



To,

The Chairman of the Meeting
AARVEE DENIMS AND EXPORTS LTD,
Ahmedabad

Dear Sir,

Subject: Declaration of Consolidated Results of Remote E-voting and Physical voting through Ballot process in respect of resolutions placed in the notice of 26th Annual General Meeting of members of the Aarvee Denims And Exports Ltd held on 28th September, 2015.

I, Mr. Tapan Shah, Practicing Company Secretary, has been appointed as a Scrutinizer of Aarvee Denims And Exports Ltd (“the Company”), pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the remote e-voting and physical voting through ballot process at the 26th Annual General Meeting (“AGM”) of the Company in a fair and transparent manner on the below mentioned resolution(s), as mentioned in the agenda of the Notice dated 13th August, 2015 of AGM of the Equity Shareholders of the Company, held on 28th day of September, 2015 at 10.00 a.m. at the Registered office of the company.

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 listing agreement, relating to remote e-voting and physical voting through ballot process on the resolution contained in the aforesaid notice to the AGM of the members of the company. My responsibility as a scrutinizer is to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot process in a fair and transparent manner and to make a consolidated scrutinizer’s report of the votes cast “in favour” or “against” the resolution, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL) and of physical voting through ballot process.

Following resolutions were carried out by the Company at the AGM;



- i. **Ordinary Resolution** To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2015 and the reports of the Board of Directors' and Auditors' thereon.
- ii. **Ordinary Resolution** To appoint a Director in place of Mr. Kalpesh V. Shah (DIN: 00007262), who retires by rotation and being eligible offers himself for re-appointment.
- iii. **Ordinary Resolution** To Ratify the appointment of Statutory Auditors of the Company for the financial year 2015-16 and to fix their remuneration.
- iv. **Ordinary Resolution** To Appoint Ms. Shivani Shah (DIN: 06693408) as an Independent Director of the company.
- v. **Ordinary Resolution** To Approve the remuneration of Cost Auditor for the Financial year 2015-16.
- vi. **Special Resolution** To Approve the Related Party Transactions with the parties as mentioned in Explanatory statement of Notice of AGM.
- vii. **Special Resolution** To Approve the Related Party Transactions with the parties as mentioned in Explanatory statement of Notice of AGM.
- viii. **Special Resolution** To Approve the Related Party Transactions with the parties as mentioned in Explanatory statement of Notice of AGM.
- ix. **Special Resolution** For Acceptance of unsecured deposits under the companies (Acceptance of Deposits) Rules, 2014.

I hereby report as under;

1. On the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on **28th August, 2015**, the Company completed dispatch of the Notice of the AGM:
 - A. by email to Members who had registered their email-ids with the Company on **2nd September, 2015** and
 - B. by Courier to Members in physical form on or before **3rd September, 2015**.
2. The Company has also placed the Notice of 26th AGM on the Web site of the Company as well as web Site of E-voting Agency i.e. CDSL.



3. The Company has given the news paper advertisement for date and time of commencement and end of remote e-voting in;
 - A. The Financial Express (Vernacular Language - Gujarati) on **5th September, 2015** and
 - B. The Indian Express (English Language) on **5th September, 2015**.
4. The Shareholders holding Shares as on the “Cut off” date, i.e 21st September, 2015 were entitled to vote through remote-evoting and voting at the AGM through Physical ballot process on the resolutions as mentioned in the Notice of AGM of the Company.
5. In terms of the aforesaid Notice, remote e-voting was open for three days from **9.00 a.m. on Friday, 25th September, 2015 to 05.00 p.m. on Sunday, 27th September, 2015** and members were required to cast their votes electronically conveying their assent or Dissent in respect of the Ordinary Resolutions and Special Resolutions, on remote e-voting platform provided by Central Depository Services (India) Limited (CDSL).
6. Further, at the venue of Annual General Meeting, the Company has provided the facility of voting at the meeting through physical ballot papers to those Shareholders who were present at the Meeting and had not voted through remote e-voting.
7. After the conclusion of voting at the Annual General Meeting, I first counted the Vote cast at the meeting through physical ballots papers and thereafter unblocked the votes cast through remote e-voting on Monday, the 28th day of September, 2015 around 10.52 a.m. after the completion of voting at the Annual General Meeting, in the presence of two witnesses, namely, Mr. Naresh Prajapati and Mr. Hitesh Lachhwani, who are not in employment of the Company.
8. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of 26th Annual General Meeting held on, 28th September, 2015 is **annexed herewith**.



