



Regd. Office & Works  
101, 102 & 103 MIDC  
19th street Satpur  
Nasik - 422 007 INDIA

Tel: 91-253-3918200

secretarial@arrowtextiles.com  
www.arrowtextiles.com

CIN-L51494MH2008PLC178384



*Arrow Textiles Limited*

27<sup>th</sup> September, 2016

<b>National Stock Exchange of India Ltd.</b> Listing Department. Exchange Plaza, C-1, Block- G, Bandra Kurla Complex, Bandra (East) Mumbai - 400 051. Fax No. 26598235/8237/8347. <b>Symbol: ARROWTEX</b>	<b>BSE Ltd.,</b> Corporate Relation Department, Listing Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 023. Facsimile No. 22723121/22722037/2041 <b>Scrip Code 533068</b>
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Dear Sirs/Madam,

**Sub:- Consolidated Results of Remote e-voting and voting by poll at Annual General Meeting of members of the Company held on 26<sup>th</sup> September, 2016, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)**

Pursuant to Regulation 44 of the Listing Regulations, please find below consolidated results of remote e-voting and voting by poll at Annual General Meeting (AGM) of members of the Company held on 26<sup>th</sup> September, 2016:

Sr. No.	Particulars	
1	Date of the AGM	26 <sup>th</sup> September, 2016
2	Total number of shareholders on record date	12,822 as on Cut-Off date i.e. 16.09.2016
3	No. of shareholders present in the meeting either in person or through proxy	<b>56</b>
	Promoters and Promoter Group	14
	Public	42
4	No. of Shareholders attended the meeting through Video Conferencing	No video conferencing facility was made available
5	Details of Agenda	Annexure-1



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### Annexure-1

**Resolution No. 1 :-** To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2016 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	13069902	12936122	98.98	12936122	0	100.00	0.00
	*Poll		122814	0.94	122814	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>13069902</b>	<b>13058936</b>	<b>99.92</b>	<b>13058936</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	E-Voting	787	0	0.00	0	0	0.00	0.00
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>787</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	5973250	2289	0.04	2289	0	100.00	0.00
	*Poll		85317	1.43	85317	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>5973250</b>	<b>87606</b>	<b>1.47</b>	<b>87606</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>19043939</b>	<b>13146542</b>	<b>69.03</b>	<b>13146542</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



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**Resolution No. 2:-** Declaration of dividend @ 10% on Equity Share Capital (i.e. ₹ 1/- per Equity Share of ₹ 10/- each) for the Financial Year ended 31<sup>st</sup> March, 2016.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	13069902	12936122	98.98	12936122	0	100.00	0.00
	*Poll		122814	0.94	122814	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>13069902</b>	<b>13058936</b>	<b>99.92</b>	<b>13058936</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	E-Voting	787	0	0.00	0	0	0.00	0.00
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>787</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	5973250	2289	0.04	2289	0	100.00	0.00
	*Poll		85317	1.43	85317	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>5973250</b>	<b>87606</b>	<b>1.47</b>	<b>87606</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>19043939</b>	<b>13146542</b>	<b>69.03</b>	<b>13146542</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



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**Resolution No. 3:-** Re-appointment of Ms. Anjali Mody (DIN: 02784924) as a Director, retiring by rotation.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	13069902	12936122	98.98	12936122	0	100.00	0.00
	*Poll		122814	0.94	122814	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>13069902</b>	<b>13058936</b>	<b>99.92</b>	<b>13058936</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	E-Voting	787	0	0.00	0	0	0.00	0.00
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>787</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	5973250	2289	0.04	2289	0	100.00	0.00
	*Poll		85317	1.43	85317	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>5973250</b>	<b>87606</b>	<b>1.47</b>	<b>87606</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>19043939</b>	<b>13146542</b>	<b>69.03</b>	<b>13146542</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



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**Resolution No. 4 :-** Ratification of appointment of M/s. Amit Desai & Co, Chartered Accountants (FRN: 130710W).

