The Chairman introduced the Directors present on the dais.
- At the instance of the Chairman, the Company Secretary read out the Notice dated 16th May, 2013 convening the meeting and the Auditors' Report on the accounts for the year 2012-2013.

Then the Chairman addressed the meeting and read out his statement. Thereafter he took up the first agenda item and proposed the following resolution mentioned at Item No. 1 of the Notice dated 16th May, 2013 as an Ordinary Resolution:

RESOLUTION NO. 1

Adoption of
Directors' Report,
Balance Sheet
and Profit and
Loss Account :

RESOLVED THAT audited Balance Sheet as at 31st March, 2013 and the Profit & Loss Account for the year ended on 31st March, 2013 together with Directors' Report and Auditors' Report thereon and appropriation of profits as mentioned in the Directors' Report be and the same are hereby received and adopted.

Before putting the resolution to vote, the Chairman invited members to make comments, offer suggestions and seek clarifications. Mr. Rupesh Shah, Mr. Vijay Kumar, Mr. Rajesh Zaveri and Mr. Jagdish Desai, members of the company, spoke on various issues.

The Chairman thanked the members for their comments and suggestions and replied to the questions raised by the members at the meeting during the discussion on the Resolution.

The Resolution was thereafter put to vote by show of hands. 94 members cast their votes in favour of the resolution and 1 member cast his vote against the

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Company Secretary
ARVIND LIMITED


Chairman's Initial

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resolution. The resolution was declared as passed with requisite majority.

Mr. Ajit Ashokbhai Vahia proposed and Mr. Vinodchandra Ratilal Modi seconded the following resolution mentioned in Item No. 2 of the Notice dated 16th May, 2013 as an Ordinary Resolution:

RESOLUTION NO. 2

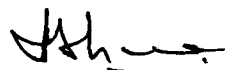
Payment of dividend at the rate of ₹1.65 per Equity Share on 25,80,43,069 fully paid Equity Shares:

RESOLVED THAT as recommended by the Directors in their meeting dated 16th May, 2013, dividend for the year ended on 31st March, 2013 be paid at the rate of ₹1.65 per Share on 25,80,43,069 fully paid Equity Shares of ₹10/- each to those members, holding shares in physical form, whose names appear on the register of Members of the Company, at the close of business hours on Monday, the 29th July, 2013, after giving effect to all valid transfers in physical form lodged with the Company on or before Saturday, the 20th July, 2013 and shares in electronic form, on the basis of beneficial ownership, as per the details furnished by the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), at the close of business hours on Saturday, the 20th July, 2013 and the dividend warrants be sent to them at their registered addresses or dividend amounts be credited to the bank accounts of shareholders through National Electronic Clearing Service (NECS) or be transferred directly to the accounts of shareholders maintained with the HDFC Bank Limited.

The Resolution was put to vote by show of hands. All the members cast their votes in favour of the resolution. Then the resolution was declared as passed unanimously.

Mrs. Bharti R. Patel proposed and Mr. Nitin V. Joshi seconded the following resolution mentioned in Item No. 3 of the Notice dated 16th May, 2013 as an Ordinary Resolution:

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Company Secretary
ARVIND LIMITED

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RESOLUTION NO. 3

Reappointment
of Dr. Bakul
Dholakia as a
Director, on
retirement by
rotation :

RESOLVED THAT Dr. Bakul Dholakia, who retires from the Board in accordance with the provisions of Article 129 of the Articles of Association of the Company, but being eligible for reappointment, be and is hereby reappointed as a Director of the Company.

The Resolution was put to vote by show of hands. All the members cast their votes in favour of the resolution. Then the resolution was declared as passed unanimously.

Mr. Bansilal G. Pasawala proposed and Mr. Saurabh B. Pasawala seconded the following resolution mentioned in Item No. 4 of the Notice dated 16th May, 2013 as an Ordinary Resolution:

RESOLUTION NO. 4

Reappointment
of Ms. Renuka
Ramnath as a
Director, on
retirement by
rotation :

RESOLVED THAT Ms. Renuka Ramnath, who retires from the Board in accordance with the provisions of Article 129 of the Articles of Association of the Company, but being eligible for reappointment, be and is hereby reappointed as a Director of the Company.

The Resolution was thereafter put to vote by show of hands. 94 members cast their votes in favour of the resolution and 1 member cast his vote against the resolution. The resolution was declared as passed with requisite majority.

Mr. Amitbhai K. Pasawala proposed and Mr. Gautam H. Shah seconded the following resolution mentioned in Item No. 5 of the Notice dated 16th May, 2013 as an Ordinary Resolution:

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Company Secretary
ARVIND LIMITED


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RESOLUTION NO. 5

Appointment of
M/s. Sorab S.
Engineer & Co.
as Auditors of
the Company :

RESOLVED THAT M/s. Sorab S. Engineer & Co., Chartered Accountants, be and they are hereby appointed as Auditors of the Company to hold office from conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on such remuneration as may be decided by the Board of Directors of the Company considering the volume of work and time involved, plus reimbursement of actual out of pocket expenses.

The Resolution was put to vote by show of hands. All the members cast their votes in favour of the resolution. The resolution was declared as passed unanimously.

The meeting then concluded with a vote of thanks to the Chair.

Place : Ahmedabad

Date :

Sampat Kumar
CHAIRMAN
18/8/2013

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Company Secretary
ARVIND LIMITED