9. The Register, all other papers and relevant records relating to electronic voting and voting at the AGM through physical ballot process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.
10. The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman or any other Director, as decided by the Board of Director of the Company and who has also countersigned this report.

Place: Ahmedabad

Signature: Sd/-

Date: 28th September, 2015

Name of Company Secretary: TAPAN SHAH

C.P.No.: 2839

Declaration

We, the undersigned witnesseth that;

1. The physical ballot papers were opened in our presence;
2. The remote e-voting result/list was unblocked and downloaded from the CDSL website (www.evotingindia.com) in our presence at 10.52 a.m. on 28th September, 2015.

Place: Ahmedabad

Date: 28th September, 2015

Witness 1:Sd/-

Mr. Naresh Prajapati

41, Vijaylaxmi Soc,Nr Kabadi -3,
Bhulabhai road, Ahmedabad
- 380006

Witness 2:Sd/-

Mr. Hitesh Lachhwani

8, Maheshwari Park Soc.
Garden Road, Bhadwatnagar
Ahmedabad – 380008

Countered by
For Aarvee Denims and Exports Ltd

Sd/-
Chairman



Detailed Consolidated Results of Remote e-voting and Ballot Forms voting

Annexure

Resolution 1 - To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2015 and the reports of the Board of Directors' and Auditors' thereon. **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	58	66	1751	16989322	16991073	100.000
Assent	8	57	65	1751	16989307	16991058	100.000
Dissent	0	1	1	0	15	15	0.000
Total	8	58	66	1751	16989322	16991073	100.000

Resolution 2 - To appoint a Director in place of Kalpesh V. Shah (DIN: 00007262), who retires by rotation and being eligible offers himself for re-appointment - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	56	64	1751	16463722	16465473	100.000
Assent	8	54	62	1751	16461357	16463108	99.986
Dissent	0	2	2	0	2365	2365	0.014
Total	8	56	64	1751	16463722	16465473	100.000

Resolution 3 - To ratify the appointment of Statutory Auditors of the Company for the financial year 2015-16 and to fix their remuneration - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	58	66	1751	16989322	16991073	100.000
Assent	8	57	65	1751	16989307	16991058	100.000
Dissent	0	1	1	0	15	15	0.000
Total	8	58	66	1751	16989322	16991073	100.000

Resolution 4 - To Appoint Ms. Shivani Shah (Din 06693408) as an Independent Director of the Company. - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	58	66	1751	16989322	16991073	100.000
Assent	8	57	65	1751	16989307	16991058	100.000
Dissent	0	1	1	0	15	15	0.000
Total	8	58	66	1751	16989322	16991073	100.000

Resolution 5 - Approval of remuneration of Cost Auditor for the Financial year 2015-16- **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	58	66	1751	16989322	16991073	100.000
Assent	8	57	65	1751	16989307	16991058	100.000
Dissent	0	1	1	0	15	15	0.000
Total	8	58	66	1751	16989322	16991073	100.000



Resolution 6 -To Approve the Related Party Transactions with the parties as mentioned in Explanatory statement of Notice of AGM - **Special Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	37	45	1751	9429505	9431256	100.000
Assent	8	35	43	1751	9427140	9428891	99.975
Dissent	0	2	2	0	2365	2365	0.025
Total	8	37	45	1751	9429505	9431256	100.000

Resolution 7 -To Approve the Related Party Transactions with the parties as mentioned in Explanatory statement of Notice of AGM - **Special Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	40	48	1751	9398938	9400689	100.000
Assent	8	38	46	1751	9396573	9398324	99.975
Dissent	0	2	2	0	2365	2365	0.025
Total	8	40	48	1751	9398938	9400689	100.000

Resolution 8 -To Approve the Related Party Transactions with the parties as mentioned in Explanatory statement of Notice of AGM- **Special Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Papers	E-Votes	Total	Papers	E-Votes	Total	
Received	8	20	28	1751	1979121	1980872	100.000
Assent	8	18	26	1751	1976756	1978507	99.881
Dissent	0	2	2	0	2365	2365	0.119
Total	8	20	28	1751	1979121	1980872	100.000

Resolution 9 -Acceptance of unsecured deposits under the companies (Acceptance of Deposits) Rules, 2014 - **Special Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	8	58	66	1751	16989322	16991073	100.000
Assent	8	57	65	1751	16989307	16991058	100.000
Dissent	0	1	1	0	15	15	0.000
Total	8	58	66	1751	16989322	16991073	100.000

Thanking You
Your Faithfully

Sd/-
Tapan Shah
C.P. No.: 2839