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	13069902	12936122	98.98	12936122	0	100.00	0.00
	*Poll		122814	0.94	122814	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>13069902</b>	<b>13058936</b>	<b>99.92</b>	<b>13058936</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	E-Voting	787	0	0.00	0	0	0.00	0.00
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>787</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	5973250	2289	0.04	2238	51	97.77	2.23
	*Poll		85317	1.43	85317	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>5973250</b>	<b>87606</b>	<b>1.47</b>	<b>87555</b>	<b>51</b>	<b>99.94</b>
<b>Total</b>		<b>19043939</b>	<b>13146542</b>	<b>69.03</b>	<b>13146491</b>	<b>51</b>	<b>99.99</b>	<b>0.01</b>



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**Resolution No. 5 :-** Re-appointment of Mr. Chand Arora as Managing Director of the Company and payment of remuneration for a period of 1 year commencing on 1<sup>st</sup> April, 2017 and ending on 31<sup>st</sup> March, 2018.

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)] *100	% of Votes against on votes polled (7)= [(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	13069902	12936122	98.98	12936122	0	100.00	0.00
	*Poll		97937	0.75	97937	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>13069902</b>	<b>13034059</b>	<b>99.73</b>	<b>13034059</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	E-Voting	787	0	0.00	0	0	0.00	0.00
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>787</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	5973250	2289	0.04	2289	0	100.00	0.00
	*Poll		85317	1.43	85317	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>5973250</b>	<b>87606</b>	<b>1.47</b>	<b>87606</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>19043939</b>	<b>13121665</b>	<b>68.90</b>	<b>13121665</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

\* Poll indicates vote by Ballot Paper at the Venue of AGM.







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Please find attached consolidated report of Scrutinizer on remote e-voting and poll.

You are requested to take the same on your record and oblige.

Thanking You.

Yours faithfully

**For Arrow Textiles Limited**

**Sushama Vesvikar**  
**Company Secretary**  
**ACS No.: 29462**

**A K JAIN & CO.**  
**COMPANY SECRETARIES**

40/A, 3rd Floor, Shankar Seth Building,  
380-382, J. S. S. Road, Chira Bazar, Mumbai - 400002

+91 22 2203 4420 • akjaincs@gmail.com

Consolidated Scrutinizer's Report on Remote e-Voting and voting through physical ballot conducted at the 9<sup>th</sup> Annual General Meeting of Arrow Textiles Limited held on September 26, 2016

To  
The Chairman  
**Arrow Textiles Limited**  
Plot No. 101-103  
19<sup>th</sup> Street, MIDC, Satpur  
Nasik - 422 007

Ninth Annual General Meeting of the Members of Arrow Textiles Limited held on Monday, September 26, 2016 at 1.00 p.m. at Hotel Express Inn, Nashik Pathardi Phata, Ambad, Mumbai Agra Road, Nashik - 422 010.

Dear Sir,

The Board of Directors of **Arrow Textiles Limited** (the Company) at its meeting held on August 10, 2016 has appointed me as the "Scrutinizer" to scrutinize remote e-voting process as well as the physical ballots received from the Members of the Company at the venue of the Annual General Meeting (AGM) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical ballot voting on the resolutions contained in the notice of the Ninth AGM of the Members of the Company dated August 10, 2016. My responsibility is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions as specified in the Notice of AGM dated August 10, 2016 based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL/Service Provider), the authorized agency to provide e-voting facility and voting conducted at the venue of the AGM. I hereby submit my report as under:

1. The Company had appointed CDSL as the Service Provider, for extending the facility of Remote e-Voting to the Members of the Company. Freedom Registry Limited is the Share Transfer Agents (STA) of the Company.
2. CDSL has provided a system for recording the votes of the Members electronically on all the items of the business (Ordinary and Special) sought to be transacted in the Ninth AGM of the Company which was held on Monday, September 26, 2016.
3. In terms of the Clause (vi) of the Sub Rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 the Remote e-Voting facility was kept open for 4





(Four) days i.e. from Thursday, September 22, 2016 at 9:00 a.m. (IST) till Sunday, September 25, 2016 at 5:00 p.m. (IST).

4. At the end of the voting period on Sunday, September 25, 2016 at 5.00 p.m., the voting portal of the Service Provider was blocked forthwith.
5. At the venue of the Ninth AGM of the Company held on September 26, 2016, the facility to vote through Ballot Paper had been provided to facilitate those members present in the meeting but could not participate in the Remote E- Voting to register their votes.
6. The empty ballot box kept for the purpose of casting of votes was sealed in my presence with due identification mark placed by me. After the voting at the AGM was concluded the sealed ballot box was subsequently opened in my presence and of the two witnesses, as mentioned below and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Share Transfer Agents of the Company and the authorisations/ proxies lodged with the Company. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
7. On September 26, 2016, after counting of the votes casted at the venue of the AGM through ballot paper, the votes cast through Remote E- Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Sandeep Mankad and Mr. Naveen Jain who acted as the witnesses, as prescribed in Sub-Rule 4(xii) of the said Rule 20.
8. The details of the Consolidated Results of the Remote e-Voting together with voting conducted at venue of the AGM by way of Ballot Papers are as under:

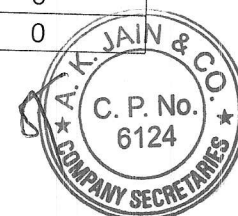
Details	Remote e-Voting	Voting through Ballot Paper	Total Voting
Number of Members who cast their votes	19	46	65
Total number of Shares held by them	1,29,38,411	2,08,131	1,31,46,542
Valid votes	As per details provided under each one of the resolution mentioned hereunder		
Invalid Votes	Various as mentioned under each of the resolution		

Note: Percentage of votes cast "in favour" or "against" the resolutions is calculated based on the valid votes cast through remote e-voting or physical voting.

#### Item No. 1 (Ordinary Resolution)

To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2016 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E- Voting	1,29,38,411	100.00	0	0.00	0
Physical Voting	2,08,131	100.00	0	0.00	0
<b>Total</b>	<b>1,31,46,542</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>



**Item No. 2 (Ordinary Resolution)**

To declare dividend on Equity Shares.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E- Voting	1,29,38,411	100.00	0	0.00	0
Physical Voting	2,08,131	100.00	0	0.00	0
<b>Total</b>	<b>1,31,46,542</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

**Item No. 3 (Ordinary Resolution)**

To appoint a director in place of Ms. Anjali Mody (DIN: 02784924), who retires by rotation and being eligible offers herself for re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E- Voting	1,29,38,411	100.00	0	0.00	0
Physical Voting	2,08,131	100.00	0	0.00	0
<b>Total</b>	<b>1,31,46,542</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

**Item No. 4 (Ordinary Resolution)**

To ratify the appointment of M/s. Amit Desai & Co, Chartered Accountants (FRN: 130710W) as Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of the 10<sup>th</sup> AGM of the Company.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E- Voting	1,29,38,360	100.00	51	0.00	0
Physical Voting	2,08,131	100.00	0	0.00	0
<b>Total</b>	<b>1,31,46,491</b>	<b>100.00</b>	<b>51</b>	<b>0.00</b>	<b>0</b>

**Item No. 5 (Special Resolution)**

Re-appointment of Mr. Chand Arora, as a Managing Director of the Company and payment of remuneration for a period of 1 year commencing on 1<sup>st</sup> April, 2017 and ending on 31<sup>st</sup> March, 2018.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E-Voting	1,29,38,411	100.00	0	0.00	0
Physical Voting	1,83,254	100.00	0	0.00	24,877
<b>Total</b>	<b>1,31,21,665</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

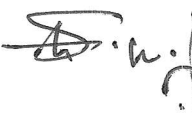



All the Resolutions mentioned in the Ninth AGM Notice dated August 10, 2016 as per the details above stand passed under Remote e-Voting and voting conducted at AGM by way of Ballot Papers with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that, I am maintaining the Registers/records received from the Service Provider electronically in respect of the votes cast through Remote e-voting and voting conducted at the AGM by way of Ballot Papers by the Members of the Company. The Ballot Papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping, after the Chairman signs the Minutes of the Ninth AGM.

Thanking you,

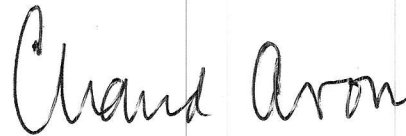
Yours truly,

Ashish Kumar Jain  
Practicing Company Secretary  
ACS: 6058 COP: 6124

Date: September 27, 2016

Place: Mumbai



To be counter signed by the Chairman

Date : September 27, 2016

Place: Mumbai

WITNESSES:



Mr. Sandeep Mankad



Mr. Naveen Jain